

Date: 06.09.2025

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

Company Code: 538521

Subject: Intimation of Annual report under Regulation 34 of SEBI (LODR) Regulations, 2015

We wish to inform you that the 36th Annual General Meeting of M/s. Yaan Enterprises Ltd. is scheduled to be held on Tuesday, 30th September 2025 at 4:00 P.M. (IST) at Shop No.10, PL-22, Lakhani's Dolphin, Sector 13, New Panvel, Raigad, Navi Mumbai-410206 (Maharashtra) to transact businesses as set out in the Notice of AGM.

In pursuance to Regulation 34 of SEBI (LODR) Regulation, 2015, we hereby attach the 36th Annual Report (2024-25) of the company containing the Notice along Board Report to convene the Annual General Meeting.

The Company is providing the remote e-voting facility to its shareholders to cast their votes on the resolutions set forth in the Notice of AGM through Central Depository Services (India) Limited (CDSL).

The remote e-voting will commence on Saturday, 27th September 2025 at 09:00 am and ends on Monday, 29th September 2025 at 05:00 pm. During this period, members of the Company holding shares as on Tuesday, 23rd September 2025 ('cut-off date') may cast their vote electronically through remote e-voting.

We are enclosing a copy of the said Notice of AGM & Annual Report of the company for F.Y. 2024-25 for your information and records.

Above Information is also made available at Company's website:
<https://www.yaanenterprises.com/Investors/>

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,

For Yaan Enterprises Ltd.

RANJITH
SOMAN

Digitally signed by
RANJITH SOMAN
Date: 2025.09.06 16:46:06
+05'30'

Ranjith Soman

Managing Director

YAAN ENTERPRISES LTD

(Formerly known as Crown Tours Ltd)

CIN No.L63040MH1989PLC364261

Shop No.10,PL-22,Lakhani's Dolphin,Sector 13,New Panvel, Raigad,Navi Mumbai-410206,Maharashtra,India.

Tel : +91 8779065567 Website: www.yaanenterprises.com Email : support@yaanenterprises.com



YAAN ENTERPRISES LIMITED

ANNUAL REPORT
2024-25

Board of Directors

Mr. Ranjith Soman
 Mr. Rajat Ranjith Vaidyar
 Ms. Veena Ranjith
 Mr. Rajan Balkrishna Raichura
 Mr. Venkata Siva Teja Yarlagadda
 Mr. Praveen Kumar Munta

Chairman & Managing Director
 Director
 Director
 Independent Director
 Independent Director
 Independent Director

Bankers

Federal Bank

Statutory Auditor**Koshal & Associates**

Chartered Accountants
 301 Sarawati Vasant Sagar
 Complex, Opp. Thakur Mall
 Thakur Village, Kandivali(E)
 Mumbai-400101

Secretarial Auditor**B K Sharma & Associates**

Company Secretaries
 AB-162, Nirman Nagar,
 Jaipur-302019 Rajasthan

Registrar and Shares Transfer Agent

Link Intime (India) Pvt. Ltd
 C 101, 247 Park, LBS Marg,
 Vikhroli West, Mumbai
 400083

Registered Office

Shop -10, PL- 22 Lakhanis Dolphin,
 Sector - 13, New Panvel. Raigarh,
 Navi Mumbai - 410206 (Maharashtra)
 E-mail : finance@yaanenterprises.com

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YAAN ENTERPRISES LIMITED

Registered Office: Shop-10, PL-22 Lakhanis Dolphin, Sector-13,
New Panvel, Raigarh, Navi Mumbai-410206 (Maharashtra)

CIN: L63040MH1989PLC364261

Tel: +91 8779065567 **Email:** finance@yaanenterprises.com

Website: www.yaanenterprises.com

NOTICE
36TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 36th Annual General Meeting of Members of Yaan Enterprises Limited will be held on Tues day, 30th September, 2025 at 04:00 P.M. at Registered office of the Company situated at Shop -10, PL-22 Lakhanis Dolphin, Sector-13, New Panvel, Raigarh, Navi Mumbai-410206 (Maharashtra) to transact the following business:

ORDINARY BUSINESS**1. Adoption of Financial Statements**

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

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31 March 2025 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. Re-appointment of Mr. Rajat Ranjith Vaidyar (DIN: 09168598) as Director, liable to retire by rotation

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of Members of the Company, be and is hereby accorded for the re-appointment of Mr. Rajat Ranjith Vaidyar (DIN: 09168598), as a Director of the Company, who is liable to retire by rotation and offered herself for re-appointment.”

SPECIAL BUSINESS**3. Appointment of Mr. Charanjeet Singh Sibia (DIN: 06662795) as Independent Director of the Company**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and other laws, rules and regulations as maybe applicable from time to time and pursuant to the recommendation of Nomination and Remuneration Committee and the Board of Directors (“the Board”), the consent of the members be and is hereby accorded for the appointment of Mr. Charanjeet Singh Sibia (DIN: 06662795), who was appointed as an Additional Director w.e.f. 07.07.2025

pursuant to the provision of Section 161(1) of the Act, as a Non-Executive Independent Director of the Company, to hold office for a term of two years commencing from 17th July, 2025 to 16th July, 2027, whose office shall not be liable to retire by rotation, on such terms and conditions including remuneration determined/ to be determined by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard."

4. Re-appointment of Mr. Ranjith Soman (DIN: 01714430) as Managing Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and any other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules made there under, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions as may be prescribed by any of the concerned authorities (if any) while granting such approvals, the approval of the members of the Company, be and is hereby accorded to the appointment of Mr. Ranjith Soman (DIN: 01714430) as Managing Director of the Company for a period of 5 years with effect from 29th June, 2026 to 28th June, 2031.

RESOLVED FURTHER THAT the remuneration payable to Mr. Ranjith Soman shall not exceed the overall ceiling of the total Managerial Remuneration as provided under Section 197 of the Companies Act, 2013 or such other limit as may be prescribed and determined by the Board of Directors.

RESOLVED FURTHER THAT in terms of the Articles of Association of the Company, as long as Mr. Ranjith Soman continues to act as Chairman cum Managing Director, his office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to vary/alter/amend at any time the terms and conditions of the said appointment and payment of remuneration in such manner as may be approved by the Board of Directors and acceptable to Mr. Ranjith Soman.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally/ jointly authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard."

5. Re-appointment of Mr. Rajan Balkrishna Raichura (DIN:09168588) as an Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), and other laws, rules and regulations as may be applicable from time to time and pursuant to the recommendation of Nomination Remuneration and Compensation Committee and the Board of Directors, the consent of the members be and is hereby accorded for the re-appointment of Mr. Rajan Balkrishna Raichura (DIN:09168588), as a Non-Executive Independent Director of the Company, for the second term, to hold office for a period of five years commencing from 23rd June, 2026 to 22nd June, 2031, whose office shall not be liable to retire by rotation, on such terms and conditions including remuneration determined / to be determined by the Board of Directors.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things as may be necessary, expedient and desirable in this regard.”

6. To approve Related Party Transactions

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

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014{ including any statutory modification(s) or reenactment(s) thereof for the time being in force}and subject to such other approvals, sanctions, consents and permissions as may be deemed necessary, the consent of the Members of the Company be and is hereby accorded to Board of Directors of the Company to enter into the related party transactions by the Company with the related parties for the maximum amounts per annum as set out under Item No. 6 of the explanatory statement annexed to this notice with related parties as defined under various provisions of the Companies Act, 2013 and as per applicable accounting standards.

RESOLVED FURTHER THAT subject to prior approval of Audit Committee for the related party transactions, the Board of Directors of the Company be and are hereby authorized to finalize the terms and to execute agreements, deeds or writings required to be executed in relation to the proposed related party transactions and to do all acts, things and deeds as may be deemed necessary to give effect to this resolution.”

**By Order of Board of Directors
YAAN ENTERPRISES LIMITED**

**Priyanka Goyal
Company Secretary**

Place: Raigarh, Navi Mumbai
Date:12.08.2025

NOTES:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act 2013, ("the Act") setting out the material facts in respect of the Business under Item No.3 to 6 to be transacted at the meeting is annexed thereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL, INSTEAD OF HIMSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY STAMPED, FILLED AND SIGNED INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, MUST BE DEPOSITED AT THE CORPORATE OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. A proxy form is annexed to this report.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days' notice in writing is given to the Company.
5. Members and Proxies attending the Meeting are requested to bring their attendance slip duly filled along with their copy of Annual Report to the Meeting.
6. Corporate Members are requested to send a duly certified true copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting will be provided by CDSL.
8. In line with the Ministry of Corporate Affairs (MCA) General Circular No. 17/2020 dated April 13, 2020, 20/2020 dated 5 May 2020, and subsequent circulars issued in

this regard, the latest being General Circular No. 09/2024 dated 19 September 2024, issued by the Ministry of Corporate Affairs ('MCA') and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024 issued by Securities and Exchange Board of India ('SEBI') (hereinafter collectively referred to as 'Circulars'), the Notice calling the AGM has been uploaded on the website of the Company at www.yaanenterprises.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote-Voting facility and e - voting system during the AGM) i.e. www.evotingindia.com

9. The Company has been maintaining, inter alia, the following statutory registers at its registered office
 - Register of contracts or arrangements in which directors are interested under section 189 of the Act
 - Register of directors and key managerial personnel and their shareholding under section 170 of the Act.

In accordance with the MCA Circulars, the said registers shall remain open and be accessible to any member during the continuance of the meeting.
10. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company to its registered office or to MUFG Intime India Pvt. Ltd (RTA) at C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai 400083, quoting reference of the Registered Folio Number.
11. As a part of the green initiatives the Members, who have not yet registered their E-mail addresses, are requested to register their E-mail addresses with their DPs in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form. Upon such Registration, all communication from the Company/RTA will be sent to the registered e-mail address. Shareholders are requested to update their email address with their Depository Participants to enable the Company to send communications electronically.
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same. Members holding shares in physical form may submit Form No. SH-13 to the Company. Members holding shares in electronic form may submit the same to their respective depository participants.
13. The Members desirous of obtaining any information/ clarification concerning the accounts and operations of the Company are requested to address their questions in writing to the Company Secretary at least ten days before the Annual General Meeting, so that the information required may be made available at the Annual General Meeting.

14. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA viz. to MUFG Intime India Pvt. Ltd.
15. As per Regulation 40 of the SEBI Listing Regulations and various notifications issued by SEBI in this regard, transfer of securities would be carried out in dematerialised form only, except in case of transmission or transposition of securities. The Company has complied with the necessary requirements as applicable, including sending of letters by the RTA to shareholders holding shares in physical form and requesting them to dematerialise their physical holdings. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to also avail of numerous benefits of dematerialisation. Members can contact the Company's RTA for assistance in this regard.

However, the SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD-PoD/PCIR/2025/97 dated July 2, 2025 has decided to open a special window only for re-lodgment of transfer deeds, which were lodged prior to the deadline of April 01, 2019 and rejected/returned/not attended to due to deficiency in the documents/process/or otherwise, for a period of six months from July 07, 2025 till January 06, 2026. The members may avail the special window.
16. In case of joint holders, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
17. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
18. The Annual Report of the Company for the Financial Year 2024-25, circulated to the members of the Company, is also uploaded on the Company's website www.yaanenterprises.com
19. The Board of Directors of the Company has appointed, Mr. Brij Kishore Sharma, (Membership No. FCS-6206), proprietor of B K Sharma & Associates, as Scrutinizer to scrutinize the remote e-voting and voting at AGM in a fair and transparent manner.
20. The Route Map, Attendance Slip and proxy form are attached to this Notice.

CDSL E-VOTING SYSTEM – FOR REMOTE E-VOTING

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- (i) The voting period begins on Saturday, 27th September, 2025 at 09:00 AM and ends on Monday, 29th September, 2025 at 5:00 PM. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday, 23rd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e- voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the eVoting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see eVoting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access eVoting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see eVoting services. Click on "Access to eVoting" under e-Voting services and you will be able to see eVoting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

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

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

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

	For Physical shareholders and other than individual shareholders holding Shares in Demat.
PAN	<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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence Number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.

- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non- Individual Shareholders and Custodians-For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, non-individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; finance@yaanenterprises.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders- Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 22 55 33

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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013

Item No. 3

To appoint Mr. Charanjeet Singh Sibia (DIN: 06662795) as Independent Director of the Company

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board at their meeting held on 17th July 2025 has appointed Mr. Charanjeet Singh Sibia (DIN: 06662795) as Non-executive Independent Director (Additional Director) not liable to retire by rotation, for a term of two years commencing from 17th July, 2025 to 16th July, 2027, subject to approval by the Members in this Annual General Meeting.

The profile and specific areas of expertise of Mr. Charanjeet Singh Sibia are provided as an Annexure to this Notice.

Mr. Charanjeet Singh Sibia has given his declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act and the rules made there under, and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

In the opinion of the Board, Mr. Charanjeet Singh Sibia is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and he is independent of the Management. The Board considers it desirable and in the interest of the Company to have Mr. Charanjeet Singh Sibia (DIN: 06662795) on the Board of the Company and accordingly the Board recommends his appointment as Non-executive Independent Director, as proposed in the Special Resolution set out at Item No. 3. The terms and conditions of appointment of the Independent Directors is available for inspection during the office hours till the date of AGM.

None of the Directors, Key Managerial Personnel or the irrespective relatives, except Mr. Charanjeet Singh Sibia & his relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

Item No. 4

To Re-appoint Mr. Ranjith Soman (DIN: 01714430) as Managing Director of the Company

Pursuant to the provisions of Section 196, 197, 198 and 203 read with schedule V of the Companies Act, 2013, the Company had appointed Mr. Ranjith Soman as Managing Director of the Company for a period of 5 years with effect from 29th June, 2021 to 28th June, 2026 and not liable to retire by rotation. The Members had subsequently approved the said appointment and terms of his remuneration as Special Resolution passed at the 32nd Annual General Meeting held on 30th September, 2021.

Mr. Ranjith Soman holds a degree of Master of Technology in Civil Engineering from Indian Institute of Technology Bombay, Mumbai and have experience around 35 years in large infrastructure projects in India from inception to completion.

The current term of appointment of Mr. Ranjith Soman as Managing Director expires on 28th June 2026. Considering his knowledge of various aspects relating to the Company's affairs and long business experience, the Board of Directors is of the opinion that for smooth and efficient running of the business, the services of Mr. Ranjith Soman should be available to the Company for a further period of 5 (Five) years with effect from 29th June 2026 to 28th June 2031.

In terms of the provisions of the Act and the Articles of Association of the Company, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors have approved, at their meeting held on 2nd August, 2025, re-appointment of Mr. Ranjith Soman as Managing Director of the Company for a further period of 5 (Five) years with effect from 29th June 2026, subject to approval by members. He is not liable to retire by rotation.

