



FRUITION VENTURE LIMITED

30th **ANNUAL REPORT** *2024*

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CORPORATE INFORMATION

Registered Office: 1301, Padma Tower-1, Rajendra Place, New Delhi-110008

T : 011-45084858, W: www.fruitionventure.com

Board of Directors

Name	DIN	Designation
Nitin Aggarwal	01616151	Managing Director
Krishan Kumar Aggarwal	02452405	Non-Executive Director
Shefali Kesarwani	10259458	Independent Director
Amit Singh Tomar	10063772	Independent Director

Key Managerial Person

1. Mr. Jitenter Kumar Chief Financial Officer
2. Arihant Sukhlecha Company Secretary & Compliance Officer

Statutory Auditors:

Sunil K Gupta & Associates, Chartered Accountants (FRN-002154N)
4232/1 Ansari Road, Darya Ganj New Delhi-110002

Secretarial Auditor

M/s Jinu Jain, Company Secretaries
4C,103, Vartalok Apartments, Vasundhara, Ghaziabad, UP-201012

Internal Auditor

Ms. Pooja Mittal, Chartered Accountant

Bankers:

HDFC Bank
AU Small Finance Bank
Kotak Mahindra Bank

Registrar & Transfer Agent

RCMC Share Registry Pvt Ltd
B-25/1, 1st Floor, Phase-2, Okhla Industrial Area, New Delhi-110020
E : investor.services@rcmcdelhi.com

Message from the Desk of Managing Director

Dear Shareholders,

It is a pleasure to address you today as we mark a significant milestone in the journey of Fruition Venture Limited. Originally known for our strength in trading of commodities, we have taken bold steps this year to diversify and expand our horizons.

I am proud to announce that we have successfully ventured into the manufacturing and marketing of consumer goods. This strategic move marks a new chapter for our company as we aim to tap into growing markets and meet evolving consumer demands.

With the installation of state-of-the-art injection moulding machines, we have commenced the production of high-quality plastic products. This expansion not only enhances our business portfolio but also strengthens our commitment to innovation and excellence.

We look forward to your continued support as we navigate this exciting new phase of growth and success together.

Nitin Aggarwal

Managing Director



NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTIETH (30TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF THE FRUITION VENTURE LIMITED ('THE COMPANY') WILL BE HELD ON MONDAY, 30TH SEPTEMBER, 2024 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO -VISUAL MEANS ('OAVM') TO TRANSACT THE FOLLOWING BUSINESS. THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY AT 1301, PADMA TOWER-1, RAJENDRA PLACE, NEW DELHI-110008

ORDINARY BUSINESS:**ITEM NO.1: ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024**

To consider and adopt the Financial Statements of the Company consisting of the Standalone Balance Sheet, Statement of Profit and Loss Account and Cash Flow Statement for the Financial Year Ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.

ITEM NO. 2: APPOINTMENT OF DIRECTOR TO RETIRE BY ROTATION

To appoint a director in place of Mr. Nitin Aggarwal (DIN: 01616151) who is liable to retire by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:**ITEM NO. 3: INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION IN CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION**

To consider and, if thought fit to pass, with or without modification(s) the following Resolution for increase of authorized capital of company as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013, including rules notified thereunder, as may be amended from time to time (including any statutory modification or re-enactment thereof for the time being in force); the consent of the members of the Company be and is hereby accorded, to increase Authorised Share Capital of the Company from Rs. Rs. 4,00,00,000 divided into 40,00,000 Equity Shares of Rs. 10/- each to Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 Equity Shares of Rs. 10/- each by creation of 60,00,000 (Sixty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each.

"RESOLVED FURTHER THAT pursuant to provisions of Section 13, 61 and 64 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and rules framed thereunder; the consent of the members of the Company be and is hereby accorded, for substituting Clause V Of the Memorandum of Association of the Company with the following clause:

V. The Authorized Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 100,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each.

“RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.

**For and on Behalf of the Board of Directors
For Fruition Venture Limited**

Sd/-
Nitin Aggarwal
Managing
Director
DIN-01616151

Date: 02.09.2024
Place: Delhi

NOTES:

1.In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM, participate thereat, and cast their votes through e voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5.Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited for facilitating voting through electronic means, as

the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by CDSL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.fruitionventure.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.cdslindia.com

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

8. Being appointment/re-appointment at the meeting, a brief resume along with the details of other Directorship and Shareholding in the Company of Board of Directors pursuant to in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards issued by the Institute of Company Secretaries of India, are provided as an annexure to this Notice.

9. Members holding shares in physical form may send scan copy of a signed request, letter in prescribed form ISR-1 available on the website of the Company, mentioning the folio number, complete address, email address to be registered along with scanned self-attested copy of the PAN and any document (such as Driving License, Passport, Bank Statement, AADHAR) supporting the registered address of the Member, by email to the Company's email address at cs@fruitionventure.com

10. Book Closure: The Register of Members and Share Transfer Books of the Company will remain closed 24th September, 2024 to 30th September, 2024 for the purpose of the Annual General Meeting. The Record date/Cut-off date to determine the eligibility of members for the purpose of voting is 23rd September, 2024.

11. All the documents, transfers, dematerialization requests and other communications in relation thereto should be addressed direct to the Company's Registrar and Transfer Agent, M/s RCMC Share Registry Private Limited at the address mentioned below:

RCMC Share Registry Private Limited

B-25/1, 1st Floor, Phase-II

Okhla Industrial Area,

Phase -2, Near Rana Motors

New Delhi -110020.

011-26387320, 26387321

Email: investor.services@rcmcdelhi.com

12. The Equity Shares of the Company are listed on BSE Limited. The Company confirms that it has paid Annual Listing Fees to the said exchanges for the year 2023-24.

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

to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company.

14. Since this AGM is being held through VC/OAVM facility, physical attendance of the members has been dispensed with. Accordingly, the facility to appoint proxy to attend and cast vote for the Members is not available at this AGM and hence Proxy Form and Attendance slips are not annexed to this Notice.

15. As per MCA above mention circulars, the Notice of the AGM has been sent through electronic mode to all members. The statutory Registers, as applicable to the company, are available for inspection of the Members through electronic mode. Members desiring inspection of a Saturday Registers during the AGM may send their request in writing to the Company at cs@fruitionventure.com

16. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

17. The Board of Directors of the Company has appointed **Ms. Jinu Jain, Practicing Company Secretary (FCS-9058 | CP: 10379)**, of M/s Jinu Jain Company Secretaries, as the Scrutinizer to scrutinize the process for remote e Voting and e-Voting at the AGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.

18. The Scrutinizer shall, immediately after the conclusion of the AGM, count the votes cast through e-Voting at the AGM, thereafter unblock the votes cast through remote e-Voting and make, not later than two (02) working days in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, from conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman or to a person authorized by the Chairman in writing who shall countersign the same.

19. The Results declared along with the report of the Scrutinizer shall be forwarded to the Stock Exchange i.e BSE Limited, where the shares of the Company are listed. The Results shall also be simultaneously be placed on the website of the Company at www.fruitionventure.com and on the website of CDSL www.cdslindia.com

21. The Chairman or the person authorized by him in writing shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the Results of the voting and the date of passing of result on the resolutions shall deem to be the date of the AGM.

22. Voting through Electronic means:

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central depository Services Limited (CDSL).

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

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

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

(i) The voting period begins on 27th September, 2024 at 9:00A.M. (IST) to 29th September, 2024 at 5:00 P.M.(IST) 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 30th August,2024 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings 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	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsI website www.cdslindia.com and click on login icon & New System Myeasi Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is

<p>Depository</p>	<p>in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<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.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.

- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<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; (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss

due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

- 7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting. Mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.**
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered
Invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

- 1.** For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@fruitionventure.com/RTA email id investor.services@rcmcdelhi.com
- 2.** For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**.
- 3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**
If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

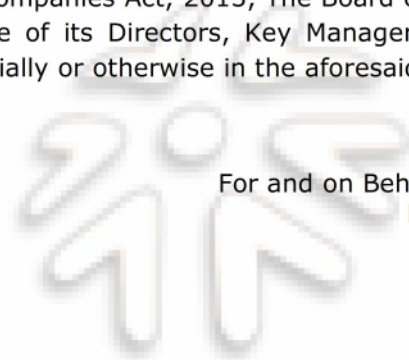
All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**Item No. 3:**

The Existing Authorized Share Capital of the Company is Rs. 4,00,00,000/- (Rupees Four Crore Only) divided into 40,00,000 (Forty Lakh only) Equity Shares of Rs. 10/- (Rupees ten only). The Company proposes to increase its authorized share capital to Rs. 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore) equity shares of Rs. 10/- each by creation of 60,00,000 (Sixty Lakh) Equity Shares of Rs. 10/- (Rupees Ten only).

The increase in the Authorized Share Capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company. Pursuant to Section 13 and 62 the Companies Act, 2013, alteration of the Capital Clause requires approval of the members of the Company by way of passing a Ordinary Resolution to that effect. The Directors accordingly recommend the resolution at set out in Item No. 3 for your approval as an Ordinary resolution.

Pursuant to Section 102 of Companies Act, 2013, The Board of Directors of the Company do hereby confirm that none of its Directors, Key Managerial Personnel and relatives thereof are interested, financially or otherwise in the aforesaid resolution.



