

STERGIC RETAIL PRIVATE LIMITED

Registered Office: Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086 CIN: U21006DL2024PTC425359; Email: stergicretail@gmail.com

NOTICE

Notice is hereby given that the 2nd Annual General Meeting of Stergic Retail Private Limited will be held on Monday, 11th August, 2025 at 11:00 A.M. at the registered office of the Company at Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086, to transact the following business:

ORDINARY BUSINESS:

1. To receives, consider and adopt the audited financial statements of the company for the year ending 31st March, 2025, which comprise the balance sheet as at 31st March, 2025, the statement of profit and loss for the period ended on 31st March, 2025 together with the reports of the directors and auditors thereon.
To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT, the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025 together with the reports of Board and Auditors thereon be and hereby considered and adopted."

2. To appoint a director in place of Mr. Nikhil (DIN: 10467806), who retires by rotation, and being eligible, offers himself for re-appointment:
To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Nikhil (DIN: 10467806), who retires by rotation at this meeting be and is hereby re-appointed as a Director of the Company."

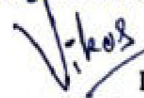
3. To appoint Auditor and to fix their remuneration and in this regard to consider and if, thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendations by the Board of Directors of the Company, M/s. Ankit G & Co, Chartered Accountants (FRN No.- 034186N) be and are hereby appointed as the statutory auditors of the Company for a term of 5 (Five) consecutive years from the conclusion of the 2nd Annual General Meeting from the conclusion of 7th Annual General Meeting of the Company i.e. for the Financial Year 2025-26 till the Financial Year 2029-30 on such remuneration as may be decided by the Board in addition to any out-of-pocket expenses incurred by the auditors."

RESOLVED FURTHER THAT any one of the directors of the company be and is hereby authorized to do all necessary acts, deeds and things and execute such other documents as may be necessary for the purpose of giving effect to this resolution.

Date: 12.05.2025
Place: Delhi

For and Behalf of Board
Stergic Retail Private Limited
For Stergic Retail Private Limited

 Vikas
Director
DIN: 10467806

STERGIC RETAIL PRIVATE LIMITED

Registered Office: Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086 CIN: U21006DL2024PTC425359; Email: stergicretail@gmail.com

NOTES

1. A member entitled to attend and vote is entitled to appoint a proxy or proxies to attend and vote at the meeting instead of himself /herself and such proxy need not be a member of the company. Proxies in order to be effective must be deposited at the registered office of the company, not less than forty-eight hours before the commencement of the aforesaid meeting.
2. Documents referred to in the Notice are open for inspection at the registered office of the Company up to the time of Annual General Meeting.
3. Members are requested to affix their signatures at the space provided for on the attendance sheet annexed to the proxy form handover the Attendance Slip at the entrance to the place of meeting.
4. Corporate members intending to send their authorised representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual general Meeting.

Date: 12.05.2025

Place: Delhi

For and Behalf of Board
Stergic Retail Private Limited
For Stergic Retail Private Limited



Vikas

Director

DIN: 10467809

STERGIC RETAIL PRIVATE LIMITED

Registered Office: Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086 CIN: U21006DL2024PTC425359; Email: stergicretail@gmail.com

ATTENDANCE SLIP

2nd Annual General Meeting Scheduled on Monday, 11th August, 2025 at 11:00 A.M. at Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086

Regd. Folio No. / DP ID Client ID/Ben. A/C No. of shares held

I certify that I am a registered shareholder/ proxy for the registered Shareholder of the Company and hereby record my presence at the Annual General Meeting of the company on Monday, the 11th August, 2025 at 11:00 A.M. At No. Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086

Member's / Proxy's name in Block letters: _____

Member's / Proxy's Signature: _____

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

STERGIC RETAIL PRIVATE LIMITED

Registered Office: Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086 CIN: U21006DL2024PTC425359; Email: stergicretail@gmail.com

FORM NO. MGT-11

PROXY FORM

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

CIN : U21006DL2024PTC425359
Name of the Company : STERGIC RETAIL PRIVATE LIMITED
Registered office : Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086

Name of the member (s) :

Registered address :

E-mail ID :

I/We, being the member (s) of shares of the above-named company, hereby appoint

1. Name :
Address :
E-mail Id :
Signature: or failing him

2. Name :
Address :
E-mail Id :
Signature: or failing him

3. Name :
Address :
E-mail Id :
Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on the Monday, the 11th Day of August, 2025 at 11:00 A.M. at Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.....
2.....
3.....