In accordance with the provisions of Sections 196, 197 & other applicable provisions of the Act, read with Schedule V to the said Act, the proposed appointment and the terms of remuneration payable to Mr. Ranjith Soman require approval of members by passing Special Resolution. Hence, the members are requested to pass the Special Resolution accordingly.

The brief profile, specific areas of his expertise and other information as required by SEBI (LODR)

Regulations and Secretarial Standard 2, is provided at the end of the Notice.

The Board recommends passing of the resolution as mentioned at Item No.4 of the Notice as Special Resolution.

None of the Directors, Key Managerial Personnel or the irrespective relatives, except Mr. Ranjith Soman, Dr. Veena Ranjith (Wife), Mr. Rajat Ranjith Vaidyar (Son) & their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

Item No. 5

Re-appointment of Mr. Rajan Balkrishna Raichura (DIN:09168588) as an Independent Director of the Company

Mr. Rajan Balkrishna Raichura is an Independent Director of the Company, and his first term of appointment will complete on 23rd June, 2026. As per Section 149(10) of Companies Act, 2013 ("the Act"), an Independent Director shall hold office to a term of upto five years on the Board of a Company, but shall be eligible for re-appointment for further term upto five years on passing a special resolution by the Company.

The Nomination Remuneration and Compensation Committee (NRC) has evaluated the performance of Mr. Rajan Balkrishna Raichura and, keeping in view his knowledge, skills, vast experience, continued valuable guidance to the management, and effective participation and contribution, the Committee has recommended his re-appointment for a second term of five years.

Accordingly, the Board of Directors (the "Board") subject to the approval of the shareholders, has approved the reappointment of Mr. Rajan Balkrishna Raichura as an Independent Director of the Company for a second term of five years, commencing from 23rd June, 2026 to 22nd June, 2031, on such terms and conditions including remuneration by way of profit related commission determined/to be determined by the Board within the limits as previously approved by the shareholders regarding payment of remuneration to nonexecutive directors.

The Company has received a notice in writing from a Member under Section 160 of the Act, proposing his candidature for re-appointment as an Independent Director. The Company has also received Mr. Rajan Balkrishna Raichura's consent in writing to act as Director, along with a declaration that he is not disqualified under Section 164(2) of the Act and that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations").

In the opinion of the Board, Mr. Rajan Balkrishna Raichura fulfils the conditions specified in the Act and SEBI (LODR) Regulations and is independent of the management. The Board also evaluated that he possesses the requisite skills and capabilities as determined by the Company for the role of an Independent Director.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the Members of the Company.

None of the Directors, Key Managerial Personnel or their relatives, except the appointee himself, is concerned or interested, financially or otherwise, in the said resolution.

The brief profile, specific areas of his expertise and other information as required under SEBI (LODR) Regulations read with applicable Secretarial Standard is provided at the end of the notice. The terms and conditions of re-appointment of Director would be available for inspection between 11.00 A.M. and 1.00 P.M. (IST) on all working day of the Company, except holiday, upto the date of 36th Annual General Meeting.

Item No. 6

To Approve Related Party Transactions

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the related parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013, provides that any Related Party Transaction will require prior approval of shareholders through ordinary resolution, if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

In the light of provisions of the Companies Act, 2013 the Board of Directors of your Company has approved the proposed transactions along with annual limit that the Company may enter into with the related parties (as defined under section 2 (76) of the Companies Act, 2013). The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rules, 2014 are as under:

S. No.	Name of Related Party	Nature of Relationship	Name of the Director or KMP who is related	Nature, Material Terms and Particulars of Contract or Arrangements	Any Other Information
1.	Beaver Infra Consultants Private Limited	Private company in which director or their relatives are interested.	Mr. Ranjith Soman & Ms. Veena Ranjith	Contact for rendering services or work contract shall be on a continuous basis. Monetary value of proposed transactions during financial year 2025-26 is expected to be 15.00 Crore on Assignment basis from time to time.	-

2.	Caster Projects Private Limited	Private company in which director or their relatives are interested.		Contact for sale shall be on a continuous basis. Monetary value of proposed transactions during financial year 2025-26 is expected to be 15.00 Crore on Assignment basis from time to time.	
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The details as required to be disclosed in Explanatory Statement as per Section 188 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 of the Companies Act, 2013 are as stated in resolution and table above.

The Board recommends passing of the resolution as mentioned at Item No.6 of the Notice as Ordinary Resolution.

None of the Directors, Key Managerial Personnel or their respective relatives, except Mr. Ranjith Soman, Dr. Veena Ranjith (Wife), Mr. Rajat Ranjith Vaidyar (Son) & their relatives are in any way concerned or interested, financially or otherwise, in the said Resolution.

**By Order of Board of Directors
YAAN ENTERPRISES LIMITED**

**Priyanka Goyal
Company Secretary**

Place: Raigarh, Navi Mumbai
Date:12.08.2025

Annexure

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THIS
ANNUAL GENERAL MEETING**

**[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements),
Regulations, 2015 and Secretarial Standards on General Meetings]**

Sr. No.	Particulars	Details
1.	Name of Director	Mr. Rajat Ranjith Vaidyar
2.	DIN	09168598
3.	Date of Birth	01/08/1995
4.	Age	30 years
5.	Date of first appointment on the Board	23/06/2021
6.	Date of appointment/reappointment	27/09/2025
7.	Qualification(s)	B. Engg. (Glasgow)
8.	Brief Resume and Experience	2 years' experience in Engineering Consultancy
9.	Nature of expertise in specific functional areas	Experience in software and other tools requirement to the industry
10.	Name of the Listed Companies from which he resigned in the past three years	-
11.	Directorships held in other Public Limited Companies and Listed Companies	-
12.	Membership / Chairmanship of Statutory Committees of Board of other Companies	-
13.	Number of Board Meetings attended during the year	6
14.	Number of shares held in the Company	1,44,526
15.	Remuneration last drawn	NIL
16.	Relationships with Directors, Manger and other Key Managerial Personnel of the Company inter se	Son of Ranjith Soman (Director) and Son of Veena Ranjith (Director)
17.	Terms and Conditions of appointment/reappointment	Re-appointment as a Director of the Company
18.	Details of Remuneration sought to be paid	NIL

Sr. No.	Particulars	Details
1.	Name of Director	Mr. Charanjeet Singh Sibia
2.	DIN	06662795
3.	Date of Birth	11/12/1958
4.	Age	66 years
5.	Date of first appointment on the Board	17/07/2025
6.	Date of appointment/reappointment	17/07/2025
7.	Qualification(s)	B.Com.
8.	Brief Resume and Experience	An accomplished professional with experience in business development, institutional sales, and infrastructure Projects and government sales. He has held key leadership roles, including Associate Vice President at Reliance Industries Ltd. (2005–2007), and has successfully represented reputed companies such as Simplex Infrastructure, Thermax, Eicher Motors, Apple, Wipro, and Veolia. He has played a pivotal role in securing and executing government and semi-government projects across sectors including infrastructure, water treatment, defense, and software solutions.
9.	Nature of expertise in specific functional areas	His expertise spans strategic partnerships, market expansion, and project funding,
10.	Name of the Listed Companies from which he resigned in the past three years	-
11.	Directorships held in other Public Limited Companies and Listed Companies	-
12.	Membership / Chairmanship of Statutory Committees of Board of other Companies	-
13.	Number of Board Meetings attended during the year	0
14.	Number of shares held in the Company	Nil
15.	Remuneration last drawn	-
16.	Relationships with Directors, Manger and other Key Managerial Personnel of the Company inter se	Not related to any Director, Manager and other Key Managerial Personnel of the Company.
17.	Terms and Conditions of appointment/reappointment	Appointment as Non-Executive Independent Director of the Company for a period of Two years from 17.07.2025 to 16.07.2027.
18.	Details of Remuneration sought to be paid	Nil

Sr. No.	Particulars	Details
1.	Name of Director	Mr. Ranjith Soman
2.	DIN	01714430
3.	Date of Birth	21/05/1965
4.	Age	60 years
5.	Date of first appointment on the Board	23/06/2021
6.	Date of appointment/reappointment	29/06/2026
7.	Qualification(s)	M. Tech (IIT), F.I.E, C. Eng. MBA
8.	Brief Resume and Experience	Ranjith Soman holds a degree of Master of Technology in Civil Engineering from Indian Institute of Technology Bombay, Mumbai. He has experience of around 30 years in large infrastructure projects in India from inception to completion. Ranjith Soman is also the Founder, Chairman, Managing Director and the Visionary behind Beaver Infra Consultants Pvt. Ltd
9.	Nature of expertise in specific functional areas	Expertise in Infrastructure Projects
10.	Name of the Listed Companies from which he resigned in the past three years	-
11.	Directorships held in other Public Limited Companies and Listed Companies	-
12.	Membership / Chairmanship of Statutory Committees of Board of other Companies	-
13.	Number of Board Meetings attended during the year	6
14.	Number of shares held in the Company	13,90,990
15.	Remuneration last drawn	NIL
16.	Relationships with Directors, Manger and other Key Managerial Personnel of the Company inter se	Husband of Veena Ranjith (Director) and Father of Rajat Ranjith Vaidyar (Director)
17.	Terms and Conditions of appointment/reappointment	Appointment as Managing Director of the Company
18.	Details of Remuneration sought to be paid	NIL

Sr. No.	Particulars	Details
1.	Name of Director	Mr. Rajan Balkrishna Raichura
2.	DIN	09168588
3.	Date of Birth	18.10.1990
4.	Age	35 years
5.	Date of first appointment on the Board	23/06/2021
6.	Date of appointment/reappointment	23/06/2026
7.	Qualification(s)	Chartered Accountant
8.	Brief Resume and Experience	15Years' Experience as Chartered Accountant in Practice
9.	Nature of expertise in specific functional areas	Expertise in the Finance, accounting, project financing, Corporate Audits, Income Tax, GST and Corporate Laws.
10.	Name of the Listed Companies from which he resigned in the past three years	-
11.	Directorships held in other Public Limited Companies and Listed Companies	-
12.	Membership / Chairmanship of Statutory Committees of Board of other Companies	-
13.	Number of Board Meetings attended during the year	6
14.	Number of shares held in the Company	13,90,990
15.	Remuneration last drawn	NA
16.	Relationships with Directors, Manger and other Key Managerial Personnel of the Company inter se	Not related to any Director, Manager and other Key Managerial Personnel of the Company.
17.	Terms and Conditions of appointment/reappointment	Appointment for Second Term of 5 years as Independent Director with effect from 23 rd June, 2026
18.	Details of Remuneration sought to be paid	NA

BOARD'S REPORT

**To,
THE MEMBERS OF
YAAN ENTERPRISES LIMITED**

The Board of Directors of your Company ("The Board") have pleasure in presenting the 36th Annual Report of Yaan Enterprises Limited ("the Company") along with Audited Financial Statement for the Year ended March 31, 2025.

FINANCIAL SUMMARY AND STATE OF COMPANY'S AFFAIRS

The Audited Financial Statement of Company as on March 31, 2025, are prepared in accordance with the applicable Indian Accounting Standards ("Ind AS") are provided in the Annual Report of the Company. The Summary of Financial Performance of Company for the Financial Year ended March 31, 2025 are as under:

(Amount Rs. In Lakhs)

Particulars	2024-25	2023-24
Total Revenue	550.50	502.99
Total Expenditure	496.16	428.43
Profit Before Depreciation and Tax (PBDT)	54.34	74.56
Less: Depreciation	8.66	3.10
Less: Finance Cost	6.47	3.94
Profit Before Tax	39.21	67.51
Exceptional Items	-	-
Profit After Exceptional Items	39.21	67.51
Prior Period Items	-	-
Less: Provisions for Taxation Including Deferred Tax	(6.63)	18.48
Profit/(Loss) After Tax	45.85	49.03

During the Financial Year under review:

The Company has earned Total Revenue of Rs. 550.50 lakhs as compared to Rs. 502.99 lakhs in the previous year, recording an increase of Rs. 47.51 lakhs.

The Company has earned a Profit Before Tax of Rs. 39.21 lakhs as compared to Rs. 67.51 lakhs in the previous year and the Profit After Tax during the year was Rs. 45.85 lakhs compared to Rs. 49.03 lakhs in the previous year.

A detailed discussion on financial and operational performance of the Company is given under "Management Discussion and Analysis Report" forming part of this Report.

BUSINESS OVERVIEW

The company's vision is to diversify and tap into high growth sectors, the Company entered the jewellery and gems business under the brand name "Crown Gems" in September 2016, and later forayed into works contracting and infrastructure development. Reflecting this strategic diversification, the company has changed its name as Yaan Enterprises Limited.

Yaan Enterprises Limited is currently engaged in the following major business segments:

a) Travel and Tourism

The company continues its core activity of tour operations, offering flight bookings, hotel reservations, and travel packages through its proprietary travel search engine. Our logistics and transport services are also integrated into this vertical, continuing the legacy of Crown Tours.

b) Precious and Semi-Precious Stones Trading

The company has been active in trading precious and semi-precious stones since 2016. This segment contributes to the company's diversified portfolio and caters to both domestic and international markets.

c) Works Contracting and Construction

Yaan has expanded into the infrastructure sector by undertaking works contracts related to road development, highways, and bridges. This business vertical complements our strategy to explore capital-intensive and government-linked projects.

d) Other Initiatives and Diversification

During the year, the Company has also ventured into other high potential areas such as agro products trading, e-commerce, real estate, and handicrafts. These initiatives align with our long-term vision of creating a multi-vertical business model.

CHANGE IN NATURE OF BUSINESS

There was no change in the nature of business of the Company during the financial year ended 31 March 2025.

DIVIDEND

No Dividend was recommended by the Board of Directors of the Company for the period under review due to inadequacy of profits.

TRANSFER TO RESERVE

The Board of Directors of the Company has not proposed to transfer any amount to any reserve of the Company during the period under review.

CHANGE IN CAPITAL STRUCTURE

• Authorised Share Capital

There was no change in the Authorised Capital of the Company during the Financial Year under review. The Authorized Capital of the Company is 4,00,00,000/- (Rupees Four Crore Only) divided into 40,00,000 (Forty Lakh) Equity Shares of 10/- (Rupees Ten) each.

• Issued, Subscribed & Paid-up Capital

There was no change in the issued, subscribed and paid-up capital of the Company as on March 31, 2025 stood at 3,10,00,000/- (Rupees Three Crore Ten Lakh Only) divided into 31,00,000 (Thirty-One Lakh) Equity Shares of 10/- (Rupees Ten) each.

EMPLOYEES BENEFIT PLAN(S)

There are no Employee Benefit Plans in the Company during the Financial year under review. No ESOPs or other stock benefits have granted to any employees of the Company.