For and on Behalf of the Board of Directors
For Fruition Venture Limited

Sd/-
Nitin Aggarwal
Managing Director
DIN-01616151

Date: 02.09.2024
Place: Delhi

Directors' Report

To

The Members of Fruition Venture Ltd.

Your directors have pleasure in presenting the 30th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2024.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

(Amount in lakhs)

Particulars	Financial Year ended 31st March, 2024	Financial Year ended 31st March, 2023
Net Sales /Income from Business Operations	16.08	434.92
Other Income	13.83	8.00
Total Income	29.90	442.91
Less:-Expense	52.89	458.06
Profit before Tax	-22.99	-15.15
Net Profit after Tax	-35.83	8.32
Other Comprehensive Income	6.01	-12.94
Net Profit for the year	-29.82	-4.62
Amount transferred to General Reserve	-	-
Balance carried to Balance Sheet	-29.82	-4.62

2. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

- **Company performance-**

During the year ended 31st March, 2024 under review the total income of the Company was Rs29.90 Lakh as against Rs 442.91 Lakh for year ended 31st March, 2023. The Company having a net loss of Rs. 29.82 Lakh for the year ended 31st March, 2024 against a loss of 4.62 Lakh for year ended 31st March, 2023.

- **State of company affairs-**

The Company is engaged in the business of trading and manufacturing of commodities. During the current year, the company has commissioned injection moulding machines for manufacturing of plastic products. Detailed information on the operations of the Company and details on the state of affairs of the Company are covered in the Management Discussion and Analysis Report attached to this report.

Your Management is putting in their best efforts to improve the performance of the Company. The Company is performing well and therefore future prospects looks bright and, in the years, to come, the Company will strive to achieve the projected profitability and increase its scale of operation.

- **Change in nature of Business of the Company**

The company was previously engaged in the trading of commodities. During the year the company has diversified its business activities and commissioned injection moulding machines to manufacture plastic products.

- **Material changes and commitment if any affecting the financial position of the company occurred between the end of the financial year to which this financial statements relate and the date of the report**

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

3. DIVIDEND

No dividend is being recommended for this year due to loss.

4. SHARE CAPITAL

The Paid up Equity Share Capital as on 31st March, 2024 was Rs. 4,00,00,000 (Rs. Four crore only).

5. SHARES

a) Bonus Shares

Nil Bonus Shares were issued during the year under review.

b) Buyback shares

The Company has not bought back any of its securities during the year under review.

c) Sweat Equity shares

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

d) Employees Stock Option Plan

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

6. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

7. INDIAN ACCOUNTING STANDARDS (IND-AS)

Financial Statements of your Company for the financial year ended 31st March, 2024, are prepared in accordance with Indian Accounting Standards (IND-AS), as notified under Section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

8. FIXED DEPOSITS

The Company has not invited deposits from public in accordance with the Section 73 and 74 of the Companies Act, 2013

9. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any Subsidiary, Joint venture or Associate Company as on 31st March, 2024.

10. CORPORATE GOVERNANCE

The Company is not required to submit Corporate Governance Report as the equity share capital and net worth of the Company is less than required limits as on the last date of the previous financial year. Provided that where the provision of the Act becomes applicable to the Company at a later date, the Company shall comply with the requirements within six months from the date on which the provisions become applicable to the Company.

11. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company has adopted a Risk Management Policy after identifying the elements of risks which in the opinion of the Board may threaten the very existence of the Company itself. The policy for Risk Management is attached on the website of Company.

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

Provisions of Corporate Social Responsibility are not applicable on Company.

13. MANAGEMENT DISCUSSION & ANALYSIS

Management Discussion and Analysis as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of this Annual Report. It speaks about overall industry structure, global and domestic economic scenarios, developments in business operations, internal controls and their adequacy, risk management systems and other material developments during the Financial Year 2023-24.

14. ANNUAL SECRETARIAL COMPLIANCE REPORT

Secretarial standard Compliance Report for the financial year ended 31 March, 2024 was not applicable on our company.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated in Section 134(3)(m) of the Companies Act, 2013 and rules framed there under is enclosed herewith as "**Annexure - 1**".

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The detail of Loan and Investments made by Company as at end of the financial year is as under:

Amount in Lakhs

Description	Loans/Advance/ Investments		Loans/Advance/ Investments	
	as 31.03.2024	at	as 31.03.2023	at
Advances	7.76		2.76	
Investment	17.29		11.27	

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

There were contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review and details are enclosed herewith as "**Annexure - 2**". Policy on related party contracts and arrangements is attached on the website of Company with link of the company.

18. COMPANY'S POLICY RELATING TO DIRECTORS' APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

In terms of the provisions of Section 178(3) of the Act and provisions of Listing Agreement/ Listing Regulations, the Nomination & Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. In line with this requirement, the Board has adopted the Policy on Board Diversity and Director Attributes is attached on the website of Company with link of the Company.

Nomination And Remuneration Policy and Remuneration Policy for Directors, Key Managerial Personnel and other employees is attached on the website of Company.

19. DECLARATION OF INDEPENDENT DIRECTORS

Pursuant to provisions of Section 134(3)(d) of the Companies Act, 2013, with respect to statement on declaration given by Independent Directors under Section 149(6) of the Act and under Regulation 16 and 25 of SEBI Listing Regulations, the Board hereby confirms that all the Independent Directors of the Company have given a declaration and have confirmed that they meet the criteria of Independence and there has been no change in the circumstances affecting their status as Independent Director of the Company.

The Company has also received a declaration from all the Independent Directors that they have registered their names in the Independent Director data bank and pass/exempt requisite proficiency test conducted by Ministry of Corporate Affairs.

After undertaking a due assessment of their disclosures, in the opinion of the Board of Directors, all the Independent Directors fulfilled the requirements of the Companies Act, 2013 and the Listing Regulations and were Independent of the management of the Company.

20. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

The detail of programs for familiarization of Independent Directors with the Company, their roles, rights, responsibilities in the Company and related matters are put up on the website of the Company.

21. BUSINESS RESPONSIBILITY REPORT

Your Company is not required to submit Business Responsibility Report for the year ended 31st March, 2024 as stipulated under Regulation 34 of the SEBI Listing Regulations, Provided that where the provision of the Act becomes applicable to the Company at a later date, the Company shall comply with the requirements within stipulated time from the date on which the provisions become applicable to the Company.

22. EXTRACT OF ANNUAL RETURN

The Annual Return of the Company as on 31st March, 2024, in prescribed e-form MGT-7 in accordance with Section 92(3) of the Act, read with Section 134(3)(a) of the Act, is available on the Company's website at <http://www.fruitionventure.com> Further the Annual Return (i.e. e-form MGT-7) for the FY24 shall be filed by the Company with the Registrar of Companies, Delhi, within the stipulated period and the same can also be accessed thereafter on the Company's website at <http://www.fruitionventure.com>

23. DEMATERIALIZATION OF SHARES

Trading in the Equity Shares of the Company is only permitted in the dematerialized form as per the Securities and Exchange Board of India (SEBI) circular dated May 29, 2000. The Company has established connectivity with both the Depositories viz. National Security Depository Ltd. (NSDL) as well as Central Depository Services (India) Ltd. (CDSL) to facilitate the demat trading. As on 31st March, 2024, 73.79% of the Company's Share Capital is in dematerialized form.

The ISIN allotted to the equity shares of the Company is INE836C01015. The Company's shares are frequently traded on BSE Limited.

24. SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

There were no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

There were no proceedings initiated/pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year under review.

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

There are no instances of one time settlement during the financial year under review.

26.PARTICULARS OF EMPLOYEES:-

The Percentage increase in remuneration, ratio of remuneration of each director and key Managerial Personnel (KMP) as required under Section 197(12) of the Companies Act , 2013, read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 form part of **Annexure-3** to this Board report.

The Company has three employee as of March 31st 2024 excluding directors.

27.NUMBER OF BOARD MEETINGS

The Company had Twelve (12) Board meetings during the financial year under review. The Maximum interval between any two meetings did not exceed 120 days as prescribed by the Companies Act, 2013. Details are as follows:

S.No.	Date of Board Meeting
1.	14 th April, 2023
2.	10 th May, 2023
3.	29 th May, 2023
4.	14 th August, 2023
5.	25 th August, 2023
6.	26 th August, 2023
7.	29 th September, 2023
8.	14 th October, 2023
9.	14 th November, 2023
10.	27 th November, 2023
11.	15 th January, 2024
12.	14 th February, 2024

Meeting for Independent Director for financial year 2023-24 was held on 14th November, 2023.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Details of Directors:

Sl. No	Name	Designation
1	Mr. Nitin Aggarwal	Managing Director
2	Mr. Krishan Kumar Aggarwal	Director
3	Ms. Shefali Kesarwani	Independent Director
4	Mr. Amit Singh Tomar	Independent Director

Details of KMP:

In terms of Section 203 of the Act, the following are Key Managerial Personnel of your Company:

Sl. No	Name	Designation
1	Mr. Arihant Sukhlecha	Company Secretary & Compliance Officer
2	Mr. Jitender Kumar	CFO

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. The following substantive Committees constituted by the Board function according to their respective roles and defined scope:

- **Audit Committee of Directors**

SL. NO.	Date of meeting
1	10.05.2023
2	29.05.2023
3	14.08.2023
4	25.08.2023
5	14.11.2023
6	14.02.2024

Total six meetings held during this year. During these meetings the Committee discussed the annual results, the half-yearly results and the quarterly results and shared the items discussed with the Supervisory Board. Other topics discussed included the Management Board's methods for the assessment of the effectiveness of the design and operation of the company's internal risk and control systems, new and proposed legislative initiatives related to accounting, auditing and financial reporting, tax planning, tax strategy and monitoring, the company's compliance with rules and regulations, the company's Code of Conduct and Whistle-blower Policy.

