B S D & CO.
Chartered Accountants

Head Office:
No 14/3, 10th 'C' Main,
Jayanagar 1st Block, Bengaluru- 560 011, India.

Tel: 080- 4851 7108/ 4218 4686
E-mail: bangalore@bsdgroup.in

INDEPENDENT AUDITORS' REPORT

To the Members of
M/s. Dharni Consulting Private Limited:

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **M/s. Dharni Consulting Private Limited** ("the company"), which comprise the Balance Sheet as at 31st March 2025, the Statement of Profit and Loss, the Statement of changes in Equity for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the company as at 31st March 2025, and its profit for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. 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 there under, 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.

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 the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditors' report thereon. The Boards' Report is expected to be made available to us after the date of this auditor' report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it is made available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our

audit or otherwise appears to be materially misstated.

If, 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.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the 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 Standards on Auditing 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 Standards on Auditing (SAs), we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

• Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control systems.



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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by Section 143 (3) of the Act, 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 except for the matters stated in paragraph (h)(v) below on reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014.

   (c) The Balance Sheet, the Statement of Profit and Loss and the 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 Indian Accounting Standards (Ind As) specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the board of directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

(f) Our observation relating to maintenance of accounts and other matters connected therewith are stated in clause (b) above on reporting under Section 143(3) (b) and clause (h)(vi) below on reporting under Rule 11(g).

(g) With respect to the adequacy of the Internal Financial Controls over Financial Reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure – B'.

(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:

i. The Company does not have any pending litigations which would impact its financial Statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. The management has represented that, to the best of its knowledge and belief

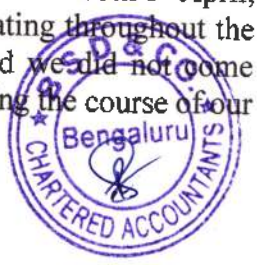
a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) No funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded inwriting or otherwise, that the company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security, or the like on behalf of the Ultimate Beneficiaries, and

c) Based on such audit procedures that has been considered reasonable and appropriate in the circumstances performed by us on the Company, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv) (a) and (iv) (b) contain any material mis-statement.

d) No dividend has been declared or paid during the year by the company

i. Based on our examination, the company has used Tally accounting software for maintaining its books of account wherein the accounting software has the audit trail feature enabled from 10th October, 2024 onwards. Except for the period from 1st April, 2024 to 10th October, 2024, the audit trail facility has been operating throughout the period for all relevant transactions recorded in the software and we did not come across any instance of audit trail feature being tampered with during the course of our audit.



As audit trail feature is enabled first time during the current year, reporting on this clause will be applicable from next Financial Year.

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For B S D & Co.
Chartered Accountants
Firm Registration No. 000312S

Place: Bengaluru
Date:28th April,2025

Rishav Saraf
Partner
Membership No.:230591
UDIN: 25230591BMLAWW1809

ANNEXURE – A TO THE INDEPENDENT AUDITORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2025

Referred to in paragraph 6(1) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date.

1.

The company does not have any tangible and intangible assets. Hence this clause 1(a) to 1(d) is not applicable.

e) According to the information and explanations given to us and on the basis of our examination of the records of the company, 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 (45 of 1988 as amended in 2016) and rules made thereunder.

2.

a) According to the records of the Company examined by us and the information and explanations given to us, the Company does not hold any inventories. Thus, paragraph 3(ii)(a) of the Order is not applicable to the Company.

b) The Company has not been sanctioned working capital limits in excess of ₹ five crore in aggregate from banks or financial institutions during the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company and hence not reported upon.

3. 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 provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. The company has made investments in other companies during the year.

(a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted any loans to subsidiary during the year.

B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted loans to a party other than subsidiaries during the year.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.

(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 has not granted any loans. Thus, paragraph 3(iii)(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 the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.



(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans repayable on demand or without specifying any terms or period of repayment.

4. According to the information and explanation given to us, during the year, the company has not granted any loans or provided any guarantees or security to the parties covered under section 185 of the Companies Act, 2013. The Company has complied with the provisions of section 185 and 186 of the Act to the extent applicable.