CREDIT RATING

During the year under review, the Company has not obtained Credit Rating from any Credit Rating Agency.

HOLDING COMPANY / SUBSIDIARY COMPANY / ASSOCIATE COMPANY / JOINT VENTURE

The Company does not have any Holding Company, Subsidiary Company, Associate Company, or Joint Venture within the meaning of Section 2(46), 2(87) and 2(6) of the Companies Act, 2013. Further, during the reporting period, the Company has neither become nor ceased to be a Holding Company, Subsidiary Company, Associate Company, or Joint Venture.

DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

a) Composition of Board of Directors and KMPs:

The Board of Directors of your Company consist of 6 (Six) Directors, of which 3 Directors are Independent. The Board also comprises of 1 (One) Woman Director.

The Key Managerial Personnel ("KMP") of your Company consist of Mr. Ranjith Soman as the Chairman-cum-Managing Director, Ms. Shalaka Gopale as the Chief Financial Officer and Ms. Khushi Khandelwal as the Company Secretary as on 31 March 2025.

The Composition of Board of Director and Key Managerial Personnel as on the last day of financial year under review are as follows:

Name of Directors/KMPs	Designation
Mr. Ranjith Soman	Chairman & Managing Director
Dr. Veena Ranjith	Non-Executive Director
Mr. Rajat Ranjith Vaidyar	Non-Executive Director
Mr. Rajan Balkrishna Raichura	Non-Executive Independent Director
Mr. Praveen Kumar Munta	Non-Executive Independent Director
Mr. Venkata Siva Teja Yarlagadda	Non-Executive Independent Director
Ms Shalaka Rupesh Gopale	Chief Financial Officer
Ms. Khushi Khandelwal	Company Secretary

b) Changes in Board of Directors and KMPs:

The shareholders of the Company, at 35th Annual General Meeting held on 28th September, 2024, have approved the Appointment of Mr. Venkata Siva Teja Yarlagadda as Independent Director w.e.f. 27th January 2024 for a period of 5 years. Furthermore, the shareholders of the Company have approved the re-appointment of Dr. Veena Ranjith as Director, liable to retire by rotation.

Pursuant to Section 152 of the Act, Mr. Rajat Ranjith Vaidyaris liable to retire by rotation at the ensuing 36th Annual General Meeting. He is eligible for re-appointment and has offered herself for re-appointment as Director of the Company. The Board recommended the same to the shareholders of the Company for their approval.

On the recommendation of Nomination Remuneration and Compensation Committee, the Board of Directors, in its meeting held on 12th August, 2025 has approved the re-appointment of Mr. Ranjith Soman as Managing Director of the company for a period of 5 years with effect from 29th June, 2026 to 28th June, 2031 and not liable to retire by rotation. In the opinion of the Board, he possesses adequate skill, knowledge, expertise, integrity and experience as determined by the Company and his services are essential for smooth and efficient running of the business. Keeping in view of above, the Board has recommended his re-appointment as a Managing Director of the Company for the approval of shareholders in the ensuing AGM.

During the year under review and upto the date of this report, the following changes took place in the Key Managerial Personnel:

- Resignation of Ms. Rajpriya Khandelwal as Company Secretary and Compliance Officer of the Company with effect from 8th April 2024.
- Appointment of Ms. Prachi Gupta as Company Secretary and Compliance Officer of the Company with effect from 6th July, 2024.
- Resignation of Ms. Prachi Gupta as Company Secretary and Compliance Officer of the Company with effect from 14th October, 2024
- Appointment of Ms. Khushi Khandelwal as Company Secretary and Compliance Officer of the Company with effect from 14th November, 2024.
- Resignation of Ms. Khushi Khandelwal as Company Secretary and Compliance Officer of the Company with effect from 5th April, 2025
- Resignation of Ms. Shalaka Rupesh Gopale, as Chief Financial Officer of the Company with effect from 30th May, 2025

- Appointment of Ms. Priyanka Goyal as Company Secretary and Compliance Officer of the Company with effect from 1st June 2025.
- Appointment of Ms. MitaS hah as Chief Financial Officer of the Company with effect from 1st June, 2025.

c) Board Evaluation and Remuneration Policy

Pursuant to the provisions of the Act, the Board has carried out an annual performance evaluation of its own performance, board committees and of the directors individually (including Independent Directors) as per the criteria defined in the Nomination and Remuneration policy and expressed its satisfaction.

The Independent Directors in their separate meeting, have evaluated the performance of Non-Independent Directors and the Board as a whole and Chairman of the Board. Furthermore, the Board is of the opinion that all the directors, as well as the directors appointed/ re-appointed during the year, are persons of high repute, integrity & possess the relevant expertise, skill & experience and qualification in their respective fields.

The criteria of evaluation and directors' skill/expertise etc. are described in the Nomination and Remuneration policy published on the website of the Company <https://www.yaanenterprises.com/wp-content/uploads/2022/04/7-Remuneration-Policy.pdf>

Performance evaluation of Directors was carried out by Board of Directors and Nomination and Remuneration Committee on parameters such as appropriateness of qualification, knowledge, skills and experience, time devoted to Board, deliberations and participation level in board functioning, extent of diversity in the knowledge and related industry expertise, attendance and participations in the meetings and workings thereof and Initiative to maintain high level of integrity and ethics and the same was apprised to the Board of Directors.

Independent Directors had carried out performance evaluation of Non Independent Directors in their separate meeting, the Board as a whole and performance evaluation of Chairman/ Managing Director was carried out, taking into account the views of Executive and No Executive Directors.

The performance of Committees was evaluated on parameters such as whether the Committees of the Board are appropriately constituted, have appropriate number of meetings held each year to accomplish all of its responsibilities, maintain the confidentiality of its discussions and decisions, conduct self-evaluation at least annually, make periodical reporting to the Board along with its suggestions and recommendations.

Independent Directors' performance evaluation was carried out on parameters such as whether the Directors uphold ethical standards of integrity and probity, the ability of the directors to exercise objective and independent judgment in the best interest of Company, the level of confidentiality maintained, adherence to the applicable code of conduct for Independent Directors and their role in bringing independent judgment during Board deliberations on strategy, performance, risk management etc.

d) Board Meetings

The Board of Directors met 6 (Six) times during the financial year 2024-25 on 25th May 2024, 6th July 2024, 10th August 2024, 29th August 2024, 14th November 2024, 13th February 2025. Frequency and quorum at these meetings were in conformity with the provisions of the Companies Act, 2013. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

In compliance of section 149 of the Companies Act, 2013 and the provisions of Listing Regulation, a separate meeting of Independent Director was held on Thursday, 13th February, 2025. All three independent directors were present in the Meeting.

The names and categories of the Directors, their attendance at Board meetings during the year and at last Annual General Meeting, as also the number of Directorships and Committee memberships held by them in other Companies are shown as under: -

Director Name	Category	No. of Board Meetings Held	No. of Board Meetings Attended	Whether Attended Last AGM on 28.09.2024	No. of other directorships	No. of Committee Memberships held	No. of Committee Chairmanships held
Ranjith Soman	Managing Director	6	6	Yes	3	0	0
Veena Ranjith	Non-Executive Director	6	6	Yes	3	0	0
Rajat Ranjith Vaidyar	Non-Executive Director	6	6	Yes	0	0	0
Rajan Balkrishna Raichura	Non-Executive Non-Independent Director	6	6	Yes	0	0	0
Praveen Kumar Munta	Non-Executive Non-Independent Director	6	6	Yes	0	0	0
Venkata Siva Teja Yarlaga	Non-Executive Non-Independent Director	6	6	Yes	0	0	0

e) Committees of the Board

As on 31st March 2025, the Board has 3 (Three) Committees rules, made there under, with proper composition of its members which are focused on financial reporting, audit & internal controls, compliance issues, appointment and remuneration of Directors and Senior

Management Employees and the risk management framework. The Board periodically evaluates the performance of all the Committees as a whole. All observations, recommendations and decisions of the Committees are placed before the Board for consideration and approval.

The Board has the following committees as under:

- Audit Committee;
- Nomination and Remuneration Committee;
- Stakeholders Relationship Committee

I. Audit Committee

The Board of Directors of your Company has duly constituted the Audit Committee in terms of the provisions of Section 177 of the Companies Act, 2013 read with the Rules framed there under.

The Composition of the Audit Committee is as follows:

S. No.	Name of Member of the Committee	Designation
1.	Rajan Balkrishna Raichura	Chairman
2.	Rajat Ranjith Vaidyar	Member
3.	Praveen Kumar Munta	Member

The Audit Committee held meetings as follows:

S. No.	Date of Meeting	Number of Members as on the date of Meeting	Number of Members Attended the Meeting
1.	25th May 2024	3	3
2.	10th August 2024	3	3
3.	14th November 2024	3	3
4.	13th February 2025	3	3

II. Nomination and Remuneration Committee

The Board of Directors of your Company has duly constituted the Nomination and Remuneration Committee in terms of the provisions of Section 178 of the Companies Act, 2013 read with the Rules framed there under.

The Composition of Nomination and Remuneration Committee is as follows:

S. No.	Name of Member of the Committee	Designation
1.	Rajan Balkrishna Raichura	Chairman
2.	Rajat Ranjith Vaidyar	Member
3.	Praveen Kumar Munta	Member

The Nomination and Remuneration Committee held meetings as follows:

S. No.	Date of Meeting	Number of Members as on the date of Meeting	Number of Members Attended the Meeting
1.	6th July 2024	3	3
2.	14th November 2024	3	3

III. Stakeholders Relationship Committee

The Board of Directors of your Company has duly constituted the Stakeholders Relationship Committee in terms of the provisions of Section 178 of the Companies Act, 2013 read with the Rules framed there under.

The Composition of Stakeholders Relationship Committee is as follows:

S. No.	Name of Member of the Committee	Designation
1.	Rajan Balkrishna Raichura	Chairman
2.	Rajat Ranjith Vaidyar	Member
3.	Praveen Kumar Munta	Member

The Stakeholders Relationship Committee held meetings as follows:

S. No.	Date of Meeting	Number of Members as on the date of Meeting	Number of Members Attended the Meeting
1.	25th May 2024	3	3

f) Declaration by Independent Director

All Independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act, and Regulation 16(1)(b) of SEBI (LODR) Regulations. Further, all necessary declarations with respect to independence have been received from all the Independent Directors and also received the confirmation that they have complied with the Code for Independent Directors prescribed in Schedule IV of the Act. The terms and conditions for the appointment of the Independent Directors are given on the website of the Company. The Board is of the opinion that Independent Directors of the Company fulfil the conditions of independence specified in the Act and the SEBI (LODR) Regulations and that they are independent of the management.

g) Board Diversity

The Company recognises and embraces the benefits of having a diverse Board of Directors to enhance the quality of its performance. The Company considers increasing diversity at Board level as an essential element in maintaining a competitive advantage in the complex business that it operates. The Policy on Board Diversity is available on website of the Company at the

link: <https://www.yaanenterprises.com/wp-content/uploads/2023/02/policy-on-board-diversity.pdf>

h) Board Policies / Codes

The Company has duly framed policies and codes which are required under the Act, SEBI (LODR) Regulations and other Laws/Rules/Regulations as applicable on the Company. The policies/codes as required to be disclosed on the website of the Company are available at the link: "<https://www.yaanenterprises.com/policies/>"

DIRECTOR RESPONSIBILITY STATEMENT

The Board of Directors acknowledge the responsibility for ensuring compliance with the provisions of Section 134(3) (c) read with Section 134(5) of the Companies Act, 2013, in preparation of annual accounts for the financial year ended 31st March, 2025 and state that:

- a) In the preparation of the Annual Accounts for the Financial Year ended 31st March, 2025, the applicable accounting standards have been followed with proper explanation relating to material departures.
- b) the Directors had 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 profit of the Company for that period.
- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) the Directors had prepared the annual accounts for the financial year ended 31st March, 2025 on a going concern basis.
- e) the Directors had laid down proper internal financial controls to be followed by the company and that such internal financial controls are, adequate and are operating effectively.
- f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DEPOSITS

During the year under review, your Company has not accepted any deposit within the meaning of Section 73 and 74 of the Act, read with the Companies (Acceptance of Deposits) Rule, 2014. There are no outstanding deposits as on 31 March 2025.

PARTICULAR OF LOANS, GUARANTEES AND INVESTMENT

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Act, are given in the respective notes to the standalone financial statements of the Company.

RELATED PARTY TRANSACTIONS

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. The particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 in the prescribed Form AOC-2 is annexed to the Board's Report as Annexure 1.

All Related Party Transactions entered into during the financial year were placed before the Audit Committee and the Board of Directors for approval. The Company has a process in place to periodically review and monitor Related Party Transactions. Omnibus approval was obtained on a yearly basis for transactions which were of repetitive nature. All the related party transactions were in the ordinary course of business and at arm's length basis.

There were no material subsidiary companies as defined in Regulation 16 © of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Related party transactions entered during the financial year under review are disclosed in Notes to the financial statements of the Company for the financial year ended 31st March, 2025.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link: <https://www.yaanenterprises.com/wp-content/uploads/2022/04/2-Related-Party-Transaction-Policy-NA.pdf>

NOMINATION AND REMUNERATION POLICY

The brief of the Nomination and Remuneration policy has been uploaded on website of the company at the link: <https://www.yaanenterprises.com/wp-content/uploads/2022/04/7-Remuneration-Policy.pdf>

RISK MANAGEMENT

The Company has in place a Risk Management framework to identify, evaluate and monitor business risks and challenges across the Company, that seek to minimise the adverse impact on business objectives and capitalise on opportunities. The Company's success as an organisation largely depends on its ability to identify such opportunities and leverage them while mitigating the risks that arise while conducting its business. The Company has also framed, developed and implemented a Risk Management policy to identify the various

business risks. This framework seeks to create transparency, minimise adverse impact on business objectives and enhance the Company's competitive advantage. The risk management policy defines the risk management approach across the enterprise at various levels, including documentation and reporting. The risk management committee monitor and review the risk management plan and to perform functions as defined under the Act and SEBI (LODR) Regulations. Risk Management Policy has been reviewed and approved by the Board and Audit Committee and the same is available on the website of the Company at the link: <https://www.yaanenterprises.com/wp-content/uploads/2022/04/8-RISK-MANAGEMENT-POLICY.pdf>

INTERNAL FINANCIAL CONTROLS

The Board adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial disclosures. For the assurance of best possible Internal Financial Controls to be followed by the Company, furtherance to the current Internal Financial Controls, a Policy of Internal Financial Control was reviewed and approved by the Board and Audit Committee and the same is available on the website and may be accessed at the link: <https://www.yaanenterprises.com/wp-content/uploads/2022/04/4-Internal-Financial-Control-Policy.pdf>

PREVENTION OF INSIDER TRADING

In compliance with the provisions of Securities Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('SEBI (PIT) Regulations'), the Board has adopted a code of conduct to regulate, monitor and report trading by Designated Persons to preserve the confidentiality of price sensitive information, to prevent misuse thereof and regulate trading by designated persons. It prohibits the dealing in the Company's shares by the promoters, promoter group, directors, designated persons and their immediate relatives, and connected persons, while in possession of unpublished price sensitive information in relation to the Company and during the period(s) when the Trading Window to deal in the Company's shares is closed. Pursuant to the above, the Company has put in place adequate and effective system of internal controls to ensure compliance with the requirements of the SEBI (PIT) Regulations. The code is available on the Company's website at <https://www.yaanenterprises.com/wp-content/uploads/2022/04/3-Code-of-conduct-for-prevention-of-insider-trading.pdf>

The Board of Directors have also formulated a code of practices and procedures for fair disclosure of unpublished price sensitive information containing policy for determination of 'legitimate purposes' as a part of this Code, which is available on the Company's website at <https://www.yaanenterprises.com/wp-content/uploads/2023/02/code-fair-disclosure-policy-unpublished-price-sensitive-information-insider-trading-regulation-2018.pdf>

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

Your Company is fully committed to uphold and maintain the dignity of women working in the Company. The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on prevention, prohibition, and redressal of sexual harassment at workplace as per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder. In line with the same, the Company has formulated Sexual Harassment Policy and set up Internal Complaints Committee (ICC) to redress complaints received regarding sexual harassment. The policy is available on the Company's website at <https://www.yaanenterprises.com/wp-content/uploads/2022/04/9-Sexual-Harrasment-Policy.pdf>. During the year under review, no complaint was received by the ICC committee.