- **Nomination and Remuneration Committee**

SL. NO.	Date of meeting
1	14.04.2023
2	25.08.2023
3	26.08.2023
4	29.09.2023
5	27.11.2023

During the meetings the Remuneration and Appointment Committee reviewed the company's General Remuneration Policy. It also outlined proposals for the remuneration of the individual members of the Management Board. Other duties included regulations in relation to remuneration policies and the preparation of the Remuneration Report.

- **STAKEHOLDERS RELATIONSHIP COMMITTEE**

During the year under review investor grievances were taken care of.

28. PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board has carried out an annual performance evaluation of its Independent Directors and the Independent Directors also evaluated the performance of Non- Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process. The Board of Directors also evaluated the functioning/performance of Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, expressed satisfaction with their functioning/performance.

29. DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

The remuneration paid to the Directors is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Act (including any statutory modification(s) or re-enactment(s) for the time being in force) and Regulation 19 of the SEBI Listing Regulations. The salient aspects covered in the Nomination and Remuneration Policy has been outlined in the Corporate Governance Report which forms part of this report.

The Managing Director of your Company is not drawing remuneration from the Company. The information required under Section 197 of the Companies Act, 2013 read with Rule 5(1), 5(2) & 5(3) of the Companies(Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/employees of the Company and a statement showing the names of top ten employees of the Company in terms of remuneration drawn and other particulars of the employees drawing remuneration in excess of the limits set out in said rules are given in "Annexure - 3" to this Report.

The remuneration paid to the Directors is in accordance with the Remuneration Policy formulated in accordance with Section 178 of the Act and Regulation 19 of the SEBI Listing Regulations (including any statutory modification(s) or reenactment(s) thereof for the time being in force).

30. Auditors

- **STATUTORY AUDITORS**

M/s Sunil K Gupta & Associates, Chartered Accountants, New Delhi have been appointed as the statutory auditor for a period of five years from the conclusion of 29th Annual General Meeting.

- **SECRETARIAL AUDIT**

Under the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder M/s Jinu Jain, Company Secretaries, Practicing Company secretary has given secretarial audit report for financial year 2023-24, secretarial audit report forms part of the Board Report as **Annexure -4**.

- **INTERNAL AUDIT**

Pursuant to provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rule, 2014 as amended from time to time, the Company is required to appoint an internal auditor of the Company to conduct internal audit of the functions and activities of the Company. In compliance with the above provisions, your Company has complied with the provisions.

- **INTERNAL FINANCIAL CONTROLS**

The Company has internal control procedures and sufficient internal control checks considering the size and nature of its business and the Board of Directors are of the view that those controls are adequate with reference to the financial statements.

- **Cost Records and Cost Audit**

Requirement of Cost Audit as stipulated under the provisions of Section 148 of the Act, are not applicable for the business activities carried out by the Company.

31.VIGIL MECHANISM AND WHISTLE BLOWER POLICY

The Company has adopted a Vigil Mechanism and Whistle Blower Policy, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

32.DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

Statement under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 Pursuant to the legislation The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has a Policy on Prevention of Sexual Harassment at Workplace.

Your Company has constituted an Internal Complaints Committee (ICC) to investigate and resolve sexual harassment complaints.

The Company in its endeavour for zero tolerance towards any kind of harassment, including sexual harassment, or discrimination at the workplace has in accordance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

During the year under review, the Company has not received any complaint under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

33. CODE OF CONDUCT

As prescribed under the provisions of Section 149 of the Companies Act, 2013 read with Schedule IV thereto and Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for its Board of Directors and senior management and employees, the Company has formulated a comprehensive Code of Conduct (the Code). The Code is applicable to Directors and senior management and employees to such extent as may be applicable to them depending upon their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz. Customer Value, Integrity, one team and Excellence.

A copy of the Code has been uploaded on the Company's website. The Code has been circulated to all the Directors and Management Personnel and its compliance is affirmed by them annually. A declaration signed by the Company's Managing Director for the compliance of this requirement is published in this Report.

34. CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS

In terms of SEBI (Prohibitions of Insider Trading) Regulations, 2015, as amended from time to time, the Company has adopted a Code of Conduct for Prevention of Insider Trading (Insider Code) as approved by the Company's Board. A copy of the code has been uploaded on the Company's website. Any Insiders (as defined in Insider Code) including designated employees & persons and their relatives are, inter-alia, prohibited from trading in the shares and securities of the Company or counsel any person during any period when the "unpublished price sensitive information" are available with them. The Insider Code also requires pre-clearance for dealing in the Company's shares and prohibits dealing in Company's shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

36. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS.

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

ANNEXURES FORMING PART OF THE DIRECTOR'S REPORT

The Annexures referred to in this Report and other information which are required to be disclosed are annexed herewith and form a part of this Report.

Annexures	Particulars
Annexure-1	Particulars of Conservation of Energy, Technology Absorption and Foreign and Outgo
Annexure-2	Related Party Transaction Disclosure in Form AOC-2
Annexure-3	Particulars Of Employees Remuneration
Annexure-4	Secretarial Audit Report
Annexure-5	Certificate of Non-Disqualification of Directors
Annexure-6	Declaration Regarding Compliance of Code of Conduct
Annexure-7	Certification by CEO/ MD & CFO

35. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement: –

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along 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 are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss 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 this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively. -

Internal financial control means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information.

- (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.

36.ACKNOWLEDGEMENTS

Your directors place on records their sincere thanks to bankers, business associates, consultants and various Government Authorities for their continued support extended to your Company's activities during the year under review. Your directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

**For and on Behalf of the Board of Directors
For Fruition Venture Limited**

**Date: 02-09-2024
Place: New Delhi**

**Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151**

**Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405**



Annexure-1**Statement of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to provisions of section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies(Accounts) Rules, 2014:**

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) Conservation of energy:

(i) **The steps taken or impact on conservation of energy:** Your Company takes all reasonable steps to save and conserve the energy in terms of provisions of Section 134 (3) of Companies Act, 2013, read with Rule 8 of Companies (Accounts) Rules, 2014 requiring furnishing of information regarding conservation of energy. The company does lay a great deal of emphasis on conservation of energy in all phases of its operation.

(ii) **The steps taken by the company for utilizing alternate sources of energy:** Using LED/CFL Tube lights and Bulbs instead of Mercury lights and bulbs. The Company has also initiated to conserve electricity by promoting the usage of Coolers rather than A. C's and maintaining the factory temperature at relatively low level.

(iii) The capital investment on energy conservation equipment; **NIL**

(B) Technology absorption:

(i) The efforts made towards technology absorption; **Efforts were made to fully utilize the latest technology.**

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution; **NIL**

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-**No such technology imported**

(a) the details of technology imported: **NA**

(b) the year of import: **NA**

(c) whether the technology been fully absorbed: **NA**

(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; **NA;** and

(iv) the expenditure incurred on Research and Development.

(a) Capital: **NA**

(b) Recurring: **NA**

(c) Total:**NA**

(C) Foreign exchange earnings and Outgo:

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows is as mentioned in below table:

S. No	Foreign Exchange Inflow (FOB Value of exports (*excluding deemed export))		Foreign Exchange Outflow (Import And Other Expenses)	
	FY 2023-24 (IN INR)	FY 2022-23 (IN INR)	FY 2023- 24 (IN INR)	FY 2022-2023 (IN INR)
	NIL	NIL	NIL	NIL
TOTAL	NIL	NIL	NIL	NIL

For and on Behalf of the Board of Directors

For Fruition Venture Limited

Sd/-

**Date: 02-09-2024
Place: New Delhi**

**Nitin Aggarwal
Managing Director
DIN: 01616151**

Sd/-

**Krishan Kumar Aggarwal
Director
DIN: 02452405**

ANNEXURE - 2**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 transaction under third proviso thereto.

1. Details of the contact, arrangements or transactions not at arms' length price:

Particulars	Remarks
(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 advance	NIL
(h) Date on which the special resolution was passed in the general meeting as required under first proviso to section 188.	NIL

2. Details of the material contracts or arrangements or transactions at arms' length basis:

S. No	No Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/ transactions	Duration of the contracts/arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Amount paid as advance, if any
1	Ms. Sarita	Remuneration	2023-2024	240000-00	NIL
2	Mr. Arihant Sukhlecha	Remuneration	2023-2024	58000-00	NIL

**For and on Behalf of the Board of Directors
For Fruition Venture Limited**

**Date: 02-09-2024
Place: New Delhi**

**Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151**

**Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405**

Details of remuneration as per Section 197(12) of Companies Act, 2013

(I) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year:-

Sr. No.	Name of Director	Ratio of Remuneration to the Median remuneration of the employees
1.	Mr. Nitin Aggarwal	NA
2.	Mr. Krishan Kumar Aggarwal	NA

(II) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2023-24:-

Sl. No	Name of Director/KMP	% increase over last FY 2023-24
1.	Mr. Nitin Aggarwal	NIL
2.	Mr. Krishan Kumar Aggarwal	NIL
3.	Mr. Arihant Sukhlecha	NA
4.	Mr. Jitender Kumar	NA

(III) The percentage increase in the median remuneration of employees in the financial year 2023-24 :- Nil

(IV) The number of permanent employees on the payroll of company as on March 31, 2024:- Three

(V) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :- Nil

We hereby confirm that the remuneration paid is as per the remuneration policy recommended by the Nomination and Remuneration Committee of the Company and as adopted by the Company.