Signed thisday of2025

Signature of shareholder

Signature of shareholder

Signature of Proxy holder(s)

Note : This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix Revenue Stamp

STERGIC RETAIL PRIVATE LIMITED

Registered Office: Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086 CIN: U21006DL2024PTC425359; Email: stergicretail@gmail.com

ROUTE MAP

Shop No G-9 Shivam Plaza, Sector 21, Rohini, Begumpur, Delhi-110086



DIRECTOR'S REPORT

To,
The Members,
Stergic Retail Private Limited

The Directors of company have pleasure in presenting their Second Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2025.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY

The Financial results of the Company are as under:

| PARTICULARS | CURRENT YEAR (2024-25) | PREVIOUS YEAR (2023-24) |
|----------------------------|------------------------|-------------------------|
| Income | 38,16,72,580 | 1,55,18,763 |
| Expenditure | 33,70,06,961 | 1,51,55,591 |
| Profit/ Loss before Tax | 4,46,65,619 | 3,63,172 |
| Less: Tax | 1,31,90,299 | 96,312 |
| Deferred Tax | (202) | 202 |
| Net Profit/ Loss after Tax | 3,14,75,522 | 2,66,860 |

2. THE STATE OF THE COMPANY'S AFFAIRS:

During the financial year 2024-25, the Company reported a total turnover of ₹38,16,72,580, showing a significant increase compared to the previous year's turnover of ₹1,55,18,763 in 2023-24. This sharp growth reflects a strong improvement in business operations and market expansion. The Company also recorded a net profit of ₹3,14,75,522 in FY 2024-25, which is a major increase from the profit of ₹2,66,860 reported in FY 2023-24.

This remarkable growth highlights the Company's strong performance during the year and sets a solid foundation for future progress.

3. THE CHANGE IN THE NATURE OF BUSINESS, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

During the financial year 2024-25, there has not been any change in the nature of the business activities of the Company.

4. DIVIDEND:

For the year under review, the Directors do not recommend any dividend with the view of reinvesting the surplus for the growth of business.

5. THE AMOUNTS, IF ANY, WHICH IT PROPOSES TO, CARRY TO ANY SPECIFIC RESERVES:

During the F.Y. 2024-25, the company has not transferred any amount to any specific reserve of the company.

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the financial year 2024-25, the Board of Directors of the Company was duly constituted.

The Board composition is hereunder for your reference:

| Sr. No. | DIN | Name | Designation | Date of Appointment |
|---------|----------|--------------|-------------|---------------------|
| 1. | 10467805 | VIKAS | Director | 17/01/2024 |
| 2. | 10467806 | NIKHIL BATRA | Director | 17/01/2024 |

Further, none of the directors of the Company is disqualified u/s 164(2) of the Companies Act, 2013 during the year under report.

MEETINGS OF THE BOARD OF DIRECTORS:

During the financial year ended 31st March, 2025, Four Board meetings were held.

1. 4th May, 2024
2. 12th August, 2024
3. 21st October 2024
4. 15th January, 2025

7. DETAILS OF DIRECTOR OR KEY MANAGERIAL PERSONNEL APPOINTED/ REAPPOINTED OR RESIGNED:

During the F.Y. 2024-25, there was no any change in the appointment/ resignation of Director of KMP of the company.

8. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE- APPOINTMENT, IF ANY:

Not applicable since the Company does not fall under the class of company which are required to appoint Independent Directors as per rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014.

9. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

During the financial year, the Company did not have any Subsidiary, Joint Venture, or Associate Company, as required to be disclosed under the provisions of Section 134(3)(q) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

10. AUDITORS:

Pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 A G H A ASSOCIATES, Chartered Accountants, (FRN:0024915N) having office at Delhi were appointed as Statutory Auditors of the Company from the conclusion of Annual

Meeting held in the year 2024 until the conclusion of the Annual General Meeting held in the year 2029 but on receipt of resignation letter, A G H A Associates resigned from the post of statutory auditors of the company.