5. According to the information and explanations given to us, the company has not accepted any deposits from the public within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.

6. The Company is not in the business of sale of any goods or provision of such services as prescribed. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.

7. a) According to the information and explanation given to us, the company, in general, is regular in depositing undisputed statutory dues (wherever applicable) including provident fund, employee's state insurance, income tax, sales tax, service tax, goods &service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues with appropriate authorities. As at the end of the year there were no statutory dues which were outstanding for a 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 dues of income tax, duty of customs, goods and service tax, which have not been deposited on account of any dispute.

8. According to information and explanations given to us, there are no transactions which are not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9. (a) According to the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

   (b) According to the information and explanations given to us and on the basis of our audit procedures, as the company has not raised any loans from banks or financial institution during the year. Hence reporting on clause of the Order is not applicable.

   (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 has not taken any term loan from any lender during the year and there are no unutilised term loans at the beginning of 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 the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on short-term basis have been used for long-term purposes by the company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries or associate companies.

10. a) The company has not made any initial public offer during the year.

b) The company has made preferential allotment or private allotment of shares or convertible debentures (fully, partially or optionally convertible) during the year.

11.

a) According to the information and explanations given to us, no fraud by the company and no fraud on the company by its officers/employees has been noticed or reported during the year under report.

b) No report under sub-section (12) of section 143 of the Companies Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) No whistle-blower complaints have been noticed or brought to our notice during the year.

12. As the company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, therefore the provisions of clause 3(xii) of the Order is not applicable to the company.

13. According to the information and explanation given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

14. (a) In our opinion and according to the information and explanation given to us, internal audit is not applicable to the company.

15. According to the information and explanations given to us, during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

16. (a) The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and the Company has obtained the required registration.

BSD & CO. Bengaluru CHARTERED ACCOUNTANTS

(b) According to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations provided by the management of the Company, during the course of audit, the Company (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) does not have any CIC.

17. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Ind AS financial statements, 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 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.

20. The company does not have any unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Companies Act. Accordingly, clauses xx (a) and (b) of the Order are not applicable.

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For B S D & Co.
Chartered Accountants
Firm Registration No. 000312S

Bengaluru
28th April, 2025.

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

Rishav Saraf
Partner
Membership No.:230591
UDIN: 25230591BHLAWW1809

ANNEXURE –B TO THE INDEPENDENT AUDITOR'S REPORT FOR THE YEAR ENDED 31ST MARCH, 2025

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 M/s. Dharni Consulting Private Limited, Bangalore ('the Company') as of March 31, 2025 in conjunction with our audit of the Ind AS 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 authorizations of management and directors of the company; and (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

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For B S D & Co.
Chartered Accountants
Firm Registration No. 000312S

Bengaluru
28th April, 2025.

Rishav Saraf
Partner
Membership No.:230591
UDIN: 25230591BMLAWW1809

DHARNI CONSULTING PRIVATE LIMITED
Unit 816,7th Floor,Oxford tower, Old Airport Road, Kodihalli
Bangalore-560008
CIN:U74999KA2022PTC160562

Balance Sheet as at 31st March, 2025

Amount in Lacs

Particulars	Note No.	As at 31.3.2025	As at 31.03.2024
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	1,143.18	600.00
(b) Capital work-in-progress			
Current assets			
(a) Inventories			
(b) Financial Assets			
(i) Investments		-	-
(iii) Cash and cash equivalents	4	8.78	387.56
(ii) Trade receivables	5	26.08	0.00
(iv) Others financial Assets			
(c) Other current assets	6	0.04	0.00
Total Assets		**1,178.08**	**987.56**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	7	801.00	801.00
(b) Other Equity	8	73.41	16.86
Liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	277.84	-
(ii) Trade payables	10	-	166.99
Total outstandng due to micro and small enterprises			
Total outstandng due of creditors other than micro and small enterprises			
(iii) Other financial liabilities (other than those specified in item (c))			
(b) Other current liabilities	11	24.03	0.20
(c) Provisions	12	1.80	2.51
(d) Current Tax Liabilities (Net)		-	-
Total Equity & Liabilities		**1,178.08**	**987.56**

See accompanying notes to the financial statements

As per our report of even date attached.