WHISTLE BLOWER POLICY AND VIGIL MECHANISM

The Company has established a Whistle Blower and Vigil Mechanism Policy and has established the necessary vigil mechanism for grievances Redressal of the Directors and employees to report concerns about unethical behaviour. All Protected Disclosures concerning financial/accounting matters should be addressed to the Chairman of the Audit Committee of the Company for investigation. The said policy has been uploaded on the website of the Company and may be accessed at the link <https://www.yaanenterprises.com/wp-content/uploads/2022/04/5-Whistle-blower-policy-and-vigil-mechanism.pdf>.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable as per the provisions of Section 135 of the Companies Act, 2013.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

A. Conservation of Energy: Being a part of this Industry, Company's operations are not such energy intensive. However, adequate measures have been taken to conserve the consumption of energy.

- (i) The steps taken or impact on conservation of energy: The Company always emphasized on the conservation of energy, it installed energy efficient equipment's and this results in less consumptions of the energy, comparatively and also supports go green initiative.
- (ii) The steps taken by the company for utilizing alternate sources of energy: Installation of invertors /generators has been done as the alternate sources of energy.
- (iii) The capital investment on energy conservation equipment's : Investments in installation of invertors/ generators.

B. Technology absorption: Operations of the company do not involve any kind of special technology and there was no expenditure on research & development during this financial year. However, your company continues to upgrade its technology.

- (i) The efforts made towards technology absorption: The Company continues to make substantial investments in its technology platforms and systems and spread its electronically linked branch network. The software called “Yatra” is used for connectivity among the branches concerned to the accounts and operational activities of the Company.
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: N.A.
- (iii) In case of imported technology (imported during last three years reckoned from the beginning of the financial year): N.A.
 - a. the details of technology imported;
 - b. the year of import;
 - c. whether the technology been fully absorbed;
 - d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) The expenditure incurred on Research and Development: NIL

C. Foreign Exchanges Earnings & Outgo (in Rs.): NIL

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The information required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in Annexure 2.

Information required under Section 197(12) of the Act read with Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in Annexure-3 annexed herewith showing the names of employees and other particulars of the top ten employees. Furthermore, we confirm that no employee drawing remuneration in excess of the limits as provided in the said rules.

ANNUAL RETURN

Pursuant to the provisions of Section 92(3) of the Act, read with Companies (Management & Administration) Rules, 2014, the annual return in the prescribed form is available on the website of the Company at <https://www.yaanenterprises.com/>

CORPORATE GOVERNANCE

Pursuant to the provisions of Regulation 15 (2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, compliance with the provisions of Regulation 17 to 27 including clauses (b) to (i) and (t) of sub-regulation (2)

of regulation 46 and para C , D and E of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) were not applicable on the company during the financial year 2024-25. Consequently, the Compliance Report on Corporate Governance as stipulated under Schedule V of the Listing Regulations do not form part of this Annual Report for the Financial Year 2024-25.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report of the financial conditions and results of operations of the Company for the year under review, as required under regulation 34(2)(e) of SEBI (LODR) Regulations, is being given separately and forms a part of this annual report.

SECRETARIAL STANDARDS

The Directors have devised proper systems and processes for complying with the requirements of applicable Secretarial Standards issued by the Institute of Company Secretaries of India ('ICSI') and that such systems were adequate and operating effectively and the Company has complied with all applicable Secretarial Standards during the year under review.

LISTING OF SHARES

The shares of the Company are listed on BSE Limited and the listing fee for the year 2025-26 has been duly paid.

AUDITORS AND AUDITORS' REPORT

A. Statutory Auditors

Pursuant to Section 139 of the Act, the shareholders at 32nd AGM appointed M/s Koshal & Associates, Chartered Accountants, Mumbai (FRN No.: 121233W) as the Statutory Auditors of the Company for 5 (Five) years commencing from conclusion of 32nd Annual General Meeting (AGM) till the conclusion of the 37th Annual General Meeting of the Company.

M/s Koshal & Associates, Chartered Accountants, Mumbai (FRN No.: 121233W), statutory auditors of the Company, have submitted Auditors' Report on the financial statement of the Company for the financial year ended 31 March 2025, which forms a part of this Annual Report. The Report on the financials does not contain any qualifications, observations or adverse remarks. Information referred to in the Auditors' Reports are self-explanatory and do not call for any further comments.

B. Secretarial Auditors

In terms of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. BK Sharma and Associates, Practicing Company Secretaries, conducted the secretarial audit of the Company for the financial year 2024 25. The Secretarial Audit Report for the financial year 2024 25 is attached herewith as Annexure 4. There has been no qualification, reservation, adverse remark or disclaimer given by the Secretarial Auditors in their Report. Information referred to in the Secretarial Auditors' Report are self-explanatory and do not call for any further comments.

C. Cost Audit

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable for the business activities carried out by the Company and accordingly no such accounts and records are made and maintained.

INTERNAL AUDITOR

The Board has appointed M/s Namita & Co., Chartered Accountants to carry out internal Audit of the Company for financial year 2024 25 under the provisions of Section 138 of the Companies Act, 2013.

REPORTING OF FRAUDS BY AUDITORS

During the year under review, the Statutory Auditors, Internal Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its officers or employees, to the Audit Committee under Section 143(12) of the Act, details of which needs to be mentioned in this Report.

OTHER DISCLOSURES

During the financial year under review:

1. There are no significant and material orders passed by the regulators or courts or tribunals which would impact the going concern status of the Company;
2. There are no material/significant changes occurred between the end of the financial year 2024-25 and the date of this report which may impact the financial position of the Company;
3. No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year is not applicable; and

4. The requirement to disclose the details of difference between amount of the valuation done at the time of onetime settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

Acknowledgement

Your directors acknowledge with gratitude and wish to place on record its appreciation for the dedication, commitment and hard work of the Company's employees at all levels, who continued to be cornerstone of our major strength and success. The Board also take this opportunity to express our deep sense of gratitude to all government and non government agencies, bankers, vendors and business partners for their continued support and cooperation. We are equally grateful to our Members and Stakeholders for their unwavering trust and confidence in the management of the Company. We look forward for ongoing support in the years ahead.

For and on behalf of the Board of Directors

Ranjith Soman
Chairman-cum-Managing Director
DIN: 01714430

Date: 12.08.2025
Place: Raigarh, Navi Mumbai

Annexure - 1

FORM NO. AOC. 2

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

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

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

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

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

S. No.	Particulars	Details (1)	Details (2)	Details (3)
a)	Name(s) of the related party and nature of relationship	Ranjith Soman, Managing Director	Beaver Infra Consultants Private Limited	Caster Projects Private Limited
b)	Nature of contracts/ arrangements/ transactions:	Rent	Professional Fees and Sale of Travel Tickets	Professional Fees and Sale of Travel Tickets
c)	Duration of the contracts/arrangements/transactions:	Ongoing	Ongoing	Ongoing
d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	2.83 Lakhs	233.52 Lakhs	265.10 Lakhs
e)	Date(s) of approval by the Board, if any:	-	10.08.2024	10.08.2024
f)	Amount paid as advances, if any:	N.A.	N.A.	N.A.

**For and on behalf of the Board of Directors of
YAAN ENTERPRISES LIMITED**

Date: 12.08.2025
Place: Raigarh, Navi Mumbai

Ranjith Soman
DIN:01714430
Chairman & Managing Director

Annexure - 2

DISCLOSURE AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2016

- i. The Ratio of the remuneration of each Director to the median remuneration of employees of the Company for the year ended 31st March 2025 and the percentage increase in remuneration of each Director, Key Managerial Personnel (KMP) during the Financial Year 2024-25 are:

S. No.	Name of Director/ CFO/ CEO/ Company Secretary	Designation	Ratio of remuneration to median remuneration of the Employee of the Company	Percentage increase in the remuneration for the Financial Year 2024-25
i.	Ranjith Soman	Managing Director	N.A.	NIL
ii.	Veena Ranjith	Director	N.A.	NIL
iii.	Rajat Ranjith Vaidyar	Director	N.A.	NIL
iv.	Rajan Balkrishna Raichura	Independent Director	N.A.	NIL
v.	Praveen Kumar Munta	Independent Director	N.A.	NIL
vi.	Venkata Siva Teja Yarlagadda	Independent Director	N.A.	NIL
vii.	Shalaka Rupesh Gopale	CFO	1.25	NIL
viii.	Khushi Khandelwal	CS	0.42	NIL

* Median remuneration of the Employees of the Company to be Rs. 3.96 Lakh.

- ii. Percentage increase in the median remuneration of employees in the financial year 2024-25 is NIL.
- iii. Number of Permanent Employees on the payroll as on 31st March 2025 of the Company is 6.
- iv. Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in managerial remuneration:

There was no increase in average percentage in the salaries of employees other than the managerial personnel for the year 2024-25.

- v. Remuneration given in the Financial Year 2024-25 is as per the remuneration policy of the Company.

Annexure - 3

Statement showing the names and other particulars of the top ten employees in terms of section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Name	Ranjith Soman	Veena Ranjith	Rajat Ranjith Vaidyar	Shalaka Rupesh Gopale	Khushi Khandelwal	Saurabh Yadav	Shweta Jadhav
Age (in years)	62	58	31	39	26	33	40
Designation	Managing Director	Director	Director	CFO	Company Secretary & Compliance Officer	Asst. Manager	Executive
Remuneration (per month)	Nil	Nil	Nil	4,95,000	1,25,000	4,88,400	3,00,000
Nature of employment	Regular	Regular	Regular	Regular	Regular	Regular	Regular
Qualification	M. Tech(IIT), F.I.E., C.Eng., MBA	B.A.M.S., M.D.H.M., M.B.A.	B. Engg.(Glasgow)	B. Com	Associate Company Secretary, B. Com	B. Sc IT	B. Com
Years of Experience	36	18	7	19	-	11	10
Date of Appointment	23.06.2021	23.06.2021	23.06.2021	14.08.2021	14.11.2024	21.02.2021	18.12.2023
Previous employment	N.A.	N.A.	N.A.	Three Tel Networks Pvt. Ltd.	N.A.	Lego Holidays	N.A.
% of Equity shares held	13,90,990	5,34,657	1,44,526	-	-	-	-
Relation with Director or Manager	Husband of Veena Ranjith (Director) and Father of Rajat Ranjith Vaidyar (Director)	Wife of Ranjith Soman (Director) and Mother of Rajat Ranjith Vaidyar (Director)	Son of Mr. Ranjith Soman (Director) and Son of Veena Ranjith (Director)	None	None	None	None

SECRETARIAL AUDIT REPORT

For the financial year ended on 31st March, 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
YAAN ENTERPRISES LIMITED

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Yaan Enterprises Limited (hereinafter referred as “the Company”) for the financial year ended March 31, 2025 (“period under review”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representative during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the period under review, 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, returns filed and other records maintained by the Company for the period under review according to the provisions of applicable law provided hereunder:

1. The Companies Act, 2013 (the Act) and the rules made there under and re-enactment thereof;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
3. The Depositories Act, 1996 and Regulations & Bye-laws framed thereunder;
4. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECBs); ***There was no FDI, ODI and ECBs during the period under review.***
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’), to the extent applicable:-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; ***Not applicable to the company during the period under review.***
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. ***Not applicable to the company during the period under review.***
 - (e) The Securities and Exchange Board of India (Issue and Listing- of Non Convertible Securities) Regulations, 2021. ***Not applicable to the company during the period under review.***
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. ***Not applicable to the company during the period under review.***
 - (h) The Securities and Exchange Board of India (Buy Back of securities) Regulations, 2018. ***Not applicable to the company during the period under review.***
 - (i) The SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
 - (j) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018.
6. Specific laws applicable to the industry to which the Company belongs, as confirmed by the management: ***No specific law is applicable to the Company.***

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

We report that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that:-

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act and other applicable laws.

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All decisions of the Board and Committees were carried with requisite majority.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Company Secretary and taken on record by the Board of Directors at their meeting(s), we are of the opinion 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.

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

For **B K Sharma and Associates**
Company Secretaries
Unique Code: S2013RJ233500

BRIJ KISHORE SHARMA
Proprietor
Membership No. : F6206
CP No.: 12636
Peer Review Certificate No.: 6711/2025
UDIN: **F006206G001162691**

Place: Jaipur
Date: 12.08.2025

'Annexure A'

To
The Members
YAAN ENTERPRISES LIMITED

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide reasonable basis of 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 event, etc.
5. The compliances of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination is limited to the verification of procedures on test-check basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **B K Sharma and Associates**
Company Secretaries
Unique Code: S2013RJ233500

BRIJ KISHORE SHARMA
Proprietor
Membership No. : F6206
CP No.: 12636
Peer Review Certificate No.: 6711/2025
UDIN: **F006206G001162691**

Place: Jaipur
Date: 12.08.2025

MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRY STRUCTURE & DEVELOPMENT

As the tourism being one of the important and leading industries plays a vital role and also ensures the strong presence of India in Global Scenario. The industry also provides substantial growth to the country across various socio economic segments with a strong platform for generation of foreign exchange. The present industry is facing challenges as there have been many footfalls in the inbound tourism lately, as the consequence arrivals from abroad have been drastically reduced.