Further, pursuant to the provisions of Sections 139(8) and other applicable provisions of the Companies Act, 2013, M/s. Ankit G & Co, Chartered Accountants (FRN No.- 034186N) is appointed as the Statutory Auditors of the company with effect from 21st October, 2024 for the FY 2024-25 to fill the casual vacancy caused by the resignation of M/s. A G H A & Associates (Firm Registration No.- 024915N) to hold the office till the conclusion of 2nd Annual General Meeting of the company.

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

11. RISK MANAGEMENT POLICY:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed to mitigating actions on a continuing basis.

12. DISCLOSURE OF ANNUAL RETURN:

As per the provisions of the Act, the Company has to mention the web address, if any, where annual return referred to in sub-section (3) of section 92 has been placed. However, at present the Company has not maintained any website hence the Company is unable to provide web-link for the aforesaid purpose.

13. DEPOSITS:

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2025. There were no unclaimed or unpaid deposits as on March 31, 2025.

14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

Pursuant to the provision of section 186 of the Companies Act, 2013 the particulars of loans, guarantees and investment, if any, have been disclosed in the notes of financial statements.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO SUB-SECTION (1) OF SECTION 188:

During the financial year 2024-25 under review, the company has entered into Contracts or Arrangements with related parties pursuant to the provision of sub-section (1) of section 188 of the Companies Act, 2013. In connection with this, Form AOC-2 is attached as ANNEXURE-I.

16. THE DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

During the financial year 2024-25 under review no significant and material orders has been passed by the regulators or courts or tribunals, which can impact the going concern status and company's operations in future.

17. THE DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

During the period under review, the Company has maintained an adequate system of internal control to ensure operational efficiency and compliance with applicable laws and regulations. However, pursuant to the provisions of the Companies Act, the Company is exempt from the requirement to maintain internal financial controls, having duly considered the thresholds pertaining to its paid-up share capital and turnover.

18. CORPORATE SOCIAL RESPONSIBILITY:

During the period under review the Company is not covered under the criteria of applicability of Corporate Social Responsibility pursuant to the provision of section 135 of the Companies Act, 2013.

19. SECRETARIAL AUDIT:

During the period under review the Company is not covered under the criteria of applicability of Secretarial Audit pursuant to the provision of section 204 of the Companies Act, 2013.

20. MATERIAL CHANGES AND COMMITMENTS:

No other material changes and commitments affecting the financial position of the company occurred between the end of the financial year of the company to which the balance sheet relates and date of this report.

21. EXTRACT OF ANNUAL RETURN:

As per the provisions of the Act, the company has to mention the web address, if any, where annual return. Referred to in sub-section (3) of section 92 has been placed. However, at present the company has not maintained any website hence the company is unable to provide web-link for the aforesaid purpose.

22. VIGIL MECHANISM:

During the period under review the Company is not covered under the criteria of applicability of Rule-7 of The Companies (Meetings of Board & its Powers) Rules, 2014.

23. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013.

Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

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

| | |
|--------------------------|---|
| Conservation of Energy | The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. |
| Technology Absorption | Nil |
| Foreign Exchange Earning | Nil |
| Foreign Exchange Outgo | Nil |

25. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING, PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

There is no application made or any proceeding, pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year

26. DISCLOSURES UNDER SECTION 134(3)(L) PERTAINING TO MATERIAL CHANGES AND COMMITMENTS WHICH CAN AFFECT THE FINANCIAL POSITION OF THE COMPANY WHICH OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY AND DATE OF THIS REPORT:

Except as disclosed elsewhere in this report, there have been no material changes and commitments which can affect the financial position of the Company which occurred between the end of the financial year of the Company and date of this report.

27. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(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 had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

28. ACKNOWLEDGEMENTS:

The Directors wish to place on record their appreciation to the hard efforts put in by all the employees at all level for the success of the Company. The Directors of company have pleasure in placing on record their appreciation of the valuable co-operation of the Bankers and customers.