**For and on Behalf of the Board of Directors
For Fruition Venture Limited**

Date: 02-09-2024
Place: New Delhi

Sd/-
Nitin Aggarwal
Managing Director
DIN: 01616151

Sd/-
Krishan Kumar Aggarwal
Director
DIN: 02452405

Secretarial Audit Report

For the Financial Year ended 31st March, 2024

To

The Members

Fruition Venture Limited

1301, Padma Tower-1 Rajendra Place,

New Delhi-110008

In terms of the provisions of section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014, and other applicable provisions, if any, we have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Fruition Venture Limited, a Company incorporated under the provisions of the Companies Act, 1956, vide CIN L74899 DL 1994 PLC 058824 and having its registered office at 1301, Padma Tower-1 Rajendra Place, New Delhi-110008 (hereinafter referred to as "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Fruition Venture Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Fruition Venture Limited for the financial year ended on 31st March, 2024, according to the provisions of:

Office Address: 103, Vartalok Apartments, Sector- 4C, Near Mewar Institute
Ghaziabad- 201 002

Ph No: 9212642523; 0120- 4236072

Email: jinujaincompanysecretaries@gmail.com; jinu.jaincs@gmail.com

- i.** The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii.** The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii.** The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv.** Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v.** The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a.** The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b.** The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c.** The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; Not applicable since there has been no activity relating to issue of Capital during the period under review.
 - d.** The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not Applicable as the Company has not issued/proposed to issue any Employee Stock Option Scheme and Employee Stock Purchase Scheme during the financial year under review.
 - e.** The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - 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 (De-listing of Equity Shares) Regulations, 2009; Not Applicable as the Company has not delisted/proposed to delist its equity shares from any stock exchange during the financial year under review.

- h.** The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998; Not Applicable as the Company has not bought back/proposed to buy back any of its securities during the financial year under review.
- i.** Securities and Exchange Board of India (Listing Regulations), 2015
- vi.** The Company has confirmed that except the above-mentioned statutes, no other law is applicable, specifically, 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

Mr. Nitin Aggarwal (DIN: 01616151) was appointed as Managing Director of the Company on 12/05/2023. Mr. Amit Singh Tomar (DIN:10063772) and Ms. Shefali Kesharwani (DIN : 10259458), were appointed as Directors of the Company on 25/09/2023.

Adequate notices is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent adequately in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, wherever applicable.

We further report that during the audit period, there were no instances of:

- (1) Public / Rights / Preferential issue of Shares / Debentures / Sweat Equity
- (2) Redemption/Buy Back of Securities.
- (3) Foreign Technical Collaborations.
- (4) Merger / Amalgamation / Reconstruction etc.

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

We further report that during the audit period, the Company has not entered into/carried out any specific events/actions which may have a major bearing on the Company's affairs.

Place: New Delhi
Date: 02/09/2024



For Jinu Jain
Company Secretaries

Sd/-
Jinu Jain
FCS No.: 9058; CP No: 10379

UDIN: F009058F001099697

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

'Annexure A'

To

The Members

Fruition Venture Limited

1301, Padma Tower-1 Rajendra Place,

New Delhi-110008

Our Secretarial Audit Report of even date, for the financial year 2023-24 is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

1. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
2. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
3. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

We have not verified the correctness and appropriateness of financial records and books of account of the Company.

For Jinu Jain
Company Secretaries

Sd/-

Jinu Jain

FCS No.: 9058; CP No: 10379

Place: New Delhi

Date: 02/09/2024

ANNEXURE-5

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Fruition Venture Limited
1301, Padma Tower, Rajendra Place,
New Delhi-110008

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Fruition Venture Limited** having **CIN:L74899DL1994PLC058824** and having registered office at **1301, Padma Tower-1 Rajendra Place, New Delhi-110008 New Delhi-110008** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me / us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority .

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Nitin Aggarwal	01616151	19.12.2022
2.	Mr. Krishan Kumar Aggarwal	02452405	19.12.2022
3.	Ms Shefali Kesarwani	10259458	25-09-2023
4.	Mr Amit Singh Tomar	7417135	25-09-2023

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

Place: New Delhi

Date: 02-09-2024

Sd/-

Name: Jinu Jain

Membership No.: F 9058

CP No.: 10379



Declaration Regarding Compliance of Code of Conduct

I, Nitin Aggarwal, Managing Director of Fruition Venture Limited hereby declare that all Board Members and Senior Management Personnel have affirmed compliance of the Code of Conduct as on 31st March, 2024, pursuant to Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sd/-

Place: Delhi
Date: 02-09-2024

(Nitin Aggarwal)
Managing Director
(DIN: 01616151)



CEO/CFO Certificate

We the undersigned, in our respective capacities as Managing Director and CFO of Fruition Venture Limited to the best of our knowledge and belief certify that:

A. We have reviewed the Financial Statements for the financial year ended 31 March 2024 and that to the best of our knowledge and belief:

1. These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
2. These Statements together present a true and fair view of the Company and are in compliance with existing Indian Accounting Standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

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

Sd/-

Nitin Aggarwal
Managing Director
(DIN: 01616151)

Sd/-

JITENDER KUMAR
Chief Financial Officer
PAN : AWBPK7952Q

Date: 02-09-2024

Place: New Delhi

MANAGEMENT DISCUSSION & ANALYSIS

Economic Overview:

The International Monetary Fund (IMF), in its April 2024 'World Economic Outlook', pointed to the surprising resilience of the global economy, which showed steady growth even as inflation receded. Global real gross domestic product (GDP) growth is estimated at 3.2% in F.Y. 2023, and projected to grow at the same rate in F.Y. 2024 and F.Y. 2025. Risks to the global outlook for 2024 seem broadly balanced. These risks arise from price spikes stemming from geopolitical tensions and regional conflicts such as those in Gaza, attacks in the Red Sea and continued war in Ukraine, a slower than expected decline in core inflation and interest rates remaining higher than expected. On the upside are factors such as a short-term fiscal boost as many countries go to elections in 2024, faster monetary policy easing, and increase in productivity from technologies such as artificial intelligence. (Source: IMF - World Economic Outlook, April 2024). The World Bank's 'Global Economic Prospects' report of January 2024 was more conservative in its estimates, putting the global real GDP growth at 2.6% for 2023, and growth forecasts at 2.4% and 2.7% for 2024 and 2025, respectively.

India is now the world's fifth largest economy in terms of nominal GDP and the third largest in terms of purchasing power parity (PPP). The Second Advance Estimates of National Income released by the National Statistical Office (NSO) of the Government of India in February 2024, estimates a GDP growth rate of 7.6% for FY 2023-24 as compared to a growth rate of 7.0% in FY 2022-23. SBI Research and Moody's expects India's GDP growth for FY 2023-24 to be 8%. Till February 2024, inflation in FY 2023-24 averaged 5.4%, in comparison to 6.8% for the corresponding period in FY 2022-23.

The outlook for FY 2024-25 remains positive. The Reserve Bank of India (RBI) expects manufacturing to maintain its momentum and services to grow above the pre-pandemic trend. Agricultural activities should gain from an expected normal south-west monsoon.

Private consumption is likely to gain steam with a pick-up in rural activity; discretionary spending of urban households is expected to increase (as per the RBI's consumer survey) together with improving income levels. Credit growth and private investment are also expected to rise, given optimistic business and consumer sentiments, healthy corporate and bank balance sheets leading to an upturn in the private capex cycle. Core inflation is likely to continue trending downwards, indicating a broad-based moderation in price pressures.

Company Overview:

The company is engaged in the business of trading in commodities. The company has diversified its business activities and ventured in to business of manufacturing and

marketing of consumer goods during the year. The company has installed injection moulding machines and commenced manufacturing of plastic products during the year.

BUSINESS REVIEW AND PERFORMANCE

The current market conditions are improving in a balanced manner and there are hopes of steady recovery from the past effects of pandemic situation. The Company will continue to pursue the long lasting and stable growth based on its philosophy of generating profits through creation of the "Greatest Value" for its Customers and Stakeholders.

Though the company had incurred loss during the year but it has diversified its business activities and ventured in to manufacturing activities and expecting the business to stabilise and grow in the coming years.

SWOT ANALYSIS

Strengths

1. Superior Quality of product.
2. Brand Name of the Company in Hand Tools Market.
3. Powerful dealer and service Network.
4. Strong leadership of Top Level Management.
5. Skilful and qualified employees.
6. Emerging and Challenging new markets.
7. Readiness to cope up with the advancements emerging in the Market.