As per the Global Business Travel Association Report, global business travel recovery continues to improve and travel managers across companies estimate their domestic bookings at 72% & international at 66% of the pre-pandemic level. Recovery in Business Travel spending in 2023 was supported by business traveler sentiment, national travel policies, government's upliftment of various restrictions & the organization's travel management policies. Accordingly in order to provide extra attractions to the incoming tourists, the Company has also planned several VALUE-ADDED offerings and expects an appreciable outcome with such plans.

SEGMENT –WISE PERFORMANCE

During the year, ~15% of total revenue came from Tour& Travel operations and Works Contract Services (Construction) which consist of ~85 % of total revenue. The Company has earned total revenue of Rs. 550.50 Lakhs as compared to Rs. 502.99 Lakhs as in previous year. Profit after Tax (PAT) for the financial year 2024-25 is Rs. 45.85 Lakhs as compared to the previous financial year PAT Rs. 49.03 Lakhs.

OUTLOOK, OPPORTUNITIES AND THREATS

Despite high level and aggressive thrust both from the State side and also the tourism related agencies, no one can be sure as to the actual levels of tourists' inputs in the coming season, still struggling for substantial growth. However, uncertainty is never a threatening point for the entrepreneurs with intrinsic business acumen and challenge loving executives.

RISK & CONCERNS

Tourism is considered to be quite sensitive to socio-political situations in a country. Hence basically being a seasonal business; lower revenues in the non-peak season do make significant dents in the revenues and call for quite a discreet spending under various heads of expenditure. Our business is closely associated with the macro environment that impacts the consumers' spending power. We have taken several measures to combat the temporary effects of the pandemic on our businesses. To mitigate health and safety concerns of our consumers and our staff, there has been increased focus on online interactions with minimal physical interaction. Your Management hence has been monitoring the situation both from quantitative and availability point of view. Course corrections are implemented which are definitely beneficial to achieve the growth.

INTERNAL CONTROL SYSTEMS

The Company has built adequate systems on Internal Financial Controls towards achieving efficiency and effectiveness in operations, optimum utilization of resources, and effective monitoring thereof as well as compliance with all applicable laws. The internal control mechanism comprises a well-defined organizational structure, documented policy guidelines, predetermined authority levels and processes commensurate with the level of responsibility and that same are adequate and operating effectively. The Audit Committee reviews the reports of the Internal Auditors and monitors the effectiveness and operational efficiency of these internal control systems. The Audit Committee gives valuable suggestions from time to time for improvement of the Company's business processes, systems and internal controls.

FINANCIAL PERFORMANCE

The annexed Balance Sheet has given the members, the Company's performance in the year under report.

KEY FINANCIAL RATIOS

Financial Ratios	
Particulars	31-Mar-25
Current Ratio	6.79
Debt-Equity Ratio	0.14
Debt Service Coverage Ratio	0.83
Return on Equity Ratio	0.11
Inventory Turnover Ratio	0.00
Trade Receivables Turnover Ratio	6.81
Trade Payables Turnover Ratio,	9.45
Net Capital Turnover Ratio	1.05
Net Profit Ratio,	0.08
Return On Capital Employed	0.09

HUMAN RESOURCES MANAGEMENT

The Company's belief in trust, transparency and teamwork improved employee efficiency at all levels. The Company's commitment to harmonious industrial relations resulted in enhancing effectiveness of operations and enabled the achievement of international benchmarks in tourism business. The company's ongoing objective is to create an inspirational work climate where talented employees engaged in creating sustained value for the stakeholders. Training and orientation programs are being arranged periodically, to update the employees in the work techniques. The overall human resources are positive and we would be able to effectively achieve the desired objectives. The Company has developed an environment of harmonious and cordial relations with its employees. As on March 31st, 2025, the Company has a total of 10 full time employees across all its business segments.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's position, objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable law and regulations. Actual results might differ substantially or materially from those expressed or implied. Important factors that could make a difference to the Company's operations include, inter-alia, change in tourism policy of the Government, natural calamities, change in political and economic conditions, change in Government policies and regulations, tax laws and other statutes, market and other risks, risk inherent in successfully implementing company's growth strategy, dependence on certain patrons and other factors over which the company does not have any direct control.

**For and on behalf of the Board of Directors of
YAAN ENTERPRISES LIMITED**

Ranjith Soman
DIN:01714430
Managing Director

Veena Ranjith
DIN:02187295
Director

Date: 12.08.2025

Place: Raigarh Navi Mumbai

INDEPENDENT AUDITORS' REPORT

To The Members of Yaan Enterprise Ltd

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Yaan Enterprise Ltd ("the Company"), which comprise the balance sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income) the Statement of changes in Equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. (hereinafter referred to as 'financial statements').

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** ('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, its profit, total comprehensive income, changes in equity and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the financial statement in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises of Board's Report and Management discussion analysis report, but does not include the Financial Statements and our auditors' report thereon. The Board's Report and Management discussion analysis report is expected to be made available to us after the date of this auditor's report.

Our opinion on the aforesaid 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 aforesaid Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard as no other information as described above has been made available for review.

Management's responsibility for the financial statements

The Company's board of directors are 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 accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 responsibilities for the audit of the financial statements

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

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

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we

are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on other legal and regulatory requirements

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

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The balance sheet, the statement of profit and loss including the Statement of 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;
- (d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) 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;

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these aforesaid Financial Statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure B” to this report; and
- (g) In our opinion and according to the information and explanation given to us, no managerial remuneration has been paid / provided by the Company to its directors for the year ended March 31, 2025. Accordingly, reporting u/s 197 (16) of the Act is not applicable;
- (h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - a. The Company does not have any pending litigations which would impact its financial position;
 - b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - d. i. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (refer note 39.c to the financial statement);
 - ii. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (refer note 39.c to the financial statement);
 - iii. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
 - iv. No dividend declared and paid by the Company during the year hence no such compliance with Section 123 of the Act is applicable to the Company.

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

For **Koshal & Associates**

Chartered Accountants

Firm's registration number: 121233W

Koshal Maheshwari

Proprietor

Membership number: 043746

Place: Mumbai

Date: 27.05.2025

UDIN: 25043746BMLNLL7942

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of Yaan Enterprise Ltd ('the Company') on the financial statements for the year ended 31 March 2025, we report that:

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
(B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) As explained to us, Property, Plant and Equipment have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not hold any immovable property. Accordingly reporting under clause 1 (c) of the order is not applicable.
- (d) The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The physical verification of inventory has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. No discrepancies were noticed on physical verification of inventory as compared to book records in excess of 10% or more in aggregate for each class of inventory.
- (b) The Company has not been sanctioned working capital limits in excess of ¹ 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) 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 made any investments in, provided any guarantee or security or granted any loans, secured or unsecured to companies, firms, limited liability partnerships or any other parties. Accordingly reporting under clause 3 (iii) (a) to (f) of the Order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not made any loans, investments, guarantees, and security, which require compliance of section 185 and 186 of the Act.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly reporting under clause 3 (v) of the Order is not applicable.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company. Accordingly reporting under clause 3 (vi) of the Order is not applicable.
- (vii) (a) According to the information and explanation given to us and based on our examination of the records of the company, the Company is regular in depositing undisputed statutory dues accrued in books of accounts including income tax, Goods and Service Tax, Provident Fund, duty of customs, as applicable, with the appropriate authorities during the year. Sales tax, service tax, duty of excise and value added taxes have been repealed by the Government

According to the information and explanation given to us, no undisputed amounts payable were in arrears, as at 31st March, 2025 for the period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no statutory dues referred in sub clause (a) which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanation given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) According to the information and explanation given to us and based on examination of records of the company, the company has not taken any loans or other borrowings from bank or financial institution during the year.

(b) 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 been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no term loan availed by the Company during the year. Accordingly, clause 3(ix)(c) of the order is not applicable to the Company.

(d) According to the information and explanations given to us, and on the basis of our examination of records of the Company, the Company has not raised any short term funds during the year. Accordingly, clause 3(ix)(d) of the order is not applicable to the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company does not have any subsidiary, associate or joint venture (as defined under the Act) during the year ended March 31, 2025. Accordingly, reporting under clause 3(ix)(e) & (f) of the order is not applicable to the Company.

(x) (a) The Company did not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly reporting under paragraph 3 (x) (a) of the Order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(b) During the year, no report under sub section 12 of Section 143 of the Act has been filed in Form ADT-4 as prescribed in Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Based on our audit procedure performed and according to the information and explanations given to us, no whistle blower complaints were received by the Company during the year and hence reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

- (xii) The Company is not a nidhi company and accordingly, reporting under paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us, the transactions undertaken by the company has with the related parties are in compliance with s. 177 and s. 188, of the Act, during the year and the details of such transactions have been disclosed as per disclosures required by the relevant accounting standards.
- (xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non cash transactions with directors or persons connected with him. Accordingly, reporting under paragraph 3(xv) of the Order is not applicable.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios (Refer Note 33 to the financial statement), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the provisions of s. 135 of Companies Act, 2013 are not applicable to the company. Accordingly reporting under clause 3(xx)(a) & (b) of the Order is not applicable.

For **Koshal & Associates**

Chartered Accountants

Firm's registration number: 121233W

Koshal Maheshwari

Proprietor

Membership number: 043746

Place: Mumbai

Date: 27.05.2025

UDIN: 25043746BMLNLL7942

Annexure - B to the Auditors' Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Yofan Enterprise Ltd ("the Company") as of 31 March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For Koshal & Associates

Chartered Accountants

Firm's registration number: 121233W

Koshal Maheshwari

Proprietor

Membership number: 043746

Place: Mumbai

Date: 27.05.2025

UDIN: 25043746BMLNLL7942

Yaan Enterprises Limited
CIN: L63040MH1989PLC364261

Balance sheet as at 31st March, 2025

(Rs in Lakhs)

Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	2	23.48	30.50
(b) Capital work-in-progress		-	1.13
(c) Other Intangible Assets	2	3.68	4.23
(d) Financial Assets			
(I) Others	3	2.00	
(e) Deferred Tax Asset (net)	4	0.80	0.63
Current Assets			
(a) Inventories	5	238.02	238.02
(b) Financial Assets			
(I) Trade Receivable	6	126.81	32.18
(II) Cash and Cash Equivalents	7	100.19	77.38
(III) Bank Balances other than (II) above	7	72.52	80.46
(c) Other Current Assets	8	69.79	65.73
TOTAL ASSETS		637.29	530.25
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	9	310.00	310.00
(b) Other Equity	10	146.01	100.91
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
(I) Borrowings	11	61.88	57.61
(II) Leased Liabilities	12	16.89	21.33
(b) Other Non-Current Liabilities	13	12.00	16.29
Current Liabilities			
(a) Financial Liabilities			
(I) Borrowings			
(II) Lease liabilities	12	1.12	-
(III) Trade payables			
i) Total outstanding dues of micro enterprises and small enterprises		-	-
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	14	76.43	20.51
(IV) Other Current Financial Liabilities			
(b) Other current liabilities	15	12.70	0.49
(c) Provisions			-
(d) Current Tax Liabilities (Net)	16	0.26	3.11
TOTAL EQUITY AND LIABILITIES		637.29	530.25

See accompanying notes to the financial statement

01-45

As per our Audit Report of even date
For Koshal & Associates
Chartered Accountants
FRN: 121233W

Koshal Maheshwari
Proprietor

M.No 043746

Place : Mumbai
DATE : 27.05.2025
UDIN: 25043746BMLNLL7942

For and on behalf of the Board of
Yaan Enterprises Ltd

Mr. Ranjith Soman
DIN 01714430
(Chairman & Managing
Director)

Dr. Veena Ranjith
DIN 02187295
(Director)

Shalaka Gopale
(Chief Financial Officer)
Place : Mumbai
DATE : 27.05.2025

Yaan Enterprises Limited
CIN: L63040MH1989PLC364261

Statement of Profit and Loss for the year ended 31st March , 2025

(Rs. In Lakhs)

Particulars		Note No.	For the year ended 31st March, 2025	For the year ended 31st March, 2024
1	Revenue from Operations	17	541.34	498.30
2	Other Income	18	9.16	4.68
3	Total Income (1 + 2)		550.50	502.99
4	Expenses			
	Cost of Sales	19	457.93	295.18
	Changes in inventories of stock-in-trade	20	-	97.49
	Employee benefits expense	21	14.11	12.20
	Finance Cost	22	6.47	3.94
	Depreciation and amortisation expense	23	8.66	3.10
	Other expenses	24	24.12	23.57
	Total expenses (4)		511.29	435.47
5	Profit/(Loss) Before Exceptional item and Tax (3-4)		39.21	67.51
6	Exceptional items		-	-
7	Profit/(Loss) Before Tax (5-6)		39.21	67.51
8	Tax expense			
	(1) Current Tax		10.54	17.00
	(2) Tax Adjustment for earlier year		(17.00)	1.07
	(3) Deferred Tax		(0.17)	0.41
	Total Tax Expenses		(6.63)	18.48
9	Profit / (Loss) from continuing operations (7 - 8)		45.85	49.03
10	Profit / (Loss) from discontinuing operations		-	-
11	Tax expense of discontinuing operations		-	-
12	Profit/(loss) from Discontinuing operations (after tax)		-	-
13	Profit (Loss) for the period (9+12)		45.85	49.03
14	Other Comprehensive income;			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
	Total Other Comprehensive Income (net of tax)		-	-
15	Total Comprehensive Income for the period (13+14) (Comprising profit/(loss) and other Comprehensive Income for the period)		45.85	49.03
16	Earnings per equity share (for discontinued & continuing operations) of face value of Rs. 10 each	25		
	(a) Basic (in Rs.)		1.48	1.58
	(b) Diluted (in Rs.)		1.48	1.58

see accompanying notes to the financial statement

Notes forming part of the financial statements

01-45

As per our Audit Report of even date:

For Koshal & Associates

Chartered Accountants

FRN: 121233W

Koshal Maheshwari

Proprietor

M.No 043746

Place : Mumbai

DATE : 27.05.2025

UDIN: 25043746BMLNLL7942

For and on behalf of the Board of
Yaan Enterprises Ltd

Mr. Ranjith Soman
DIN 01714430
(Chairman & Managing
Director)

Shalaka Gopale
(Chief Financial Officer)
Place : Mumbai
DATE : 27.05.2025

Dr. Veena Ranjith
DIN 02187295
(Director)