For STERGIC RETAIL PRIVATE LIMITED

| | | |
|----------------------------------|---|---|
| Date: 12.05.2025 Place: Delhi | For Stergic Retail Private Limited  Nikhil Director Director DIN: 10467806 | For Stergic Retail Private Limited  Vikas Director DIN: 10467805 |
|----------------------------------|---|---|

ANNEXURE-I

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis:
The Company has not entered into any contract or arrangement with its related parties which is not at arm's length during Financial Year 2024-25.

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

Name(s) of the related party and nature of relationship - Royal Sense Limited

(b) Nature of contracts/arrangements/transactions - Purchase

(c) Duration of the contracts/arrangements/transactions - for the F.Y. 2024-25

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: the transaction made by the company in the Ordinary course of Business.

(e) Date(s) of approval by the Board, if any: NA

(f) Amount paid as advances, if any: NIL

For STERGIC RETAIL PRIVATE LIMITED
For Stergic Retail Private Limited

Vikas
Director
DIN: 10467805

Director

For Stergic Retail Private Limited

Nikhil
Director
DIN: 10467806

Director



Ref.

Dated.....

Independent Auditor's Report

To the Members of M/s STERGIC RETAIL PRIVATE LIMITED
Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of STERGIC RETAIL PRIVATE LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2025, the statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| S. No. | Key Audit Matter | Auditor's Response |
|--------|------------------|--------------------|
| 1. | | NIL |





Ref. ~~Information other than the financial statements and auditors' report thereon~~

Dated.....

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing 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.

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

The Company is a subsidiary of a listed public company and the financial statements have been prepared in compliance with the provisions of Section 129 and Section 134 of the Companies Act, 2013 read with Schedule III thereto and applicable Accounting Standards notified under Companies (Indian Accounting Standards) Rules, 2015 (as amended).

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

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

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.





Ref.

Dated.....

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in





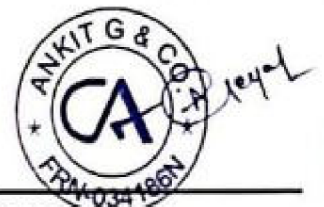
Ref. evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements. Dated.....

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards (Ind AS) specified under Section 133 of the Act and rules made thereunder.
 - e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) This report does not include report relating to internal financial controls as required u/s 143(3)(i) pursuant to Notification No. GSR 583(E) dated 13.06.2017 issued by MCA.
 - g) 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, in our opinion and according to the information and 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. The Company being a wholly owned subsidiary of a listed public company, the limits prescribed under Section 197 are applicable. No remuneration paid by the Company exceeded the limits prescribed under Section 197 read with Schedule V to the Act.





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

Dated.....

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.
- v. No dividend have been declared or paid during the year by the company.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.





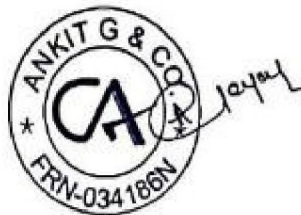
Ref.

Dated.....

UDIN AS PER ICAI:

For Ankit G & Co.
Chartered Accountants
FRN: 034186N

CA. Ankit Goyal
Partner
M.No. 529874
UDIN: 25529874BMHYKH7066
Date: 12.05.2025
Place: Delhi





Ref.

Dated.....

Annexure 'A' to the Independent Auditor's Report

Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report of even date

We report that:

Clause 3(i): Property, Plant and Equipment and Intangible Assets

(i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

(B) The Company does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

Clause 3(ii): Inventory and Working Capital

(ii) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more were noticed.





Ref. Dated.....

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not been sanctioned during any point of time of the year, working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

Clause 3(iii): Loans, Advances and Investments

- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

Clause 3(iv): Section 185 and 186 Compliance

- (iv) According to the information and explanations given to us and on the basis of our examination of the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied.

Clause 3(v): Deposits

- (v) The company has not accepted any public deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.

Clause 3(vi): Cost Records

- (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.