Weakness

1. Increasing production and Operation Cost.
2. Increasing demand.

Opportunities

1. Global Market Demand.
2. Technology improvement.
3. Digitalisation of business processes.
4. Informative Programme for advancements in Hand Tools.

Threats

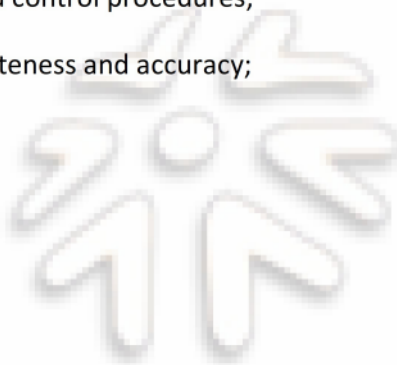
1. Rising cost of raw material.
2. Competition from domestic and international imports.
3. Uncertainties due to global crisis.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has established proper and effective internal control system to provide reasonable assurance for safeguarding the Company's assets, promoting operational efficiency and reliability and ensuing compliance with various legal and regulatory provisions. The internal control systems are designed to ensure that the financial and other records re reliable for preparing financial statements and for maintaining accountability of assets and other records in a systematized manner.

The company has created an effective internal control system, by establishing the following:

1. Policies and procedures including, organizational structure, job descriptions, authorization matrix;
2. Segregation of duties and responsibilities;
3. Authorization and approval process;
4. Performance monitoring and control procedures;
5. Safeguarding assets, completeness and accuracy;



Independent Auditor's Report

To
The Members,
Fruition Venture Limited

Opinion

We have audited the accompanying financial statements of Fruition Venture Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the 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 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the *Auditor's 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 (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

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.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report, Management Discussion and Analysis, Corporate Governance Report and Business Responsibility Report in the Annual Report but does not include the financial statements and our auditor's reports thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing 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. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, 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 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in

- planning the scope of our audit work and in evaluating the results of our work; and
- to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

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

2. As required by section 143(3) of the Companies Act, 2013, we report that:

- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
- The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- On the basis of written representations received from the directors as on March 31, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.
- With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- f. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (i) The Company has disclosed that there are no pending litigations on its financial position in 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Sunil K Gupta & Associates
Chartered Accountants
FRN No. 002154N

Sd/-
CA. Mahesh Chandra Agrawal
(Partner)
M. No. 088025
UDIN: 24088025BKALUU6823

Place: New Delhi
Date: 29-05-2024



Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2024, we report that:

- (i) In respect of fixed assets:
 - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
 - (b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
 - (c) The title deeds of immovable properties are held in the name of the company.
- (ii) As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- (iii) According to the information and explanation provided to us and based on our examination of the records of the company, during the year the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the companies Act 2013. Accordingly the provisions of clause 3(iii)(a),(b),(c) of the Order are not applicable.
- (iv) According to the information and explanation provided to us and based on our examination of the records of the company, the company has not made any investment, provided guarantee or security or granted any loan during the year within the meaning of the provisions of Section 185 and 186 of the Act.
- (v) In our opinion and according to the information and explanation provided to us, the company has not accepted any deposits from the public covered under section 73 to 76 of the Companies Act, 2013.
- (vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- (vii) In respect of statutory dues:
 - (a) According to the records of the company and information and explanations given to us the company has been regular in depositing with the statutory authorities undisputed statutory dues including Provident Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable to it. "Undisputed Statutory Dues" including Provident Fund, Employees State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues have been regularly deposited with the appropriate authorities.
 - (b) According to the information and explanations given to us the dues in respect of Income Tax that have not been deposited with the appropriate authorities on account of dispute and forum where the disputes are pending are given below:

Statute	Nature of Dues	Amount (INR)	Period to which Amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	25,03,695/-	A.Y. 2016-17	Commissioner of Income Tax (Appeals), New Delhi

(viii) In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders, as applicable to the company.

(ix) Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.

(x) According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) (i) (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) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) No whistle-blower complaints has been received during the year by the company.

(xii) The company is not a Nidhi Company. Therefore clause xii) of the order is not applicable to the company.

(xiii) (In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

(xv) The company has not entered into non-cash transactions with directors or persons connected with him.

(xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(xvii) Based on our examination, the company has incurred cash losses in the financial year and in the immediately preceding financial year. Amount of cash loss during current financial year is Rs. 21.34 Lakh and in the immediately preceding financial year is Rs.14.44 Lakh.

(xviii) There has been resignation of the statutory auditors during the year. There were no issues, objections or concerns raised

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor 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) The provisions of section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the order is not applicable

(xxi) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

For Sunil K Gupta & Associates
Chartered Accountants
FRN No. 002154N

Sd/-
CA. Mahesh Chandra Agrawal
(Partner)
M. No. 088025
UDIN: 24088025BKALUU6823

Place: New Delhi
Date: 29-05-2024



Annexure - B to the Auditors' Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Fruition Venture Limited of even date)

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

We have audited the internal financial controls over financial reporting of Fruition Venture Limited ("the Company") as of 31 March 2024 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 Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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 31 March 2024, 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 Sunil K Gupta & Associates
Chartered Accountants
FRN No. 002154N

Sd/-
CA. Mahesh Chandra Agrawal
(Partner)
M. No. 088025
UDIN: 24088025BKALUU6823

Place: New Delhi
Date: 29-05-2024

FRUITION VENTURE LIMITED CIN- L74899DL1994PLC058824				
BALANCE SHEET AS AT MARCH 31, 2024				
In Rs."Lakhs" unless stated otherwise				
Particulars	Note	As at 31st March, 2024 (Audited)	As at 31st March, 2023 (Audited)	
ASSETS				
(1) Non Current Assets				
(a) Property, Plant and Equipment	2	306.49	1.37	
(b) Financial Assets				
(i) Investments	3	17.29	11.27	
(c) Deferred Tax Assets (Net)	4	27.36	40.20	
(d) Other Non Current Assets	5	107.81	104.64	
Total Non Current Assets		458.95	157.48	
(2) Current Assets				
(a) Inventories	6	61.05	22.09	
(b) Financial Assets				
(i) Trade Receivables	7	21.52	-	
(ii) Cash and Cash Equivalents	8	123.43	345.30	
(iii) Bank Balances other than (ii) above	9	-	10.09	
(iv) Loans	10	7.76	2.76	
(c) Current Tax Assets (Net)	11	-	-	
(d) Other Current Assets	12	22.81	7.58	
Total Current Assets		236.56	387.82	
Total Assets		695.51	545.30	
Equity And Liabilities				
(1) Equity				
(a) Equity Share capital	13	400.00	400.00	
(b) Other Equity	14	112.70	142.51	
Equity attributable to Owners of the Company		512.70	542.51	
Total Equity		512.70	542.51	
(2) Non Current Liabilities				
(a) Borrowings	15	114.59	-	
Total Non Current Liabilities		114.59	-	
(3) Current Liabilities				
(a) Financial Liabilities				
(i) Trade Payables		-	-	
(b) Other Current liabilities	16	2.73	2.78	
(c) Current Tax Liabilities (Net)	17	-	-	
(d) Borrowings	15	65.48	-	
Total Current Liabilities		68.22	2.78	
Total Equity and Liabilities		695.51	545.30	
Significant Accounting Policies & Notes on Financial Sta 1				
The accompanying Notes are Integral Part of the Financial Statements				
As per our report of even date annexed hereto				
For Sunil K Gupta & Associates		For and on behalf of the Board of Directors		
Chartered Accountants				
FRN: 002154N				
Sd/-		Sd/-		
CA Mahesh Chandra Agarwal		Nitin Aggarwal	Krishan Kumar Aggarwal	
Partner		Managing Director	Director	
M No : 088025		DIN: 01616151	DIN: 02452405	
		Sd/-	Sd/-	
Place: New Delhi		Arihant Sukhlecha	Jitender Kumar	
Date: 29.05.2024		Company Secretary	CFO	
UDIN: 24088025BKALUU6823		PAN : DIRPS7998D	PAN : AWBPK7952Q	

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED MARCH 31, 2024

In Rs."Lakhs"unless stated otherwise

Particulars	Note	Year ended	
		31st March, 2024	31st March, 2023
I. REVENUES			
Revenue from Operations	18	16.08	434.92
Other Income	19	13.83	8.00
Other Gains/(Losses)	20	-	-
Total Revenue (I)		29.90	442.91
II. EXPENSES			
Purchase of Stock-in-Trade	21(a)	47.85	193.87
Changes in Inventories of Finished goods, Work-in-Progress and Stock-in-Trade	21(b)	-38.96	235.39
Employee Benefits Expense	22	10.68	16.33
Finance Costs	23	.00	.00
Depreciation and Amortization Expense	24	1.65	.71
Other Expenses	25	31.67	11.76
Total Expenses (II)		52.89	458.06
III. Profit before Exceptional Items, share of net profits of associates and Tax (I - II)		-22.99	-15.15
IV. Share of net profit of associates accounted for using the equity		-	.00
V. Profit before Exceptional Items and Tax (III + IV)		-22.99	-15.15
VI. Exceptional Items		-	-
VII. Profit Before Tax (V + VI)		-22.99	-15.15
VIII. Tax Expense		-	-
(i) Current Tax (including MAT Credit Entitlement)		-	-
(ii) MAT Adjustment		-	-
(iii) Deferred Tax		12.84	-23.47
(iv) Prior period items		-	-
VIII. Total Tax Expenses		12.84	-23.47
IX. Profit/(Loss) for the Year (VII - VIII)		-35.83	8.32
X. Other Comprehensive Income			
A Items that will not be reclassified to profit or loss			
- Remeasurements of defined benefit obligations		-	-
- Change in Fair Value of Equity Instruments		6.01	-12.94
- Bargain Purchase Gain		-	-
- Income tax relating to these items		-	-
B Items that may be reclassified to profit or loss			
- Exchange difference on translation of foreign operations		-	-
- Income tax relating to these items		-	-
Other Comprehensive Income for the year, net of tax		6.01	-12.94
XI. Total Comprehensive Income For the year (IX + X)		-29.82	-4.62
XII. Earnings per Equity Share:			
Earnings per Share (Basic & Diluted) on Net Profit, attributable to owners of Company		-0.90	0.21