For B S D & Co.,
Chartered Accountants
Firm Regn No: 000312S

CA. Rishav Saraf
Partner
Membership Number: 230591
UDIN-25230591BMLAWW1809
Place: Bangalore
Date: 29 APR 2025

For and on behalf of Board of Directors
Dharni Consulting Private Limited

Hemant Dharnidharka

Hemant Dharnidharka
Director
DIN: 07190229

Preeti Saraogi

Preeti Saraogi
Director
DIN: 07339758

DHARNI CONSULTING PRIVATE LIMITED

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
Unit 816,7th Floor,Oxford tower, Old Airport Road, Kodihalli
Bangalore-560008
CIN:U74999KA2022PTC160562

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

Amount in Lacs

	Particulars	Note No.	For the Year ended 31st March 2025	For the Year ended 31st March 2024
I	Revenue From Operations	13	51.25	-
II	Other Income	14	140.15	31.53
III	Total Income (I+II)		**191.40**	**31.53**
IV	**EXPENSES**			
	Cost of materials consumed		-	-
	Employee benefits expense	15	47.68	-
	Finance costs		-	-
	Depreciation and amortization expense		-	-
	Other expenses	16	68.14	9.01
	Total expenses (IV)		**115.82**	**9.01**
V	Profit/(Loss) Before Tax (III-IV)		**75.58**	**22.52**
VI	**Tax Expense:**			
	(1) Current Tax	12	19.03	5.66
	(2) Deferred Tax		-	-
	(3) Tax of Earlier Years		-	-
VII	Profit (Loss) for the Period (V-VI)		**56.55**	**16.86**
VIII	**Other Comprehensive Income**			
	(i)Items that will not be reclassified to Profit/Loss			
	-Additional Depreciation due to change in estimate		-	-
	(ii) Income tax relating to above			
	-Deferred Tax on above		-	-
	(i) Items that will be reclassified to Profit/Loss		-	-
	(ii) Income tax relating to above		-	-
IX	Other Comprehensive Income for the Period			
X	Total Comprehensive Income for the Period (VII+IX)		**56.55**	**16.86**
X	Earnings per Equity Share			
	(1) Basic	17	**0.07**	**0.04**
	(2) Diluted			

See accompanying notes to the financial statements

As per our report of even date attached.

For B S D & Co.,
Chartered Accountants
Firm Regn No: 000312S

For and on behalf of Board of Directors
Dharni Consulting Private Limited

CA. Rishav Saraf
Partner
Membership Number: 230591
UDIN-25230591BMLAWW1809
Place: Bangalore
Date: 28 APR 2025

Hemant Dharnidharka
Director
DIN: 07190229

Preeti Saraogi
Director
DIN: 07339758

DHARNI CONSULTING PRIVATE LIMITED

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
Unit 816,7th Floor,Oxford tower, Old Airport Road, Kodihalli
Bangalore-560008
CIN:U74999KA2022PTC160562

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

Amount in Lacs

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit\(loss) Before Tax	75.58	22.52
Adjustments for:		
Depreciation	-	-
Interest & Finance Charges	(140.15)	(31.53)
Operating Profit before Working Capital Changes	**(64.57)**	**(9.01)**
Adjustments for:		
Decrease/(Increase) in Receivables	(26.08)	-
Increase/(Decrease) in Short term Borrowings	277.84	-
Increase/(Decrease) in Payables	(166.99)	167.19
Increase/(Decrease) in other current assets	(0.04)	-
Increase/(Decrease) in Other current liabilities	23.83	-
Increase/(Decrease) in short term provisions	(0.71)	2.51
Cash generated from operations	**43.28**	**160.69**
Income Tax paid	19.03	5.66
Net Cash flow from Operating activities	**24.25**	**155.03**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Additions of property, plant and equipments	(543.18)	(600.00)
Decrease/(Increase) other non-current assets	-	-
Net Cash used in Investing activities	**(543.18)**	**(600.00)**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase\(Decrease) in Long term Borrowings	-	-
Increase\(Decrease) in Other Financial liabilities	-	-
Increase in Share Capital	-	800.00
Interest paid	140.15	31.53
Net Cash used in financing activities	**140.15**	**831.53**
Net change in cash & Cash Equivalents(A+B+C)	**(378.78)**	**386.56**
Cash and Cash equivalents at Beginning of the year	387.56	1.00
Cash and Cash equivalents at the end of the year	8.78	387.56
Net change in cash & Cash Equivalents	**(378.78)**	**386.56**

Note:
1.Cash Flow Statement has been prepared under Indirect Method as set out in Indian Accounting Standard 7.