Clause 3(vii): Statutory Dues





Ref.(vii)..... **Dated.....**

(a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on **31st of March, 2025** for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute except following : (if applicable) :

| Name of the Statute | Nature of the Dues | Amount (Rs.) | Period to which the amount relates | Forum where Dispute is pending | Remarks, if Any |
|---------------------|--------------------|--------------|------------------------------------|--------------------------------|-----------------|
| NIL | | | | | |

Clause 3(viii): Unrecorded Income

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

Clause 3(ix): Loans and Borrowings

- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been declared a willful defaulter by any bank or financial institution or other lender;
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.





Ref. Dated.....

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the company.

(e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31st March, 2025. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31st March 2025. Accordingly, clause 3(ix)(f) is not applicable.

Clause 3(x): IPO/FPO and Private Placements

(x) (a) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

Clause 3(xi): Fraud

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company

Clause 3(xii): Nidhi Company

(xii) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable.





Ref.~~Clause 3(xiii):~~ Related Party Transactions

Dated.....

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

Clause 3(xiv): Internal Audit

- (xiv) In our opinion and based on our examination, the company does not require to have an internal audit system. Accordingly, clause 3(xiv)(a), of the Order is not applicable

Clause 3(xv): Non-Cash Transactions

- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company

Clause 3(xvi): Registration under RBI Act

- (xvi) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable. ,
- (c) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.

Clause 3(xvii): Cash Losses





Ref.(xvii).....Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year. Dated.....

Clause 3(xviii): Resignation of Auditors

(xviii) The Statutory Auditor of the Company has resigned during the year and the new auditor was appointed as per the provisions of Section 139 and Section 140 of the Companies Act, 2013. There were no issues, objections or concerns raised by the outgoing auditor.

Clause 3(xix): Material Uncertainty

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

Clause 3(xx): CSR

(xx) Based on our examination, the provision of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

Clause 3(xxi): Consolidated Financial Statements

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

UDIN AS PER ICAI: 25529874BMIIYKH7066

for Ankit G & Co.
Chartered Accountants
FRN: 034186N





Ref.

Dated.....

CA. Ankit Goyal
Partner
M.No. 529874

Date: 12th May, 2025
Place: Delhi



Name & Address of
Status
YEAR ENDED
Assessment Year

STERGIC RETAIL PRIVATE LIMITED
PRIVATE LIMITED COMPANY
31.03.2025
2025-26

BUSINESS INCOME

| | | |
|---|---------------|---------------|
| Net Profit as per Profit & Loss | 44,665,618.78 | 44,665,618.78 |
| <u>Add: Items Considered Separately</u> | | |
| Depreciation as per Profit & Loss Account | - | - |
| Interest towards late deposit of TDS | - | - |
| Disallowance U/s 40(a)(ia)-TDS Not Deducted | - | - |
| Interest on Loans (TDS not deducted) | - | - |
| Addl. C FORM Demand | - | - |
| ESI LATE DEPOSIT DISALLOWED U/S 36(1)(va) | - | - |
| ROC Late Fees | - | - |
| | - | 44,665,618.78 |

Less:

| | | |
|---|---|---------------|
| Leave Encashment of earlier year Paid during the year | | |
| Deduction u/s 35D (1/5) | - | - |
| Profit on sale of fixed assets | - | - |
| Dep. As per Income Tax Act | - | - |
| | | 44,665,618.78 |

INCOME FROM OTHER SOURCES

| | | |
|-------------------------------|--|---------------|
| Interest received on deposits | | - |
| TOTAL INCOME | | 44,665,618.78 |
| ROUNDED OFF | | 44,665,620.00 |
| Less: B/F Losses | | - |
| | | 44,665,618.78 |