Yaan Enterprises Limited
CIN L63040MH1989PLC364261

Statement of Cash Flows for the year ended 31st March, 2025

PARTICULARS	(Rs in Lakhs)	
	For the Year ended 31-03-2025	For the Year ended 31- 03-2024
	(Audited)	(Audited)
<u>A. CASH FLOW FROM OPERATING ACTIVITIES :</u>		
Net Profit before tax as per Profit & Loss A/c	39.21	67.51
Adjusted for:		
Depreciation	8.66	3.10
Interest on IT refund	(0.49)	(0.13)
Interest Income	(4.39)	(0.51)
Sundry Balance w/off	-	-
MAT reversal	-	-
Interest on Lease Liability	2.08	0.59
Reversal of Notional Interest Expense	4.28	3.35
Reversal of Notional Interest Income	(4.29)	(4.04)
Operating Profit before Working Capital Changes	45.07	68.07
Adjusted for:		
(Increase) / Decrease in Inventories	-	97.49
(Increase) / Decrease in Trade Receivables	(94.63)	10.67
Increase/(Decrease) in Other Financial Non-Current asset	(2.00)	-
(Increase)/Decrease in Other Current Asset	(68.66)	-
Increase/(Decrease) in Current Other Liabilities	12.20	(1.86)
Increase / (Decrease) in Trade Payables	55.91	(28.82)
Increase / (Decrease) in Provision	-	-
Total Operating Adjustments	(97.17)	77.48
Cash Generated from operations	(52.10)	145.55
Taxes Paid	(4.06)	11.95
Net cash from operating activities (A)	(48.04)	133.60
<u>B. CASH FLOW FROM INVESTING ACTIVITIES</u>		
Purchase of Fixed assets	(1.10)	(7.07)
Capital Work-in-progress	-	(1.13)
Investment in Bank Deposit	(72.52)	(80.00)
Interest Income on deposit	4.39	0.51
Net cash from investing activities (B)	(69.23)	(87.68)
<u>C. CASH FLOW FROM FINANCING ACTIVITIES</u>		
Borrowings Taken/(Repaid)	-	55.00
Borrowings Repayment received	-	(3.00)
Lease payments	(5.40)	(1.80)
Net cash used in financing activities (C)	(5.40)	50.20
Net increase/decrease in cash and cash equivalents (A+B+C)	(122.67)	98
Cash and Cash equivalents at the beginning of the period	133.65	35.73
Cash and Cash equivalents at the close of the period	10.27	133.65
<u>Cash and Cash equivalents includes :-</u>		
Cash and Cash equivalents	100.19	77.38
CASH AND CASH EQUIVALENT	100.19	77.38

see accompanying notes to the financial statement

As per our Audit Report of even date:

For Koshal & Associates

Chartered Accountants

FRN: 121233W

Koshal Maheshwari

Proprietor

M.No 043746

Place : Mumbai

DATE : 27.05.2025

UDIN: 25043746BMLNLL7942

For and on behalf of the Board of

Yaan Enterprises Ltd

Mr. Ranjith Soman

DIN 01714430

(Chairman & Managing
Director)

Dr. Veena Ranjith

DIN 02187295

(Director)

Shalaka Gopale

(Chief Financial Officer)

Place : Mumbai

DATE : 27.05.2025

Yaan Enterprises Limited
CIN: L63040MH1989PLC364261

Statement of Changes in Equity for the Year ended 31st March, 2025

A. Equity Share Capital

For the year ended 31st March, 2025

(Rs. In 'lakhs)

Balance as at 1-04-2024	Changes in equity share capital during the year	Balance as at 31-03-2025
310.00	-	310.00

For the year ended 31st March, 2024

(Rs. In 'lakhs)

Balance as at 1-04-2023	Changes in equity share capital during the year	Balance as at 31-03-2024
310.00	-	310.00

B. Other Equity

For the year ended 31st March, 2025

(Rs. In 'lakhs)

Particulars	Reserve and surplus			Total
	Capital Reserve	General Reserve	Retained Earnings	
Balance as at 1st April, 2024	1.42	2.50	96.99	100.91
Profit for the year	-	-	45.85	45.85
Re-measurement gains (losses) on defined contribution plans	-	-	-	-
Other comprehensive income	-	-	-	-
Total Comprehensive Income for the Year	1.42	2.50	142.84	146.75
Transfer to retained earnings	-	-	-	-
Balance as at 31-03-2025	1.42	2.50	142.84	146.75

For the year ended 31st March, 2024

(Rs. In 'lakhs)

Particulars	Reserve and surplus			Total
	Capital Reserve	General Reserve	Retained Earnings	
Balance as at 1st April, 2023	1.42	2.50	47.96	51.88
Profit for the year	-	-	49.03	49.03
Re-measurement gains (losses) on defined contribution plans	-	-	-	-
Other comprehensive income	-	-	-	-
Total Comprehensive Income for the Year	1.42	2.50	96.99	100.91
Transfer to retained earnings	-	-	-	-
Balance as at 31-03-2024	1.42	2.50	96.99	100.91

As per our Audit Report of even date:

For Koshal & Associates
Chartered Accountants
FRN: 121233W

For and on behalf of the Board of
Yaan Enterprises Ltd

Mr. Ranjith Soman
DIN 01714430
(Chairman & Managing Director)

Dr. Veena Ranjith
DIN 02187295
(Director)

Koshal Maheshwari
Proprietor
M.No 043746
DATE : 27.05.2025
Place : Mumbai
Proprietor
UDIN: 25043746BMLNLL7942

Shalaka Gopale
(Chief Financial Officer)
Place : Mumbai
DATE : 27.05.2025

Yaan Enterprises Limited
CIN: L63040MH1989PLC364261

Note- 1 Corporate Information and Significant Accounting Policies

A. Reporting Entity

Yaan Enterprise Limited is a public company domiciled in India and limited by shares (CIN: L63040MH1989PLC364261). The shares of the company are publicly traded on Bombay Stock Exchange Limited. The address of company's registered office is 'Shop-10, PL-22 Lakhanis Dolphin, SEC-13, New Panvel Navi Mumbai, Raigarh, Maharashtra-410206'. The company is involved in the business of Tour Operator, Sale of precious / semi precious stones and works contract services in relation to Construction activities.

B. Basis of preparation

1 Statement of Compliance

These financial statements are prepared on accrual basis of accounting and comply with Indian Accounting Standards (Ind AS) notified under Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereto. These financial statements were authorized for issue by the Board of Directors on 27th May 2025.

2 Basis of Measurement

The financial statements have been prepared on historical cost convention which have been measured at fair value as required by Ind AS.

The financial assets and liabilities measured at Amortised Cost as per Ind AS are disclosed in note no. 30

3 Functional and presentational currency

All amounts included in the financial statements are reported in Indian Rupees. Due to rounding of, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

4 Current and Non Current Classification

The company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is classified as current when it is:

- ? Expected to be realized or intended to be sold or consumed in normal operating cycle,
- ? Held primarily for the purpose of trading,
- ? Expected to be realized within twelve months after the reporting period, or
- ? Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve
- ? All other assets are classified as non-current.

A liability is classified as current when it is:

- ? Expected to be settled in normal operating cycle,
- ? Held primarily for the purpose of trading,
- ? Due to be settled within twelve months after the reporting period, or
- ? There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting
- ? All other liabilities are classified as non-current

5 Application of New Amendments Issued but Not Yet Effective

Ministry of Corporate Affairs ("MCA") has not issued any new Ind AS / amendments to Ind AS which are effective from 01st April, 2025

6 NEW ACCOUNTING PRONOUNCEMENTS

Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions have been effective from 1st April, 2024. However, Ind AS 117 and amendment to Ind AS 116 is not applicable to the company and does not have any impact on its financial statements. The company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117 and does not have sale and lease back transactions covered under amendments to Ind AS 116.

C Material Accounting policies

A summary of the material accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

1 Property, Plant and Equipment

1.1 Initial Recognition and measurement

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses (if any). Cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. Further the cost of assets not ready to use before each reporting date are disclosed under 'Capital Work-in-

1.2 Subsequent Costs

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that the future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

1.3 Depreciation

Assets are depreciated using written down value method over the estimated useful life of the asset as specified in Part "C" of Schedule II of Companies Act, 2013 after retaining residual life of 5% of original cost. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets.

Type of Asset	Useful Lives
Office Equipments	5 Years
Furniture & Fittings	10 Years
Computer	3 Years

1.4 De-recognition

An item of Property, Plant and Equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains or losses on disposal/ transfer/ de-recognition of item of Property, Plant and Equipment are determined as difference between net sale proceeds and the carrying amount of Property, Plant and Equipment and is recognized in the Statement of Profit and Loss.

2 Intangible assets

Intangible assets purchased are measured at cost as of the date of acquisition, as applicable, less accumulated amortisation and accumulated impairment, if any.

Intangible assets are amortised on a straight line basis over their estimated useful lives from the date that they are available for use.

The estimated useful lives of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any. At present, the estimated useful live for 'Web portal' held as intangible asset by the company is 10 yrs.

3 Inventories

Inventories are valued at the lower of cost and net realizable value except scrap, which is valued at net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. The cost of inventories comprises cost of purchase, cost of conversion and other cost incurred in bringing the inventories to their respective present location and condition. Cost is computed on the weighted average basis. Company's stock in trade includes precious and semi precious stones.

4 Cash and Cash Equivalents

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

5 Borrowing Costs

Borrowing costs specifically relating to the acquisition of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing cost consists of interest and other cost that the company incurs in connection with the borrowing of funds. All other borrowing costs are recognized in the Statement of Profit and Loss as expense in the period in which they are incurred.

6 Taxation

Income tax expense comprises current tax and deferred tax (including MAT). Current tax expense is recognised in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in other comprehensive income or equity.

Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax base used in the computation of taxable profit and are accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised.

Deferred tax is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

7 Provisions and Contingencies

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the notes to the financial statements. Contingent liabilities are disclosed on the basis of judgment of management/ Independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

8 Revenue

The Company derives revenues primarily from business of Tour and Travel services, Works contract related to construction services and sale of precious/semi precious stones. Income from operations like service charges, commission, marketing charges. Revenue from other income comprises interest received.

Sale of Services

Revenue from contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of such consideration is recognized. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity.

Revenue recognition for Works Contract service-

With respect to the method for recognising revenue of such works contracts over time (i.e. the method for measuring progress towards complete satisfaction of a performance obligation), the Company has established certain criteria that are applied consistently for similar performance obligations. In this regard, the method chosen by the Company to measure the value of goods or services for which control is transferred to the customer overtime is the output method based on the performance completed to date (or measured unit of work), according to which revenue is recognised corresponding to the units of work performed and on the basis of the price allocated thereto. In cases where the work performed till the reporting date has not reached the milestone specified in the contract, the Company recognises revenue only to the extent that it is highly probable that the customer will acknowledge the same. This method is applied as the progress of the work performed can be measured during its performance on the basis of the contract. Under this method, on a regular basis, the work completed under each contract is measured and the corresponding output is recognised as revenue.

The recognition of revenue is made for an amount with respect to which it is highly probable that a significant reversal will not occur.

Revenue recognition for Tours and Travel-

Arrangements with customers for tour and travel related services are on a fixed-price basis.

In arrangements for Tour and Travel services, the Company has applied the guidance in Ind AS 115, Revenue from contract with customer, by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering tour and travel service contracts as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In cases where the company is unable to determine the standalone selling price, the company uses the expected cost plus margin approach in estimating the standalone selling price. For tour and travel services, the performance obligations are satisfied as and when the services are rendered since the customer generally obtains control of the work as it progresses.

There are no remaining performance obligations of the company at the year end.

Sale of Goods

Revenue from sale of Gems and Jewellery items is recognised at the time the control is transferred as per the terms of the contract and goods are made available to the customer consisting no significant uncertainty regarding the amount of the consideration that will be derived from the sale of goods. It is measured at fair value of consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.

Interest Income

Interest Income is recognised using effective interest method.

9 Employee Benefits

Short term Employee benefits:

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid e.g., under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Further, the Company does not have any policy for long-term employee benefit or Post-employment benefit.

10 Impairment of non financial assets

As at each Balance Sheet, the company assesses whether there is an Indication that an asset may be impaired and also whether there is an Indication of reversal of impairment loss recognised in the previous periods. If an Indication exists, or when annual impairment testing for an asset is required. If any, the company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.

11 Operating Segments

In accordance with Ind AS -108, the Operating Segments used to present segment information are identified on the basis of internal reports used by the company's Management to allocate resources to the segments and assess their performance. The Chief Operational Decision Maker (Board of Directors) monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

The Company's operating business are organized and managed separately according to the nature of products, with each segment representing a strategic business unit that offers different products. The identified segments are Travel and Tourism Operations, Sales of Precious/ Semi-Precious Stones and Works contract services in relation to Construction activities

`- Segment revenue includes sales and other income directly identifiable with/ allocable to the segment.

Expenses that are directly identifiable with/ allocable to segments are considered for determining the Segment result. Expenses which relate to the company as a whole and not allocable to segments are included under un-allocable expenditure.

income which related to the company as a whole and allocable to segments is included in allocable income.

Segment assets and liabilities include those directly identifiable with the respective segments. un-allocable assets and liabilities that relate to the company as a whole and allocable to any segment.

12 Earnings per Share

Basic earning per equity share is computed by dividing the net profit or loss attributable to equity shareholders of

the Company by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

13 Cash Flow Statement

Cash flow statement has been prepared in accordance with the Indirect method prescribed in Ind AS 7 'Statement of Cash Flows'.

14 Dividends

Dividends and interim dividends payable to the Company's shareholders are recognized as changes in equity in the period in which they are approved in the shareholders' meeting and the Board of Directors respectively.

15 Financial Instruments

15.1 Financial Assets

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

Company's financial assets include trade receivables, security deposits, cash and cash equivalents.

Financial assets are measured at amortised cost or fair value through other comprehensive income or fair value through Profit and Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

Subsequent measurement:

Debt instruments at amortised cost:

A financial asset is measured at amortised cost if:-

`-the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and

`- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

Investment in Debt

Investments in debt can be valued at amortised cost or Fair value through profit & loss.

Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate (EIR) method, less provision for impairment losses. The carrying amounts of short term financial assets are considered to be same as their fair value, due to their short term in nature.

In case of M/s.Yaan Enterprises Limited all trade receivables are short term in nature hence they are carried at their transaction price being their fair value.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on trade Receivables, security deposits, cash and cash equivalents and credit risk exposure. Impairment is made on the expected credit losses, which are the present value of the cash shortfalls over the expected life of financial assets. The estimated impairment losses are recognized as a separate provision for impairment and the impairment losses are recognized in the Statement of Profit and Loss under the head other expenses.

De-recognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily de-recognised (i.e. removed from the Company's balance sheet) when:

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

15.2 Financial Liabilities**Initial Measurement**

At initial recognition, all financial liabilities other than fair valued through profit & loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liabilities that are carried at fair value through profit or loss are expensed in the Statement of Profit and Loss. Company's financial liabilities include borrowing, lease liability, trade payables.