As per our report of even date attached.

For B S D & Co.,
Chartered Accountants
Firm Regn No: 000312S

CA. Rishav Saraf
Partner
Membership Number: 230591
UDIN - 25230591BMLAWW1809
Place: Bangalore
Date: 28 APR 2025

For and on behalf of Board of Directors
Dharni Consulting Private Limited

Hemant Dharnidharka
Director
DIN: 07190229

Preeti Saraogi
Director
DIN: 07339758

DHARNI CONSULTING PRIVATE LIMITED
Statement of Changes in Equity for the year ended 31.03.2025

A. Equity Share Capital

Authorised equity share capital

Particulars	Number of shares	Amount (in Lacs)
As at 31st March 2024	8,10,00,000	810.00
Increase during the financial year 2024-25	-	-
As at 31st March 2025	**8,10,00,000**	**810.00**

Subscribed and Paid up share capital

Particulars	Note No	Number of shares	Amount (in Lacs)
As at 31st March 2024	3	**8,01,00,000**	**801.00**
Increase during the financial year 2024-25		-	-
As at 31st March 2025		**8,01,00,000**	**801.00**

B. Other Equity

	Reserves and Surplus			
	Securities Premium Reserve	General Reserve	Retained Earnings	Total
Balance at the 31st March 2024	-	**16.86**	-	**16.86**
Changes in accounting policy or prior period errors	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-
Current Year Profit/ Loss	-	56.55	-	56.55
Other Comprehensive Income	-	-	-	-
Any other change (to be specified)	-	-	-	-
Balance at the 31st March 2025	-	**73.41**	-	**73.41**

As per our report of even date attached.

For B S D & Co.,
Chartered Accountants
Firm Regn No: 000312S

CA. Rishav Saraf
Partner
Membership Number: 230591
UDIN - 25230591BMLAWW1809
Place: Bangalore
Date: 28 APR 2025

For and on behalf of Board of Directors
Dharni Consulting Private Limited

Hemant Dharnidharka

Hemant Dharnidharka
Director
DIN: 07190229

Preeti Saraogi

Preeti Saraogi
Director
DIN: 07339758

DHARNI CONSULTING PRIVATE LIMITED

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
NOTES ANNEXED TO AND FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2025

Note No.	Particulars
1	**Corporate Information:** The Company was incorporated on 27-04-2022. The Company Identification Number (CIN) alloted to the company is U74999KA2022PTC160562. The company is engaged in to act as advisors, investors in various kinds of properties. Providing technical and management consultancy services in various fields and to undertake part in the management supervision or control of the business or operation of any person, firm, body corporate, association or other undertaking.
2	**Significant accounting policies:** **a) Basis of Preparation and Presentation of Financial Statements** The financial statements of the company have been prepared in accordance with the Indian Accounting Standards("Ind AS") as notified by the Ministry of corporate Affairs pursuant to section 133 of the companies Act, 2013 ("Act") , the companies (Indian Accounting Standards) Rules, 2015, as amended, and other applicable provisions of the Act. The financial statements of the company for the year ended March 31, 2024, are the first financials prepared in compliance with Ind AS recognition and measurement principles. The Balance Sheet, Statement of Profit and Loss and Statement of Changes in Equity have been prepared and presented in the format prescribed in the Division II of the Schedule III to the Companies Act, 2013. Statement of cash flows has been prepared and presented as per the requirements of Ind AS 7 Statement of Cash Flows. The disclosure requirements with respect to the items in the Balance Sheet and Statement of Profit and Loss Account are presented by way of notes forming part of financial statements. The Company has considered a period of twelve months as the operating cycle for classification of assets and liabilities as current and non-current. **Basis of Measurement** These financial statements have been prepared based on accrual and going concern principles following the historical cost conventions except for those financial assets and liabilities that are measured at fair value. **b) Key Estimates & Assumptions** In preparing these Ind AS compliant financial statements, the Management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities (including contingent liabilities), income and expenses. The Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable and a continuous evaluation is done on the estimation and judements based on historical experience and other factors. **c) Foreign Currency Translations and Transactions** Foreign currency transactions are translated into the functional currency using the exchange rates on the dates of the transactions. Foreign exchange gain and loss arising from the settlement of these transactions, and from the translation of monetary assets and liabilities at the reporting date exchange rates are recognised in the statement of Profit and Loss. Non - monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate on the date of the transaction. The company has not entered into any foreign exchange forward contracts during the year. **d) Inventories** Value of inventories are measured at lower of cost or net realisable value. The cost of inventories is assigned by using First in first out method. **e) Revenue recognition** i) Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are exclusive of Goods and Services Tax and net of returns and trade allowances, if any. ii) Revenue is recognized based on the nature of the activity to the extent it is probable that the economic benefit will flow to the company and the revenue can be reliably measured with the reasonable certainty of its recovery. Export incentives, if any, from Government is accounted for on receipt basis.