NOTES ATTACHED TO AND FORMING PART OF RETURN OF INCOME

Income tax calculation

| | |
|--|---------------|
| Tax payable on Loss of Rs. 0/- comes to Rs. NIL | - |
| As per the normal provisions on Profit | 11,166,404.70 |
| As per the special provisions on Book Profit of Rs. NIL. | - |
| Surcharge | 781,648.33 |
| Education cess @ 4% | 477,922.00 |
| TOTAL TAX PAYABLE | 12,425,975.02 |
| Rounded Off To Nearest Rs. 10 | 12,425,980.00 |
| Less: TDS deducted | 104,355.00 |
| | 12,321,625.00 |
| Less: Advance Tax | - |
| Tax Payable/(Refund) | 12,321,625.00 |
| Add : Interest u/s 234B | 246,432.50 |
| Interest u/s 234A | - |
| Interest u/s 234C | 622,241.00 |

For Stergic Retail Private Limited
Director

| | |
|----------------------|---------------|
| Tax Payable/(Refund) | 13,190,298.50 |
|----------------------|---------------|

CALCULATION OF TAX PAYABLE AS PER SECTION 115JB

| | |
|--|---------------|
| BOOK PROFIT AS PER PROFIT & LOSS ACCOUNT | 44,665,618.78 |
| ROUNDED OFF TO RS. 10 /- | 44,665,620.00 |

| | |
|---------------------|--------------|
| TAX @ 15% | 6,699,843.00 |
| Surcharge @ 7% | 468,989.01 |
| Education cess @ 4% | 286,753.00 |
| Total Tax Payable | 7,455,585.01 |

| | |
|-------------|---------------|
| TAX PAYABLE | 12,425,980.00 |
|-------------|---------------|

| | |
|-------------------------------|------------|
| Less TDS deducted/Advance Tax | 104,355.00 |
|-------------------------------|------------|

| | |
|---|--------------|
| Tax Payable/(Refund) AS PER MAT PROVISION | 7,351,230.01 |
|---|--------------|

| | |
|--------------------------|---------------|
| PROVISION FOR INCOME TAX | 13,190,299.00 |
|--------------------------|---------------|

| | |
|----------------|---------------|
| TAX TO BE PAID | 13,190,299.00 |
|----------------|---------------|

For Stergic Retail Private Limited
[Signature]
Director

STERGIC RETAIL PRIVATE LIMITED

G-9, SHIVAM PLAZA, SECTOR-21 ROHINI DELHI-110086

CIN: U21006DL2024PTC425359

BALANCE SHEET AS AT 31ST MARCH, 2025

| Particulars | Note No. | Figures as at the end of 31.03.2025 | Figures as at the end of 31.03.2024 |
|--|----------|--|--|
| | | (Rs. In Hundreds) | (Rs. In Hundreds) |
| I.EQUITY AND LIABILITIES | | | |
| (1) Shareholder's Funds | | | |
| (a) Share Capital | 3 | 1,000.00 | 1,000.00 |
| (b) Reserves and Surplus | 4 | 317,423.82 | 2,668.60 |
| (c) Money Received against Share warrants | | - | - |
| (2) Share Application Money Pending Allotment | | - | - |
| (3) Non-Current Liabilities | | | |
| (a) Long-Term Borrowings | | - | - |
| (b) Deferred Tax Liabilities(Net) | 10 | - | 2.02 |
| (4) Current Liabilities | | | |
| (a) Short-Term Borrowings | 5 | 1,353,400.00 | 320,000.00 |
| (b) Trade Payables | 6 | | |
| Micro Enterprises and small enterprises | | - | 148,379.84 |
| Other than Micro Enterprises and small enterprises | | 194.86 | - |
| (c) Other Current Liabilities | 7 | 22,804.49 | 543.30 |
| (d) Short-Term Provisions | 8 | 131,902.99 | 961.10 |
| Total Equity & Liabilities | | 1,826,726.16 | 473,554.86 |
| II.ASSETS | | | |
| (1) Non-Current Assets | | | |
| (a) Property, Plant & Equipment | | | |
| (i) Tangible assets | 9 | - | - |
| (ii) Intangible assets | | - | 112.78 |
| (2) Current Assets | | | |
| (a) Current Investments | | | |
| (b) Inventories | 11 | 276,018.08 | 401,926.06 |
| (c) Trade Receivables | 12 | 563,191.60 | - |
| (d) Cash and cash equivalents | 13 | 986,472.93 | 15,148.54 |
| (e) Short-term loans and advances | 14 | 1,043.55 | 56,367.47 |
| (f) Other current assests | | - | - |
| Total Assets | | 1,826,726.16 | 473,554.86 |

See accompanying notes to the Financial Statements 1-36

This is the Balance Sheet referred to in our Report of even date.