Subsequent Measurement

Subsequent measurement of financial liabilities depends upon their classification:

i) Financial liability at amortised cost

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gain and Losses are recognised in the Statement of Profit and Loss when the liabilities are de-recognised as well as through the EIR amortisation process. The EIR amortisation is included as finance cost in the Statement of Profit and Loss.

ii) Financial liability at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified

as held for trading if they are incurred for the purpose of repurchasing in the near period. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

De-recognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another, from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

16 Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

As a lessee, the Company determines the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

If modifications or reassessments occur, the lease liability and right of use asset are re-measured. Right of use assets are depreciated over the shorter of the useful life of the asset or the lease term.

D Use of Estimates and management judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income and expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgements are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

1 Useful life of Property, Plant and Equipment

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the Industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Useful life of assets is determined in accordance with Schedule II of the Companies Act, 2013. The Company reviews at the end of each reporting date the useful life of property, plant and equipment.

2 Recoverable amount of Property, Plant and Equipment

The recoverable amount of Property, Plant and Equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows associated with the property, plant and equipment. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

3 Provisions and Contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events requires best judgment by management regarding the probability of exposure to potential loss. If circumstances change following unforeseeable developments, then this likelihood could alter.

4 Income Taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets/liabilities. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the standalone financial statements.

5 Impairment of Financial assets

The impairment Provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

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NOTE NO. '2' PROPERTY, PLANT & EQUIPMENT

As at 31.03.2025

(Rs. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2024	Additions	Deductions	As at 31.03.2025	As at 01.04.2024	For the Period	Deductions/ Adjustments	Up to 31.03.2025	As at 31.03.2025	As at 31.03.2024
Office Equipments	1.87	1.10	-	2.97	0.17	1.24	-	1.42	1.55	1.69
Furniture & Fittings	4.25	-	-	4.25	0.15	1.06	-	1.21	3.03	4.09
Computer	2.84	-	-	2.84	1.51	0.84	-	2.35	0.49	1.33
Right to use of assets	25.24	-	-	25.24	1.87	4.97	-	6.84	18.40	23.37
TOTAL	34.20	1.10	-	35.30	3.70	8.11	-	11.82	23.48	30.50
Previous year	1.88	32.32	-	34.20	1.15	2.55	-	3.70	30.50	0.73

NOTE NO. '3' INTANGIBLE ASSET

As at 31.03.2025

(Rs. in Lakhs)

DESCRIPTION OF ASSETS	GROSS BLOCK				AMORTIZATION & IMPAIRMENT				NET BLOCK	
	As at 01.04.2024	Additions	Deductions	As at 31.03.2025	As at 01.04.2024	For the Period	Deductions/ Adjustments	Up to 31.03.2025	As at 31.03.2025	As at 31.03.2024
WEB- PORTAL	5.50	-	-	5.50	1.27	0.55	-	1.82	3.68	4.23
TOTAL	5.50	-	-	5.50	1.27	0.55	-	1.82	3.68	4.23
Previous year	5.50	0.00	0.00	5.50	0.73	0.55	0.00	1.27	4.23	4.77

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(Figs in Lakhs)

NOTE NO. '03' OTHER Financial non-CURRENT ASSETS

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Security Deposit	2.00	-
Total	2.00	-

NOTE NO. '04' DEFERRED TAX ASSETS (Net)**Major components of deferred tax balances**

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Deferred Tax Liabilities		
i) Difference between accounting and tax depreciation (cumulative)		-
ii) Disallowances under section 43B for Lease	0.10	
TOTAL	0.10	-
Deferred Tax Assets		
i) Difference between accounting and tax depreciation (cumulative)	0.90	0.63
ii) Disallowances under section 43B for non payment of expenses	-	0.00
iii) Disallowances for leases	-	-
TOTAL	0.90	0.63
Closing Net Deferred Tax Liabilities/(Assets)	(0.80)	(0.63)

NOTE NO. '05' INVENTORIES

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Stock in Trade		
Precious/Semi-Precious Gems Stones	238.02	238.02
(For method of valuation please refer note 1. C. 3)		
Total	238.02	238.02

NOTE NO. '06' TRADE RECEIVABLES

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Trade Receivables considered good - Unsecured	126.81	32.18
Total	126.81	32.18
Debts due by private companies in which any director is a director or a member.	122.18	14.71

Trade Receivables ageing schedule

(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total as at 31.3.2025
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3	
(i) Undisputed Trade receivables – considered good	126.81	-	-	-	-	126.81
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	0
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	0
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	0

Trade Receivables ageing schedule

(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total as at 31.3.2024
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3	
(i) Undisputed Trade receivables – considered good	32.18	-	-	-	-	32.18
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	0
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	0
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	0

NOTE NO. '07' CASH AND CASH EQUIVALENTS

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
A. Balances with Banks		
-Current Account	98.95	76.83
B. Cash On Hand	1.24	0.54
Subtotal	100.19	77.38
C. Bank Balances other than above		
In term deposit with original maturity more than 3months but less than 12 months	72.52	80.46
Total	172.71	157.84

NOTE NO. '08' OTHER CURRENT ASSETS

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Prepaid Expenses	0.28	0.10
Advance to Creditor	62.02	56.68
Interest Accrued on FD	1.00	-
GST Receivable	6.48	8.95
Total	69.79	65.73

NOTE NO. '09' EQUITY SHARE CAPITAL

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Authorized		
40,00,000 (40,00,000) Equity shares of Rs 10 each	400.00	400.00
	400.00	400.00
Issued		
31,00,000 (31,00,000) Equity shares of Rs 10 each	310.00	310.00
	310.00	310.00
Subscribed and fully Paid		
31,00,000 (31,00,000) Equity Shares of Rs 10/- each fully paid	310.00	310.00
Total	310.00	310

09.1- Terms and rights attached to equity shares:

The Company has only one class of shares referred to as equity shares having a par value of Rs 10/- Each Holder of equity shares is entitled to one vote per share and dividend as and when declared by the Company.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after the distribution of all preferential amounts.

The distribution will be in proportion to the number of equity shares held by the shareholders.

09.2 Reconciliation of Number of Shares Outstanding	Shares (In Nos.)	
Particulars	As at 31st March, 2025	As at 31st March, 2024
At the beginning of the year	3,100,000	3,100,000
Issued During the year	-	-
Redeemed during the year	-	-
Forfeited during the year	-	-
At the end of the year	3,100,000	3,100,000

09.3- Movements in equity share capital:

Nil shares are issued as bonus shares, for consideration other than cash and bought back during the period of five years immediately preceeding the reporting date.

09.4 - Details of Shareholder's holding more than 5% * of each class of shares issued by the Company -

Name of the shareholder	As at 31st March, 2025		As at 31st March, 2024	
	No. of Shares	% of holding	No. of Shares	% of holding
Veena Ranjith	534,657	17.25%	534,657	17.25%
Ranjith Soman	1,390,990	44.87%	1,390,990	44.87%

As per records of the company including its register of shareholders/members.

09.5 -Details of Shareholding of Promoters:

Shares held by promoters at the end of the year				
S. No	Promoter name	As at 31 March, 2025		% Change during the year
		No. of Shares	%of total shares	
1	Ranjith Soman	1,390,990	44.87	-
2	Veena Ranjith	534,657	17.25	-
3	Rajat Ranjith Vaidyar	144,526	4.66	-
4	Riya Ranjith Vaidyar	54,864	1.77	-
	Total	2,125,037	68.55	

Shares held by promoters at the end of the year				
S. No	Promoter name	As at 31 March, 2024		% Change during the year
		No. of Shares	%of total shares	
1	Ranjith Soman	1,390,990	44.87	-
2	Veena Ranjith	534,657	17.25	0.19
3	Rajat Ranjith Vaidyar	144,526	4.66	4.66
4	Riya Ranjith Vaidyar	54,864	1.77	1.77
	Total	2,125,037	68.55	

NOTE NO. '10' OTHER EQUITY

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
<u>Reserve and Surplus</u>		
(i) Capital Reserve	1.42	1.42
(ii) General Reserve	2.50	2.50
(iii) Retained Earnings		
Opening Balance	96.25	47.96
Net Profit (loss) after tax transferred from Statement of Profit & Loss	45.85	49.03
Closing Balance	142.09	96.99
Total	146.01	100.91

Nature and purpose of other reserves

(I) Capital Reserve

It is a reserve of a corporate enterprise which is not available for distribution as dividend. The reserve will be utilised in accordance with the provisions of the Act.

(ii) General Reserve

General reserve is used for strengthening the financial position and meeting future contingencies and losses.

NOTE NO. '11' Non- Current Financial Liabilities : BORROWING

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Loan from related parties		
Unsecured Loan		
Loan from Directors	61.88	57.61
Loan from Related Party	-	-
Total	61.88	57.61

Terms of Repayment of loan:

The above interest free borrowing made by the company from the directors are repayable on or before 5 years from the date of borrowing.

NOTE NO. '12' Lease Liabilities

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Non- Current Financial Liabilities	16.89	21.33
Current Financial Liabilities	1.12	-
Total	18.01	21.33

Disclosure as per the requirement of Ind AS 116:

The movement in lease liabilities during the year ended 31.03.2025 and 31.03.2024 as follows:

Particulars	As at 31.3.2025	As at 31.3.2024
Balance at the beginning	21.33	-
Additions	-	25.24
Interest expense on lease liabilities	2.08	0.59
Deletions	-	-
Cash outflow of lease liabilities	5.4	4.5
Balance at the end	18.01	21.33

The following amounts recognised in profit or loss:

Particulars	As at 31.3.2025	As at 31.3.2024
Depreciation charge for the ROU Asset	4.97	1.87
Interest expense on lease liabilities	2.08	0.59
Expenses related to short term leases	2.83	2.55
	9.88	5.01

NOTE NO. '13' Other Non- Current Liabilities

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Deferred liability	12.00	16.29
Total	12.00	16.29

NOTE NO. '14' TRADE PAYABLES

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
For Services rendered		
(I) Due to Micro Enterprises and Small Enterprises		
a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year		
b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year		
c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006		
d) the amount of interest accrued and remaining unpaid at the end of each accounting year;		
e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.		
(II) Other than Micro Enterprises and Small Enterprises	76.43	20.51
Total	76.43	20.51

Trade Payables ageing schedule

(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total as at 31 March, 2025
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	76.43	-	-	-	76.43
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Trade Payables ageing schedule

(Rs. in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total as at 31 March, 2024
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	20.39	0.12	-	-	20.51
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

NOTE NO. '15' OTHER CURRENT LIABILITIES

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Statutory Liabilities	1.92	0.49
Advance from Debtors	8.54	0.00
Other payable	2.24	-
Total	12.70	0.49

NOTE NO. '16' CURRENT TAX (NET)- ASSETS/ (LIABILITIES)

PARTICULARS	As at 31st March, 2025	As at 31st March, 2024
Taxes Paid	10.28	13.89
Provision of Income tax	(10.54)	(8.84)
Total	(0.26)	5.04

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(Figs in Lakhs)

Note No. 17:- Revenue from Operations

PARTICULARS	For the Year Ended 31st March, 2025	For the Year Ended 31st March, 2024
Operating revenues		
- Tour & Travel Operations		
Hotel Services		
Transportation		
Tour booking	77.63	44.96
Commission and Services Charges	3.49	0.64
Trading of Precious/Semi-Precious Stones (Gems and Jewellery)		
- Sales Revenue	-	108.26
Works Contract services (Construction)		
Professional fees	460.22	344.44
Total	541.34	498.30
Other Operating Revenue		
- Tour & Travel Operations		
Incentives	-	0.01
Grand Total	541.34	498.31

Note No. 18:- Other Income

PARTICULARS	For the Year Ended 31st March, 2025	For the Year Ended 31st March, 2024
Interest Earned*	9.16	4.67
Total	9.16	4.67

Note No. 19:- Cost of sales

PARTICULARS	For the Year Ended 31st March, 2025	For the Year Ended 31st March, 2024
Tour Booking expense		
- Domestic Air ticket	53.30	26.21
- International Air ticket	0.00	2.46
- Hotel booking	10.21	4.19
- Train ticket	2.13	2.09
-Tour Package	9.93	
-Vehicle Hiring Charges	0.91	
- Service & booking charges	3.16	8.54
	0.00	
Sub- Contract charges	378.29	251.68
Total	457.93	295.18

Note No. 20: Changes in Inventories of Stock in trade

PARTICULARS	For the Year Ended 31st March, 2025	For the Year Ended 31st March, 2024
Precious/Semi- Precious Stones (Gems & Jewellery)		
Opening Stock	238.02	349.46
Closing Stock	238.02	238.02
(Increase)/Decrease in Inventories	-	111.43

Note No. 21:- Finance Costs

PARTICULARS	For the Year Ended 31st March, 2025	For the Year Ended 31st March, 2024
Interest expense	6.37	3.94
Other Borrowing Cost		
-Bank Charges	0.10	-
Total	6.47	3.94

Note No. 22:- Employee Benefits

PARTICULARS	For the Year Ended	For the Year Ended
	31st March, 2025	31st March, 2024
(a) Salaries and incentives	14.11	12.20
(b) Contributions to - - Provident Fund & Employee state insurance	-	-
(c) Gratuity	-	-
(d) Staff welfare expenses	-	0.00
Total	14.11	12.20

Note on Social Security Code: The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. Certain sections of the Code came into effect on 3rd May 2024. However, the final rules/interpretation have not yet been issued. The Company will evaluate the Code and its rules, assess the impact, if any and account for the same once they become effective.