Hemut Dhirdhada

Preeti Sarogi

DHARNI CONSULTING PRIVATE LIMITED

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

f) Share Capital

Ordinary shares are classified as equity. Costs directly attributable to issuance of new ordinary shares are charged to profit and loss account on the basis of predetermined period in equal proportions.

g) Taxes on Income

Income tax expense/income comprises of current income tax expense/income and deferred tax expense/income. It is recognised in the statement of Profit and Loss except to the extent it relates to the items directly recognised in Other Comprehensive Income or in Equity.

Current tax is the expected income tax payable/recoverable in respect of the taxable profit/(tax loss) for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised in respect of temporary differences between the carrying values of assets and liabilities for financial reporting purposes and the amount used for tax purposes.

h)Provisions and Contingent Liabilities

Provisions are recognised when the company has a present obligation(legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows specific to the liability, using a current pre-tax rate that reflects the current market assessment of the time value of money and risks specific to the obligation. The unwinding of the discount is recognised as finance cost.

Contingent liabilities are disclosed in the notes to the financial statements 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 an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Provisions and Contingent Liabilities are reviewed at each Balance Sheet date and adjusted to reflect the best estimates.

i) Segment Information

i) The Company provides Financial and Management Consulting Services.

j) Related Party Disclosures

a) Individuals having control and relatives

- Preeti Saraogi	(Director) Key Managerial Person
- Hemant Dharnidharka	(Director) Key Managerial Person

Details of related party transactions during the year

Transactions during the year (Net)	2024-25	2023-24
Payment to Key Managerial Personnel & their relatives		
Loan From Dharni Capital Services Limited (Holding Company)	107.84	800.00
Loan From Hemant Dharnidharka (Director)	170.00	-

Earnings per share

Basic earnings per share has been calculated by dividing the profit/(loss) attributable to ordinary equity holders by the weighted average number of ordinary shares outstanding during the year. For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares.

Hemant Dharnidharka

Preeti Saraogi

DHARNI CONSULTING PRIVATE LIMITED

BSD & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
CIN:U74999KA2022PTC160562

Note No	Particular	31.03.2025	31.03.2024
3	**Property, Plant & equipment**		
	Land & CWIP		
	Gross Block		
	Opening block	600.00	600.00
	Addition during the year	543.18	-
	Deduction during the year	-	-
	Closing block	**1,143.18**	**600.00**
4	**Cash & Bank Balances**		
	Cash and Cash equivalents		
	Cash in Hand	0.29	0.20
	Balance with Banks		
	Bank	0.88	1.00
	Fixed Deposits with IDFC Bank	7.61	386.36
		8.78	**387.56**
5	**Trade Receivables**		
	Sundry Debtors		
	(a) Total outstanding dues of micro, small and medium enterprises.	-	-
	(b) Total outstanding dues of other payables other than micro small and medium enterprises.	26.08	-
		26.08	-