For Ankit G & Co.

Chartered Accountants

FRN : 034186N



CA Ankit Goyal

Partner

M. No. : 529874

UDIN:25529874BMHYKH7066

M/s Stergic Retail Private Limited

For Stergic Retail Private Limited

(Vikas)
Director
DIN:10467805

For Stergic Retail Private Limited

(Nikhil Batra)
Director
DIN: 10467806

Director

Place: Delhi

Date:12.05.2025

STERGIC RETAIL PRIVATE LIMITED

G-9, SHIVAM PLAZA, SECTOR-21 ROHINI DELHI-110086

CIN: U21006DL2024PTC425359

STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED 31ST MARCH 2025

| S. No | Particulars | Note No. | Figures as at the end of 31.03.2025 | Figures as at the end of 31.03.2024 |
|-------|---|----------|--|--|
| | | | (Rs. In Hundreds) | (Rs. In Hundreds) |
| | Revenue | | | |
| I | Revenue from operations | 15 | 3,816,725.80 | 155,187.63 |
| II | Other Income | | - | - |
| III | III. Total Revenue (I +II) | | 3,816,725.80 | 155,187.63 |
| IV | Expenses: | | | |
| | Cost of Materials Consumed | | - | - |
| | Purchases of Stock in Trade | 16 | 3,217,889.05 | 551,691.09 |
| | Changes in Inventories of Finished Goods, Work-In-Progress and Stock-In-Trade | 17 | 125,907.99 | (401,926.06) |
| | Employee Benefit Expense | 18 | 11,539.12 | - |
| | Finance Costs | | - | - |
| | Depreciation and Amortization Expense | 19 | - | 7.22 |
| | Other Expenses | 20 | 14,733.46 | 1,783.67 |
| | Total Expenses (IV) | | 3,370,069.61 | 151,555.91 |
| V | Profit before exceptional and extraordinary items and tax (III-IV) | | 446,656.19 | 3,631.72 |
| VI | Exceptional Items | | - | - |
| VII | Profit before extraordinary items and tax (V - VI) | | 446,656.19 | 3,631.72 |
| VIII | Extraordinary Items | | - | - |
| IX | Profit before tax (VII - VIII) | | 446,656.19 | 3,631.72 |
| X | Tax expense: | | | |
| | (1) Current tax | 8 | 131,902.99 | 961.10 |
| | (2) Deferred tax | 10 | (2.02) | 2.02 |
| | Excess or short for previous years | | - | - |
| XI | Profit/(Loss) for the period from continuing operations (IX-X) | | 314,755.22 | 2,668.60 |
| XII | Profit/(Loss) for the period from discontinuing operations | | - | - |
| XIII | Tax expense of discontinuing operations | | - | - |
| XIV | Profit/(Loss) from discontinuing operations (after tax) (XII-XIII) | | - | - |
| XV | Profit (Loss) for the period (XI+XIV) | | 314,755.22 | 2,668.60 |
| XVI | Earning per equity share: | | | |
| | (1) Basic | 27 | 3,147.55 | 1.30 |
| | (2) Diluted | 27 | 3,147.55 | 1.30 |

See accompanying notes to the Financial Statements

1-36

This is the Balance Sheet referred to in our Report of even date.