Significant Accounting Policies & Notes on Financial Statements

The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Sunil K Gupta & Associates
Chartered Accountants
FRN: 002154N

 Sd/-
CA Mahesh Chandra Agarwal
Partner
M No : 088025
Place: New Delhi
Date: 29.05.2024
UDIN: 24088025BKALUU6823
For and on behalf of the Board of Directors

 Sd/-
Nitin Aggarwal
 Managing Director
 DIN: 01616151

 Sd/-
Arihant Sukhlecha
 Company Secretary
 PAN : DIRPS7998D

 Sd/-
Krishan Kumar Aggarwal
 Director
 DIN: 02452405

 Sd/-
Jitender Kumar
 CFO
 PAN : AWBPK7952Q

FRUITION VENTURE LIMITED
CIN- L74899DL1994PLC058824

Cash Flow Statement for the year ended 31st March, 2024

In Rs."Lakhs"unless stated otherwise

Particulars	Year ended 31st March, 2024	Year ended 31st March, 2023
A. Cash flow from operating activities		
Profit before Tax	-22.99	-15.15
<u>Adjustments for:</u>		
Depreciation and amortisation	1.65	.71
Interest income	-13.82	-7.74
Dividend Income	-.01	-.26
Prior period tax adjustments	-	-
Operating profit / (loss) before working capital changes	-35.16	-22.44
<u>Changes in working capital:</u>		
Adjustments for (increase) / decrease in operating assets:		
Inventories	-38.96	235.39
Short term loans and advances	-5.00	.24
Other current assets	-15.23	-5.63
Trade Receivables	-21.52	.00
other Non current assets	-3.17	-1.22
Adjustments for increase / (decrease) in operating liabilities:		
Trade payable & Other current liabilities	-.05	-6.95
Short term provisions	-	-
Cash generated from operations	-119.09	199.40
Net cash flow from / (used in) operating activities (A)	-119.09	199.40
B. Cash flow from investing activities		
Sale of Investment	-	-
Purchase of Investment		
Interest received		
- Others	13.82	7.74
Dividend received		
- Others	.01	.26
Purchase of Fixed Asset	-306.78	-
Advance for Purchase of Fixed Asset	-	-
	-292.96	8.00
Net cash flow from / (used in) investing activities (B)	-292.96	8.00
C. Cash flow from financing activities		
Change in Borrowings	180.08	-
Net cash flow from / (used in) financing activities (C)	180.08	-
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	-231.97	207.40
Add: Cash and cash equivalents at the beginning of the year	355.40	148.00
Cash and cash equivalents at the end of the year	123.43	355.40
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet	123.43	355.40
Cash and cash equivalents at the end of the year *	123.43	355.40

The accompanying Notes are Integral Part of the Financial Statements

As per our report of even date annexed hereto

For Sunil K Gupta & Associates

Chartered Accountants

FRN: 002154N

Sd/-

CA Mahesh Chandra Agarwal

Partner

M No : 088025

Place: New Delhi

Date: 29.05.2024

UDIN: 24088025BKALUU6823

For and on behalf of the Board of Directors

Sd/-

Nitin Aggarwal

Managing Director

DIN: 01616151

Sd/-

Jitender Kumar

CFO

PAN : AWBPK7952Q

Sd/-

Krishan Kumar Aggarwal

Director

DIN: 02452405

Sd/-

Arihant Sukhlecha

Company Secretary

PAN : DIRPS7998D

Company Informations

Company have its registered office at 1301, Padma Tower-1 Rajendra Place, New Delhi-110008. Company is engaged in the business of trading and manufacturing activities in commodities.

Company is listed on Bombay Stock Exchange with effect from 30.07.2014

1. Summary of Significant Accounting Policies**1.1 Basis of Preparation**

The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under section 133 of the Companies Act 2013 (The Companies (Indian Accounting Standards) Rules, 2015) and comply in all material aspects with their provisions.

1.2 Classification of Assets and Liabilities

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Ind-AS 1 notified under the Companies (Indian Accounting Standards) Rules, 2015. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, twelve months has been considered by the Company for the purpose of current/ non-current classification of assets and liabilities. However certain liabilities such as trade payables and some accruals for employee and other operating costs are part of the working capital used in the Company's normal operating cycle, accordingly classified as current liabilities.

1.3 Accounting Estimates and Judgements

Due to the nature of the Company's operations, critical accounting estimates and judgements principally relate to the:

- Tangible fixed assets (estimate useful life);

The management of the Company makes assumptions about the estimated useful lives, depreciation methods or residual values of items of property, plant and equipment could impact the results of the Company based on past experience and information currently available. In addition, the management assesses annually whether any indications of impairment of intangible assets and tangible assets. The management of the Company believe that on balance sheet date no impairment indications were existing.

The management of the Company believe that the inventory balances on hand could be sold to the third parties at the disclosed value.

1.4 Presentation of income statement

The income statement is presented in the form based on the nature of expense and classifies expenses according to their function. Further detailed analyses of expenses are provided in notes to the financial statements.

1.5 Inventories

As per Ind AS-2, all inventories except financial instruments are valued at Cost or Net Realisable Value whichever is less. Due to the nature of inventories being Financial Instruments inventories are valued as per Ind AS 109,32.

1.6 Property, Plant and Equipment

Furniture, plant and equipment held for use in the business or for administrative purposes are stated at historical cost or deemed cost less accumulated depreciation and any accumulated impairment losses. Cost comprises of purchase price and any directly attributable cost of bringing the assets to its working condition for its intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

1.7 Impairment of Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.8 Depreciation

Depreciation on buildings, machinery and equipment has been provided on straight-line basis over the estimated useful lives of the respective assets. Intangible assets are amortised over their estimated useful economic lives on straight line basis. Land and construction in progress are not depreciated. The estimated useful lives considered for providing depreciation on other substantial assets are as follows:

Machinery – 15 Years

Furniture and Fixtures – 10 Years

Computers - 3 Years

Server & Component - 6 Years

Further the residual values, estimated useful lives and depreciation methods of each items of property, plant and equipment are reassessed annually.

1.9 Investments and other financial assets

(a) Classification

The Investments and other financial assets has been classified as per Company's business model for managing the financial assets.

(b) Measurement

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(b.1) Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company's classifies its debt instruments:

Amortised Cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Fair value through other comprehensive income (FVOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

Fair value through profit or loss:

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

(b.2) Equity instruments

The Company\ subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognised in other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(c) Impairment of financial assets

The group assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables only, the group applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

(d) Derecognition of financial assets

A financial asset is derecognised only when

- The group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

(e) Income recognition**(e.1) Interest Income**

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

(e.2) Dividends

Dividends are recognised in profit or loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the group, and the amount of the dividend can be measured reliably.

1.10 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

1.11 Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

1.12 Borrowings.

Borrowings are recognized initially at fair value, less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortized cost with any difference between cost and redemption value being recognized in the statement of profit or loss over the period of the borrowings on an effective interest basis.

1.13 Provisions.

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions in the nature of long term are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

1.14 Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, wages etc. and the expected cost of bonus, exgratia, incentives are recognized in the period during which the employee renders the related service.

1.15 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable.

Sale of Stock

The Company recognizes revenue from sale of stock when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and significant risks and rewards of ownership have been transferred to the customer

Further revenue from sales is based on the price specified in the sales contracts. Accumulated experience is used to estimate and provide for the discounts and returns.

1.16 Finance Income

Finance income comprises interest receivable on funds invested, dividend income, foreign exchange gains and losses. Interest income is recognized in the income statement as it accrues, taking into account the effective yield on the asset. Dividend income is recognized in the income statement on the date the entity's right to receive payments is established.

1.17 Claims and Benefits

Claims receivable is accounted on accrual basis to the extent considered receivable.

1.18 Income Taxes

The income tax expense is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

1.19 Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

1.20 Contingent Liability

Contingent Liabilities, if material, are disclosed by way of notes.

1.21 Previous Year Figures

Previous year figures have been regrouped and reclassified to make them comparable with the current year figures.

1.22 Mat Adjustment

Excess MAT Credit as per tax calculations has been recognised as MAT Credit Assets and accordingly adjusted in the financial statement.