Ageing schedule of Trade Receivables	**31.03.2025**	
	< 6 months	**> 6 months**
Undisputed dues - MSME	-	-
Undisputed dues - Others	26.08	-
Disputed dues - MSME	-	-
Disputed dues - Others	-	-
	26.08	-

6	**Other Current Assets**		
	TDS by clients FY 24-25	14.75	-
	TDS on IDFC FD 2024-25	0.32	-
	Advance Tax	4.00	-
	GST : Input	-	-
	Less: Provision for taxes	-19.03	-
	Total	**0.04**	-

Hemant Dharidhula

Preeti Saroogi

DHARNI CONSULTING PRIVATE LIMITED

BSD & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
CIN:U74999KA2022PTC160562

Note No	Particulars	31.03.2025	31.03.2024
7	**Share Capital**		
	i) Authorised share capital		
	8,10,00,000 (31.03.2024: 8,10,00,000) of Rs. 1/- each	810	810
		810	**810**
	ii) Issued, subscribed & fully paid share capital		
	8,01,00,000 ((31.03.2024: 8,01,00,000) Equity shares	801	801
		801	**801**

The Company has one class of equity shares having a par value of Rs.1/-. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held. The dividend, if any, is proposed by the Board is subject to approval by the Share Holders. The dividend is declared and paid in Indian Rupees. Every holder of equity shares present at a meeting in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Details of share holders holding more than 5% shares

Name of the Share Holder	31.03.2025		31.03.2024	
	No. of shares	%age	No. of shares	%age
Dharni Capital services Limited	80,99,999	99.99%	80,99,999	99.99%
Preeti Saraogi	1	0.01%	1	0.01%

Disclosure of Shareholding of Promoters:

Name of the Promoter	31.03.2025		31.03.2024	
	No. of shares	%age	No. of shares	%age
Dharni Capital services Limited	80,99,999	99.99%	80,99,999	99.99%
Preeti Saraogi	1	0.01%	1	0.01%

Reconciliation of no. of shares	No. of shares	
	31.03.2025	31.03.2024
Shares outstanding as at the beginning of the year	8,01,00,000	1,00,000
Less : Brought-back	-	-
Add : Issued	-	8,00,00,000
Shares outstanding as at the end of the year	**8,01,00,000**	**8,01,00,000**

8	**Reserves & Surplus**		
	Opening Balance	16.86	0.00
	Add: Profit transferred from Statement of Profit & Loss	56.55	16.86
	Closing Balance	**73.41**	**16.86**
9	**Long Term Borrowings**		
	Secured Loan (Non current maturities)	-	-
	Undsecured Loan (Current maturities)	277.84	-
		277.84	-

Hemant Dhandhukia Preeti Saraogi

DHARNI CONSULTING PRIVATE LIMITED

BSD & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
CIN:U74999KA2022PTC160562

Note No	Particulars	31.03.2025	31.03.2024
10	**Trade Payable**		
	Sundry Creditors		
	(a) Total outstanding dues of micro, small and medium enterprises.	-	-
	(b) Total outstanding dues of other payables other than micro small and medium enterprises.	-	166.99
		-	**166.99**

Ageing schedule

Particulars	31th March 2024			
	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	Total
Undisputed dues - MSME	-	-	-	-
Undisputed dues - Others	-	166.99	-	-
Disputed dues - MSME	-	-	-	-
Disputed dues - Others	-	-	-	-
	-	**166.99**	-	-

11	**Other Payable**		
	Audit Fees Payables	0.25	0.20
	Salary Payables	18.80	-
	Employee Contribution PF	0.70	-
	PT Payables	0.10	-
	TDS Payables : Salary	0.14	-
	GST Payables	4.04	-
		24.03	**0.20**
12	**Short Term Provisions**		
	Other Provisions		
	Provision for Retirement Benefit	1.80	-
	Provision for Taxation	-	5.66
	Less :- Tax Deducted at Source	-	-3.15
		1.80	**2.51**