Note No. 23:- Depreciation and amortisation expense

PARTICULARS	For the Year Ended	For the Year Ended
	31st March, 2025	31st March, 2024
Depreciation	8.11	1.41
Amortisation of Intangible	0.55	1.40
Total	8.66	2.81

Note No. 24:- Other Expenses

PARTICULARS	For the Year Ended	For the Year Ended
	31st March, 2025	31st March, 2024
Payment to Auditors		
- for Statutory audit Fees	0.75	0.75
Telephone & Telex Expenses	0.44	0.25
Travelling & Conveyance Expenses	0.06	0.12
Brokerage paid	0.00	0.45
Professional Charges	10.81	7.38
Repair & Maintance	0.13	4.41
Printing & Stationery Expenses	0.49	1.10
Office & Administrative Expenses	0.45	0.79
Postage, Courier and Freight expenses	0.01	0.01
Membership & Subscription	0.42	0.43
Rent Expense	2.83	2.55
Advertising Expense	1.68	1.14
BSE Listing Fees	3.25	3.25
Computer Maintenance expense	-	0.30
Other Expenses	2.80	0.63
Total	24.12	23.57

NOTE NO. '25' EARNINGS PER SHARE

PARTICULARS	For the Year Ended	For the Year Ended
	31st March, 2025	31st March, 2024
a) Amount used as the numerator profit after tax. (Rs. in Lacs)	45.85	49.03
b) Weighted average number of equity shares used as the denominator in computing basic earning per share. (Nos.)	3100000	3100000
Weighted average number of shares used in computing Diluted Earning per Share (Nos.)	3100000	3100000
c) Nominal value per share (Rs.)	10	10
d) Earnings Per Share:		
- Basic (Rs.)	1.48	1.58
- Diluted (Rs.)	1.48	1.58

Note no 26. Disclosure as per Ind AS 12 'Income Tax'**a) Income Tax Expense****i) Income Tax recognised in statement of profit & loss account.****(Rs. in Lakhs)**

Particulars	31 March 2025	31 March 2024
Current Tax Expenses		
Current year	10.54	17.00
Adjustment for earlier year	(17.00)	1.07
Total current Tax expenses	(6.46)	18.07
Deferred tax		
Deferred Tax Expenses including MAT Credit		-
Deferred Tax Expenses on depreciation and amortisation	(0.17)	0.41
Total Deferred Tax Expenses	(0.17)	0.41
Total Income tax expense	(6.63)	18.48

ii) Reconciliation of tax expense and accounting profit multiplied by India's domestic rate**(Rs. in Lakhs)**

Particulars	31 March 2025	31 March 2024
Profit before tax	39.21	67.51
Tax using the company tax rate of 25.168%	9.88	16.99
Tax effect of :		
Non deductible tax expenses	3.78	1.77
Deductable tax expenses	3.12	2.15
Income tax at special rate	-	-
Tax relating to prior years	(17.00)	1.07
Others		0.38
Tax adjusted against B/f losses		-
Deferred Tax expense	(0.17)	0.41
Total	(6.63)	18.48
Income tax expense	(6.63)	18.48

Note no. 27- Disclosure as per Ind AS 24 'Related party Disclosures'

As per IND AS 24, the disclosures of transactions with the related parties as defined are given below:

1. Relationships**a) Associate Companies/ Concerns: Nil****b) Key Management personnel:**

Mr. Ranjith Soman (Managing Director)

Mrs. Veena Ranjith (Director)

Mr. Rajat Ranjith Vaidyar (Director)

Ms. Rajpriya Khandelwal (Company Secretary, date of cessation- 08-04-2024)

Ms. Prachi Gupta (Company Secretary, date of appointment- 06-07-2024, date of cessation- 14-10-2024)

Ms. Khushi Khandelwal (Company Secretary, date of appointment- 14-11-2024, date of cessation- 05-04-2025)

Mrs. Shalaka Gopale (Chief financial officer)

c) Relatives of Key management personnel and their enterprises where transactions have taken place.

i) Beaver Infra Consultants Private Limited

ii) Caster Projects Private Limited

d) Independent/Non Executive Director

Mr. Rajan Balkrishna Raichura

Mr. Praveen Kumar Munta

Mr. Ravi Sellappan, Date of resignation – 30/10/2023

Mr. Venkata Siva Teja Yarlaga Date of appointment – 27/01/2024

2. Transactions carried out with related parties referred in (1) above, in ordinary course of business:**(Rs. in Lakhs)**

Nature of Transaction	Key Management Personnel		Relatives of Key management personnel and their enterprises	
	2024-25	2023-24	2024-25	2023-24
Borrowing received		55.00		0.00
Borrowing repaid				(3.00)
Income				
Sale of travel tickets and allied services	-	-	28.94	26.34
Professional income	-	-	469.68	187.31
Interest income	4.29	-	-	-
Expenses				
Rent	2.83	2.75	-	-
Remuneration	6.60	6.20	-	-
Interest expense	4.28	3.23	-	0.12
Outstanding Balances				
Trade Receivables	-	-	122.18	14.71
Advance from Debtors	-	-	-	-
Borrowing	61.88	57.61	-	-

Note No. 28. Disclosure as per IND AS- 37 "Provisions, Contingent Liabilities and Contingent Assets"

(a) Details of contingent liabilities are as under:-

The Contingent Liability for the year - Nil (P.Y- Nil)

Note No. 29. Disclosure as per Ind AS 107 'Financial instrument disclosure'**A) Capital Risk Management**

For the purpose of the company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the company's capital management is to maximise shareholder value. The company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The company monitors capital using capital gearing ratio, which is total debt divided by total capital plus debt .

Particulars	31.03.2025	31.03.2024
Borrowings		
Current		-
Non current	61.88	57.61
Debt	<u>61.88</u>	<u>57.61</u>
Equity		
Equity share capital	310.00	310.00
Other Equity	146.01	100.91
Total Capital	<u>456.01</u>	<u>410.91</u>
Gearing Ratio in % (Debt/Capital)	<u>0.14</u>	<u>0.14</u>

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025 and 31 March 2024

B) Financial risk management**Financial risk management**

The Company's Financial Risk Management is an integral part of how to plan and execute its business strategies. The Company's financial risk management is set by the Managing Board of Directors.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments.

Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

Risk Management framework

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Risk management is carried out by the board of directors. The Board of Directors identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity.

1. Market Risk**Interest Rate Risk**

Interest rate risk is the risk that the fair value of the future cash flows of the financial instrument will fluctuate because of changes in market interest rates. In order to manage the interest rate risk, the board of directors performs a comprehensive corporate interest rate risk management by balancing the proportion of fixed interest rate and floating rate financial instruments in its total portfolio.

The company does not have any significant market risk in view of the financial instruments held by the company.

2. Credit risk

Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assess financial reliability of customers, taking into account the financial condition, current economic trends, and ageing of accounts receivable.

3. Liquidity Risk

The Company's objective is to maintain optimum levels of liquidity to meet its cash and collateral requirements.

The Group is not exposed to liquidity risk. It has surplus funds with banks and does not anticipate any problem in obtaining external funding in the foreseeable future when the need arises.

The following are the contractual maturities of non-derivative financial liabilities, based on contractual cash flows:

Particulars	As at 31 st March 2025					(Rs. in Lakhs)
	On Demand	3 Month or Less	3-12 Months	1-5 years	More than 5 years	Total
Other Liabilities	-	-	-	-	-	-
Trade and Other Payables	-	76.43	-	-	-	76.43

Particulars	As at 31 st March 2024					(Rs. in Lakhs)
	On Demand	3 Month or Less	3-12 Months	1-5 years	More than 5 years	Total
Other Liabilities	-	-	-	-	-	-
Trade and Other Payables	-	20.19	0.20	0.12	-	20.51

Note No. 30. Disclosure as per Ind AS 113 'Fair Value Measurement'**Fair Value Hierarchy**

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. Listed and actively traded equity instruments are stated at the last quoted closing price on the National Stock Exchange of India Limited (NSE).

Level 2 - The fair value of financial instruments that are not traded in active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. The fair value of the financial assets and liabilities included in Level 3 is determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions and dealer quotes of similar instruments. This level includes foreign exchange forward contracts and investments in unquoted equity instruments.

There has been no transfer in either direction in this year or the previous year.

a) Financial instruments by category

(Rs. in Lakhs)

Particulars	31-Mar-25		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets			
Trade Receivables	-	-	126.81
Cash And Cash Equivalents	-	-	100.19
Bank balances other than (ii) above	-	-	72.52
Others	-	-	-
Financial Liabilities			
Borrowing	-	-	61.88
Trade payables	-	-	76.43
Others	-	-	-

(Rs. in Lakhs)

Particulars	31-Mar-24		
	FVTPL	FVTOCI	Amortised Cost
Financial Assets			
Trade Receivables	-	-	32.18
Cash And Cash Equivalents	-	-	77.38
Bank balances other than (ii) above	-	-	80.46
Others	-	-	-
Financial Liabilities			
Borrowing	-	-	57.61
Trade payables	-	-	20.51
Others	-	-	-

b) Fair value of financial assets and liabilities measured at amortized cost

(Rs. in Lakhs)

Particulars	31 st March 2025		31 st March 2024	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets				
Trade Receivables	126.81	126.81	32.18	32.18
Financial Liabilities				
Borrowing	61.88	61.88	57.61	57.61
Trade Payables	76.43	76.43	20.51	20.51
Other financial Liabilities	-	-	-	-

Note No. 31. Disclosure as per IND AS- 115 "Revenue from Contracts with Customers"

The Company presents revenues net of indirect taxes in its statement of Profit and loss.

Revenue from operations for the year ended March 31, 2024 and March 31, 2023 is as follows:

(Rs. in Lakhs)

Particulars	2024-25	2023-24
Revenue from Tour and Travel Operations	81.12	45.61
Revenue from Sale of precious/semi precious stones	-	108.26
Revenue from Construction activities	460.22	344.44
Revenue from Operations	541.34	498.31

Form No. MGT-11**(PROXY FORM)**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014) Name of the member (s):
 E-mail Id:..... Registered address:
 Folio/Client Id:..... DP ID:

I/we, being the member (s) having..... Shares of the above named company, hereby appoint: 1) Name.....R/o..... having e-mail id..... (Signature)or failing him 2) Name.....R/o..... having e-mail id..... (Signature)or failing him 3) Name.....R/o..... having e-mail id..... (Signature) as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Saturday, 28th September, 2024 at Shop-10, PL-22 Lakhani's Dolphin Sector-13, New Panvel, Raigarh, Navi Mumbai Maharashtra at 04.00 P.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions	Type of Resolution	Mark(✓)
	Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements for the financial year ended 31 st March, 2024 and the report of the Board of Directors and Auditors thereon.	Ordinary	
2.	Re-appointment of Ms. Veena Ranjith (DIN: 02187295) as a Director, liable to retire by rotation	Ordinary	
	Special Business		
3.	Appointment of Mr. Venkata Siva Teja Yarlagadda (DIN: 10480811) as Independent Director of the company.	Special	
4.	To approve Related Party Transaction	Ordinary	

* Please put a (✓) in the appropriate column against the resolutions indicated in the Box. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Signed this.....day of 2024

Rs. 1/-
Revenue Stamp

Signature of Shareholders

Signature of First proxy

Signature of Second proxy

Attendance Slip

Shareholders attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 35th ANNUAL GENERAL MEETING of the Company at Shop-10, PL-22 Lakhani Dolphin Sector-13, New Panvel, Raigarh, Navi Mumbai-410206 (Maharashtra), at 04:00 P.M. on Saturday, the 28th September, 2024.

.....
Full name of the ShareholderSignature(in block capitals)

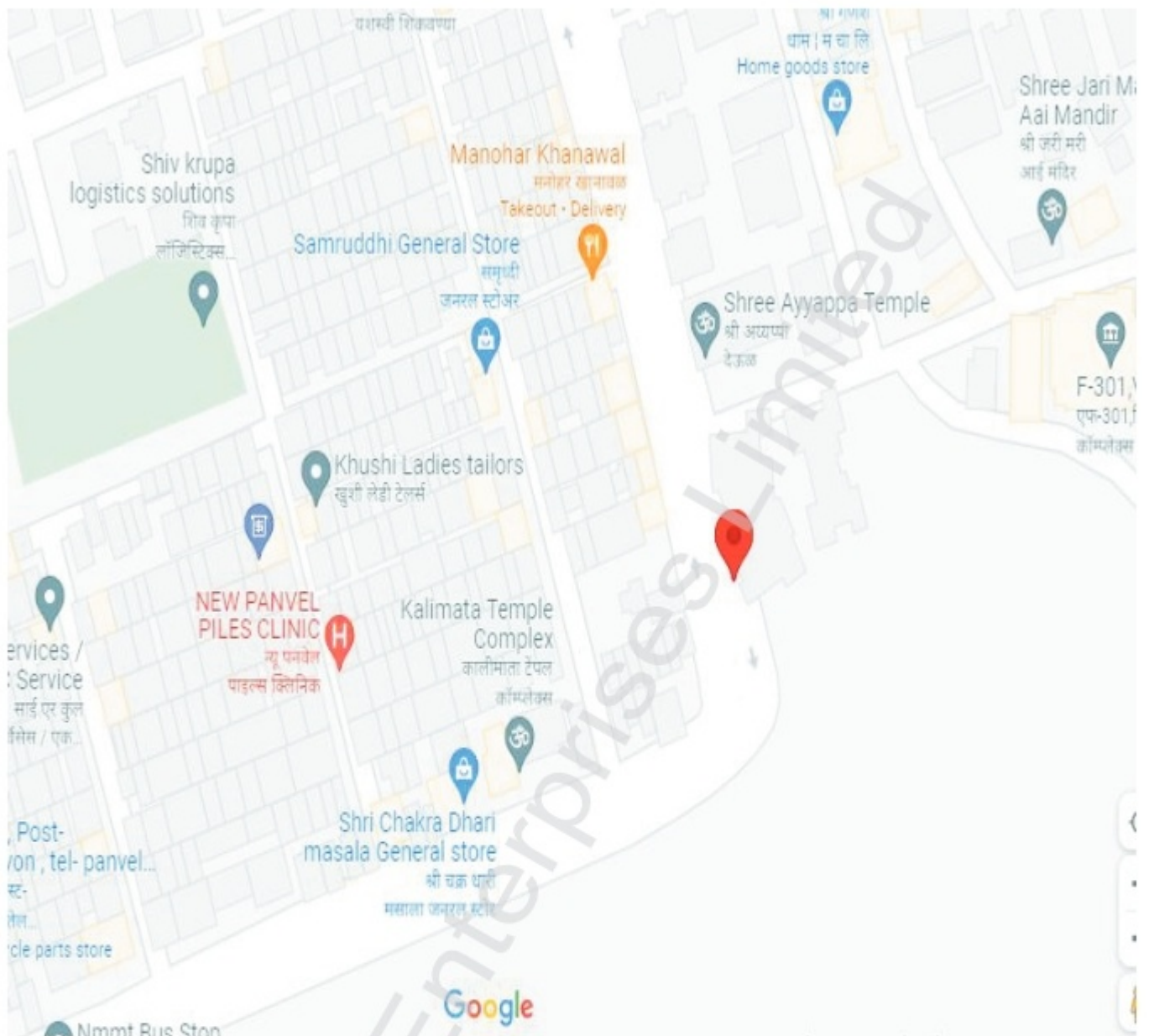
FolioNo...../DP IDNo.*&

Client ID No.*.....

* Applicable for members holding shares in electronic form.

.....
Full name of Proxy Signature(in block capitals)

NOTE: Shareholder/Proxyholder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting

Venue of the Meeting:**YAAN ENTERPRISES LIMITED**

Shop-10, PL-22 Lakhani's Dolphin Sector-13, New Panvel Raigarh,
Navi Mumbai - 410206, Maharashtra

Tel.: 022-27469921 **Website:** www.yaanenterprises.com

E-mail: finance@yaanenterprises.com