	Tangible assets	Depreciation Rate (%)	Gross block						Accumulated depreciation and impairment				Net Block		
			Gross Block as at 1 April, 2023	Additions	Disposals	Other adjustments (Profit / Loss on Sale of Fixed Assets)	Gross Block as at 31st March, 2024	Residual Value @ 5%	Provision as at 1 April, 2023	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Other adjustments	Total as at 31st March, 2024	Balance as at 31st March, 2024	Balance as at 31 March, 2022
(a)	Computers		1.79	.58	.85	.00	1.53	.00	.00	.24	.81	.00	1.04	.49	
	i) Computers	31.67%	.33	.58	.33	.00	.58	.00	.00	.22	.32	.00	.22	.37	
	ii) Server	15.83%	.52	.52	.00	.00	.00	.00	.00	.49	.00	.00	.00	.00	
	iii) UPS	15.83%	.95		.95	.00	.95	.00	.00	.02	.80	.00	.82	.13	
(b)	Furniture & Fixture		5.09	.07	5.09	.00	.07	.00	.00	.01	4.83	.00	.01	.06	
	i) Furnitures	9.50%	5.09	.07	5.09	.00	.07	.00	.00	.01	4.83	.00	.01	.06	
(c)	Office Equipment		.33	.00	.33	.00	.00	.00	.00	.00	.31	.00	.00	.00	
(d)	Plant & Machinery		2.75	63.70	.00	.00	66.45	1.85	1.35	.00	.00	.00	3.20	63.25	
	i) Air Conditioner	6.33%	2.15	.00	.00	.00	2.15	1.47	.04	.00	.00	.00	1.51	.64	
	ii) CCTV Camera	6.33%	.29	.16	.00	.00	.44	.19	.06	.00	.00	.00	.25	.19	
	iii) Camera Night Vision	6.33%	.06	.00	.00	.00	.06	.04	.00	.00	.00	.00	.04	.02	
	iv) Inverter	6.33%	.25	.00	.00	.00	.25	.15	.01	.00	.00	.00	.16	.10	
	v) Moulds	6.33%	.00	5.22	.00	.00	5.22	.00	.17	.00	.00	.17	.17	5.05	
	vi) Moulding Machines	6.33%	.00	58.33	.00	.00	58.33	.00	1.07	.00	.00	1.07	1.07	57.25	
(f)	Printer		.14	.22	.14	.00	.22	.13	.06	.13	.00	.06	.06	.16	
(g)	Land at Building Industrial Plot at Khushkhara, Bhiwari	0.00%	.00	242.51	.00	.00	242.51	.00	.00	.00	.00	.00	.00	242.51	
	Total		10.10	307.09	6.41	.00	310.79	6.75	1.65	6.09	.00	4.30	306.49		

FRUITION VENTURE LIMITED
CIN- L74899DL1994PLC058824

Note to Accounts of Balance Sheet as at 31.03.2024

3 Investments

Long Term Investments

In Rs."Lakhs"

	As at 31st March 2024		As at 31st March 2023	
	No of Shares	Amount	No of Shares	Amount
3.1 Equity Shares				
Take solutions	.84	17.29	.84	11.27
	.84	17.29	.84	11.27
3.2 Mutual Funds				
	.00	.00	.00	.00
	.84	17.29	.84	11.27
Aggregate value of quoted Investments		17.29		11.27
Aggregate value of unquoted Investments		.00		.00
Aggregate Market Value of Quoted Investments		17.29		11.27
Aggregate Provision for Diminution in Value of Investments		.00		.00
Difference in Change in Value of Investment Taken as Revaluation Reserve		-6.01		.00

Note to Accounts of Balance Sheet as at 31st March 2024

Particulars	Note	In Rs."Lakhs"	
		As at 31st March 2024	As at 31st March 2023
5 Other Non-Current Assets			
Security Deposits		4.77	1.22
Accrued interest on FDR		-	.38
MAT Credit Entitlement*		103.04	103.04
		<u>107.81</u>	<u>104.64</u>
<p>*MAT Credit Entitlement is allowed to be carried forward for next 15 years and this credit shall be allowed set-off in a year when tax becomes payable on the total income computed in accordance with the provisions of the Income Tax Act,1961 other than section 115JB.</p>			
6 Inventories			
(a) Stock-in-trade (Shares)		61.05	22.09
		<u>61.05</u>	<u>22.09</u>
7 Trade Receivables:			
Unsecured, Considered Good :			
Trade Receivables		21.52	-
Receivables from Related Parties		-	-
Less : Allowance for Doubtful Debts		-	-
		<u>21.52</u>	<u>-</u>
<p>7.1 Trade Receivable ageing schedule-Refer No 32(c)</p>			
8 Cash and Cash Equivalents			
Balances with banks:			
– In current accounts		122.59	345.03
– Deposits with original maturity of less than three months		-	-
Cash on hand		.84	.27
		<u>123.43</u>	<u>345.30</u>
9 Bank Balances other than (8) above			
Balances with banks:			
– Deposits with original maturity of more than three months		-	10.09
		<u>.00</u>	<u>10.09</u>
10 Loans			
(Unsecured, considered Good)			
OTHERS		5.00	-
Advances to Employees		2.76	2.76
		<u>7.76</u>	<u>2.76</u>

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10.1) Following disclosures shall be made where Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013)either severally or jointly with any other person that are:

- (a) repayable on demand or
- (b) without specifying any terms or period of repayment

Type Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	2.76	100%
Related Parties	-	-

11 Current Tax Assets (Net)

Income Tax Deducted (Net of Provision for Tax)	-	-
	-	-

12 Other Current Assets

TDS Deducted (previous years)	.06	.06
I T Refund Recievable FY 13-14	.90	.90
I T Refund Recievable FY 2020-21	.98	.98
Tax on Regular Assessment F.Y 15-16	5.01	5.01
I T Refund Recievable FY 2022-23	.63	.63
IT REFUND DUE 23-24	1.39	-
GST INPUT	11.64	-
Interest Accrued on FD	1.61	-
Other Current Assets	.58	-
	<u>22.81</u>	<u>7.58</u>

15 Borrowings

Loan from RIICO(Against Industrial Plot)	180.08	-
Less: Considered as Short Term Borrowings	65.48	-
Non Current Borrowings	<u>114.59</u>	-

15 Trade Payables

Trade Payable	-	-
	-	-

15.1 For Disclosure of outstanding dues to Micro Enterprises and Small Enterprises, Refer Note 32(a)

15.2 Trade Payable ageing schedule Refer Note 32(b)

16 Other Current liabilities

Audit Fees Payable	.28	.22
Duties & Taxes	.32	.17
Others	2.13	2.39
	<u>2.73</u>	<u>2.78</u>

17 Current Tax Liabilities (Net)

Provision for Tax (Net of Advance Tax)	-	-
	-	-

Note to Accounts of Balance Sheet as at 31st March 2024
Note 13 : Equity Share Capital and Other Equity

Particulars	As at 31 March, 2024		As at 31 March, 2023	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised Equity shares of Rs.10 each with voting rights	40.00	400.00	40.00	400.00
(b) Issued, Subscribed and fully paid up Equity shares of Rs.10 each with voting rights	40.00	400.00	40.00	400.00
(c) Subscribed and fully paid up Equity shares of Rs.10 each with voting rights	40.00	400.00	40.00	400.00
(d) Subscribed but not fully paid up		-		-
(c) Par Value per Share		10.00		10.00
(f) Allotment money in arrears -By Directors		-		-
-By Others		-		-
Total	40.00	400.00	40.00	400.00

The Company presently has only one Class of Equity Shares. Each Shareholder is entitled to one vote per share and also to dividend as proposed and approved by the Directors and Members, respectively.

Share Capital Reconciliation

Particulars	Opening Balance	Addition during the year	Deletion during the year	Closing balance
Issued Capital				
Equity shares with voting rights				
Year ended 31 March, 2024				
- Number of shares	40.00	-	-	40.00
- Amount (.)	400.00	-	-	400.00
Year ended 31 March, 2023				
- Number of shares	40.00	-	-	40.00
- Amount (.)	400.00	-	-	400.00
Subscribed and fully paid up				
Equity shares with voting rights				
Year ended 31 March, 2024				
- Number of shares	40.00	-	-	40.00
- Amount (.)	400.00	-	-	400.00
Year ended 31 March, 2023				
- Number of shares	40.00	-	-	40.00
- Amount (.)	400.00	-	-	400.00

Shareholders

Particulars				
(i) Details of shares held by each shareholder holding more than 5% shares:				
Class of shares / Name of shareholder	As at 31 March, 2024		As at 31 March, 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Krishna Kumar Aggarwal	14.64	36.59%	14.27	35.66%
Nitin Aggarwal	5.70	14.26%	5.57	13.94%

Note :- No preferential allotment was made by the company during the year.