Hemant Dharidlla Preeti Sawaagi

DHARNI CONSULTING PRIVATE LIMITED

BSD & CO. Bengaluru CHARTERED ACCOUNTANTS

DHARNI CONSULTING PRIVATE LIMITED
CIN:U74999KA2022PTC160562

Note No	Particulars	31.03.2025	31.03.2024
13	**Revenue From Operations**		
	Sale of Services		
	Professional Fee Received	51.25	-
		51.25	-
14	**Other Incomes**		
	Interest From Manyata Developers Pvt Ltd.	69.09	22.19
	Interest From Total Green Homes LLP	68.12	9.34
	Interest Income - IDFC FD	1.13	-
	Short Term Capital Gain on Debt MF	1.81	-
		140.15	**31.53**
15	**Employee Benefit Expenses**		
	Employee Benefit Expenses	47.68	-
		47.68	**0.00**
16	**Other Expenses**		
	Commission Paid	16.00	-
	Professional fee Paid	48.31	0.64
	Technical fee	0.14	-
	Bank Charges	-	-
	MCA Fees	0.07	8.17
	Audit Fees	0.46	0.20
	Conveyance Expenses	1.22	-
	PT Annual Charges	0.03	-
	Hospitality Expenses	1.69	-
	PF filing Charges	0.04	-
	Interest Paid on Income Tax	0.18	-
		68.14	**9.01**
17	**Earning Per Share (i.e Basic EPS)**		
	Number of Equity Share at the beginning of the year	8,01,00,000	1,00,000
	Number of Equity Share at the end of the year	8,01,00,000	8,01,00,000
	Weighted Average Number of Equity Shares Outstanding during the year (A)	8,01,00,000	3,94,93,717
	Face Value of Equity Share each	1	1
	Profit After Tax available for Equity Shareholders (B)	56.55	16.86
	Basic Earning Per Share (B/A)	**0.071**	**0.043**

Hemant Dhirajlal

Preeti Sarogi

DHARNI CONSULTING PRIVATE LIMITED

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS

18 Ratios

Particular	Numerator	Denominator	Current Period	Previous Period	Change in Ratio > 25%	Reason
Current Ratio (in times)	Total Current Assets	Total Current Liabilities	0.115	2.284	-95%	Note (i)
Debt-Equity Ratio (in times)	Debt consists of Loan	Total Equity	0.318	-	100%	Note (ii)
Debt Service Coverage Ratio (in times)	Earning Available for Debt Service = Net profit before Taxes	Debt Service = Interest & Lease Payment + Principal Payment	NA	NA	-	-
Return on Equity Ratio (in %)	Net Profit After Tax	Average Total Equity	4.41%	4.12%	7%	-
Inventory Turnover Ratio	Sales	Average Inventory	NA	NA	-	-
Trade Receivables Turnover Ratio (in	Revenue from Operations	Average Trade Receivable	393%	0%	100%	Note (iii)
Trade Payables Turnover Ratio (in	Net Credit Purchases	Average Trade Payable	81.61%	10.79%	656%	Note (iv)
Net Capital Turnover Ratio (in times)	Revenue from Operations	Average Working Capital = Total Current	445.93	-	100%	Note (v)
Net Profit Ratio (in %)	Profit After Tax	Revenue from Operations	110%	0%	100%	Note (v)
Return on Capital Employed (in %)	Profit Before Interest and Tax	Capital Employed = Net Worth + Total Debt + Deferred Tax Liability	8.64%	2.75%	214%	Note (v)
Return on Investment (in %)	Income Generated from Invested Funds	Net Income on Investment/Cost of	NA	NA	-	-

Note (i) - Decrease is on account of decrease in cash balances and increase in borrowings
(ii) Increase is on account of new loan provided during current year.
(iii) Increase is on account of increase in trade receivables balances during the year.
(iv) Increase is on account of decrease in trade payables balances during the year.
(v) Increase is on account of Increase in revenue during the year.

As per our report of even date attached.

For B S D & Co.,
Chartered Accountants
Firm Regn No: 000312S

CA. Rishav Saraf
Partner
Membership Number: 230591
UDIN - 25230591BMLAWW1809
Place: Bangalore
Date: 28 APR

For and on behalf of Board of Directors
Dharni Consulting Private Limited

Hemant Dharnidharka
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DHARNI CONSULTING PRIVATE LIMITED

B S D & CO. Bengaluru CHARTERED ACCOUNTANTS