1) Shareholding of Promoters

Shares held by Promoters as at 31-03-2024				Percentage Change during the year
S. No.	Promoter Name	No. of Shares	%of total shares at 31-03-2024	
1	Krishan Kumar Aggarwal	1463581 at 31-03-2024 (1426581 at 31-03-2023)	36.59%	2.59%
2	Nitin Aggarwal	570490 at 31-03-2024 557400 at 31-03-2023)	14.26%	2.35%
Total		2,034,071	50.85%	

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Note No. - 14 Other Equity

Statement of Change in Equity

Particulars	Share Application Money Pending Allotment	Equity component of compound financial instruments	Reserve & Surplus				Debt Instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Non - Controlling Interests	Total
			Capital Reserve	Securities Premium Reserve	Capital Redemption Reserve	Revaluation Reserve									
Balance as at 1st April 2023				7.87		-90.99									142.51
Changes in accounting policy or prior period errors															-
Restated balance at the beginning of the reporting period	-	-		7.87		-90.99									142.51
Total Comprehensive Income for the year					6.01										6.01
Dividends															-
Tax on Dividends															-
Transfer to retained earnings															-
Any other change (to be specified)															-35.83
Ind AS Adjustments															-
Mega Subsidy & Sales Tax Benefits															-
Balance as at 31st March, 2024				7.87		-84.98									112.70

Note to Accounts Statement of Profit and Loss For the period ended 31st March 2024

Particulars	In Rs. "Lakhs"	
	Year ended 31st March 2024	Year ended 31st March 2023
18 Revenue From Operations		
Sale of shares	16.08	434.92
Profit from Day Dealing	-	-
	16.08	434.92
<u>Other Income and Other Gains/(Losses)</u>		
19 Other Income		
Dividend Received	.01	.26
Profit from Sale of Investment	-	-
Interest Received :-		
FDR's	12.07	4.97
Interest on Loan	1.75	2.76
Others	-	-
	13.83	8.00
20 Other Gains / (Losses)		
Gain on sale of Investment in Mutual Fund Units (Net)	-	-
	.00	.00
21(a) Purchase of traded goods		
Purchases	47.85	193.87
	47.85	193.87
21(b) Changes In Inventories Of Finished Goods,Work In Progress And Stock In Trade		
Opening Stock		
Stock of Shares	22.09	257.48
	22.09	257.48
Closing Stock		
Stock of Shares	59.60	22.09
Stock of Plastic Material	1.45	-
	61.05	22.09
	38.96	-235.39
22 Employee Benefit Expense		
Salaries to Directors	-	6.00
Salaries to Staff	10.68	9.48
Allowances to Staff	-	.11
Staff Insurance	-	.74
Director Sitting Fee	-	-
	10.68	16.33
23 Finance Costs		
Financial Charges	.00	-
	.00	-

24	Depreciation and Amortization Expenses		
	Depreciation of Property, Plant and Equipment	1.65	.71
		1.65	.71
25	OTHER EXPENSES		
	Advertisement	.43	.34
	AMC Charges	.82	.09
	Appeal Fee	-	.01
	CDSL and NSDL Charges	-	1.53
	Office Maintenance Charges	1.48	.00
	Consultancy Charges	.15	.13
	Director Sitting Fee	.60	-
	Freight & Forwarding Charges	-	-
	Demand, Interest & Penalty	-	.12
	Demat Charges	-	.01
	Electricity Expenses	4.68	.12
	Filing Fees	3.25	3.59
	GST expenses	.69	.04
	Interest on Income Tax	-	.24
	Legal and professional	2.05	2.40
	Misc Exp.	.75	.10
	Payments to auditors (Refer Note (i) below)	.28	.24
	Postage & Stamp Expenses	-	.22
	Printing and stationery	.80	.25
	Rent Expenses	14.20	1.05
	ROC Fees	.53	.19
	Security Transaction Tax(STT)	-	.63
	Share Transfer & E-Voting Expenses	.63	.38
	Telephone Exp.	.29	.03
	Transaction and other charges	-	.05
	Website Expenses	.03	-
	Bank Charges	.02	-
		31.67	11.76
25(i)	<u>Auditors' Remuneration</u>		
	Particulars		
	As auditor	.28	.24
	Total	.28	.24

Note 26 Fair Value Measurement

In Rs."Lakhs"

Particulars	Carrying Value		Fair Value	
	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024	As at 31st March 2023
Financial Assets				
FVPL Inventory	94.85	62.05	59.60	22.09
FVTOCI Financial Investments	124.72	124.72	17.29	11.27
Total	219.57	186.78	76.89	33.36

All the Financial Assets held as Inventory or Investment are in Quoted Equity Shares. The Carrying amount indicates the cost incurred for purchasing the Financial Assets entered in the Books of Accounts. The Fair Value indicates the amount that is easily realisable if sold in the open market as on date, based on the market value of the shares available.

No Estimates are made in Valuation of Financial Assets on Fair Value. There are no financial Liabilities to be recognised in the Financial Statements

Note 27 Financial Risk Management

In the ordinary course of business, the Company is exposed to a different extent to a variety of financial risks: Market Fluctuations, Interest rate risk, Government Policies, liquidity risk, and price risk . In order to minimize any adverse effects on the financial performance of the group, Short Term & Long Term Deposits, Short Term & Long Term Advances are Kept with the Bank and other parties with fixed rate of Interest.

Note 28 Capital Management

The Company manages its capital to ensure that the Company entities will be able to continue as a going concern while maximizing the return to the equity holders through optimization of the debt to equity balance. The management of the Company reviews the capital structure on a regular basis. Based on the results of this review, the Company takes steps to balance its overall capital structure through repayments of existing debt liabilities.

Consistent with others in the industry, the group monitors capital on the basis of the optimum gearing ratio of Net debt (comprising total borrowings net of cash & cash equivalents and current investment) in proportion to Total Equity.

Other Notes -
Note 29 Disclosures under Indian Accounting Standard 108 - Operating Segment

Note :- There is only one 'Business segment' and 'Geographical segment'

Note 30 Disclosures under Ind AS 24 -Related Party Transactions

(A) Key Management Personnel (KMP)

S.N.	Name of Director	Designation
1	Mr. Nitin Aggarwal	Managing Director
2	Mr. Krishan Kumar Aggarwal	Non-Executive Director
3	Mr. Tarsem Kumar Jain	Independent Director (resigned w.e.f. 29/09/2023)
4	Mr. Deepika Jain	Independent Director (resigned w.e.f. 29/09/2023)
5	Mr. Sunit Gupta	Independent Director (resigned w.e.f. 29/09/2023)
6	Mr. Amit Singh Tomar	Independent Director (appointed w.e.f. 25/09/2023)
7	Ms. Shefali Kesarwani	Independent Director (appointed w.e.f. 25/09/2023)
8	Mr. Jitender Kumar	Chief Financial Officer
9	Mr. Arihant Sukhlecha	Company Secretary
10	Ms. Sarita	Company Secretary (resigned w.e.f. 29/09/2023)

(B) Details of transaction undertaken with Related Party during the year 2023-24

			In Rs."Lakhs"	
S.N.	Name of Director	Nature of payment	For the year ended 31 March, 2024	For the year ended 31 March, 2023
1	Mr. Jitender Kumar	Salaries & Perquisites and Allowances	2.86	6.00
2	Mr. Arihant Sukhlecha	Salaries & Perquisites and Allowances	.87	.08
3	Ms. Shefali Kesarwani	Sitting Fee	.30	.00
4	Mr. Amit Singh Tomar	Sitting Fee	.30	.00
5	Ms Sarita	Salaries & Perquisites and Allowances	2.40	.00

Note 31 Disclosures under Indian Accounting Standards 33 :- Earnings Per share

Particulars	For the year ended 31 March, 2024	For the year ended 31 March, 2023
Earnings per Equity Share(For Continuing Operation) :		
Net profit / (loss) for the year	-35.83	8.32
Less: Preference dividend and tax thereon	-	-
Net profit / (loss) for the year attributable to the equity shareholders	-35.83	8.32
Add: Interest expense and exchange fluctuation on convertible bonds (net)	-	-
Profit / (loss) attributable to equity shareholders (on dilution)	-35.83	8.32
Weighted average number of equity shares for Basic EPS	4000.00	4000.00
Add: Effect of Warrants, ESOPs and Convertible bonds which are dilutive	-	-
Weighted average number of equity shares - for diluted EPS	4000.00	4000.00
Par value per share	10	10
Earnings per share - Basic	-0.90	0.21
Earnings per share - Diluted	-0.90	0.21

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Note 32(a)

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March, 2024		As at 31 March, 2023	
	(in Rs.)		(in Rs.)	
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	NIL		NIL	
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	NIL		NIL	
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	NIL		NIL	
(iv) The amount of interest due and payable for the year	NIL		NIL	
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	NIL		NIL	
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	NIL		NIL	

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Note 32(b)

Trade Payable ageing schedule

Particulars	Outstanding for following periods from due date of payment #				Total
	Less than 1 year	1-2 years	2-3 years	more than 3 years	
(i) MSME	Nil	Nil	Nil	Nil	Nil
(ii) Others	Nil	Nil	Nil	Nil	Nil
(iii) Disputed Dues- MSME	Nil	Nil	Nil	Nil	Nil
(iv) Disputed Dues- Others	Nil	Nil	Nil	Nil	Nil

Note 32(c)

Trade Receivable ageing schedule

Particulars	Outstanding for following periods from due date of payment #					Total
	Less than 6 months	6 months- 1year	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade receivables- considered good	21.52	Nil	Nil	Nil	Nil	21.52
(ii) Undisputed Trade receivables- considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil
(iii) Disputed Trade receivables- considered good	Nil	Nil	Nil	Nil	Nil	Nil
(iv) Disputed Trade receivables- considered doubtful	Nil	Nil	Nil	Nil	Nil	Nil

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