For Ankit G & Co.
Chartered Accountants
FRN : 034186N

CA Ankit Goyal
Partner

M. No. : 529874 UDIN: 25529874BMHYKH7066

M/s Stergic Retail Private Limited

For Stergic Retail Private Limited

(Vikas)

Director

DIN: 10162905

Place: Delhi

Date: 12.05.2025

For Stergic Retail Private Limited

(Nikhil Batra)

Director

DIN: 10467806

Director

STERGIC RETAIL PRIVATE LIMITED
G-9, SHIVAM PLAZA, SECTOR-21 ROHINI DELHI-110086
CIN: U21006DL2024PTC425359

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2025

| PARTICULARS | Year ended 31.03.2025 (Rs in Hundreds) | | Year ended 31.03.2024 (Rs in Hundreds) | |
|--|--|--------------|--|--------------|
| A. Cash Flow from Operating Activities | | | | |
| Net profit before tax | | 446,656.19 | | 3,631.72 |
| Adjustments for non cash items | | | | |
| Depreciation & Amortised | | | 7.22 | |
| Interest Expense | | | | 7.22 |
| Operating Profit before Working Capital Changes | | 446,656.19 | | 3,638.94 |
| Adjustments for changes in working capital | | | | |
| Increase(-)/Decrease in Trade and Other receivables | (563,191.60) | | - | |
| Increase(-)/Decrease in Inventories | 125,907.99 | | (401,926.06) | |
| Increase(-)/Decrease in Loans & Advances | 55,323.92 | | (56,367.47) | |
| Increase(-)/Decrease in other Assets | - | | - | |
| Increase/Decrease(-) in Trade Payables | (148,184.98) | | 148,379.84 | |
| Increase/Decrease(-) in Other Current Liabilities | 153,203.08 | (376,941.59) | 1,504.40 | (308,409.30) |
| Cash generated from Operations | | 69,714.60 | | (304,770.36) |
| Taxes Paid | | 131,902.99 | | 961.10 |
| Net Cash flow from Operating activities | | (62,188.39) | | (305,731.46) |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | | | |
| Purchase of fixed Assets / CWIP | - | | (120.00) | |
| Receipt from Sale of Fixed Assets | 112.78 | | - | |
| Interest received | - | | - | |
| Net Cash (used in) / from Investing Activities | | 112.78 | | (120.00) |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | | | |
| Shares Capital | - | | 1,000.00 | |
| Share Application money collected | - | | - | |
| Share Premium Received | - | | - | |
| Unsecured Loans | 1,033,400.00 | | 320,000.00 | |
| from Share Capital | - | | - | |
| Interest Paid | - | | - | |
| Net Cash from/(used in) Financing Activities | | 1,033,400.00 | | 321,000.00 |
| Net decrease(-)/Increase in cash and cash equivalents (A+B+C) | | 971,324.39 | | 15,148.54 |
| Cash and cash equivalents as at beginning of the year | | 15,148.54 | | - |
| Cash and Cash equivalents as at end of the year | | 986,472.93 | | 15,148.54 |

***Notes:**

The above cash flow statement has been prepared under the indirect method set out in Accounting standard -3 on "Cash Flow

- Statement" issued by the Institute of Chartered Accountants of India, New Delhi
- Figures in brackets indicate cash outflow.
- Previous year figures have been regrouped and recast, wherever necessary, to confirm to the current year's presentation.
- The schedules referred to in the Balance Sheet and Profit & Loss Account form and integral part of the Cash Flow Statement.

For Ankit G & Co.
Chartered Accountants
FRN : 034186N

M/s Stergic Retail Private Limited

CA Ankit Goyal
Partner

M. No.: 529874 UDIN:25529874BMHYKH7066

For Stergic Retail Private Limited

Place: Delhi
Date: 12.05.2025

For Stergic Retail Private Limited

(Nikhil Batra)
Director
DIN: 10467806

For Stergic Retail Private Limited
Director

STERGIC RETAIL PRIVATE LIMITED

Nature of operations

Stergic Retail Private Limited ("the company") was incorporated on 17th January, 2024 under the provisions of The Companies Act, 2013. The Company is in the business of trading of pharmaceuticals items etc.

Significant Accounting Policies & Notes to Accounts

1. Basis of preparation of financial statements

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

2. Use of Estimates

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

3. Method of accounting

The Company follows mercantile system of accounting and recognizes income and expenditure on accrual basis.

4. Revenue Recognition

Expenses and Income considered payable and receivable respectively are accounted for on accrual basis.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

5. Property, Plant & Equipment



For Stergic Retail Private Limited

Vikas

Director

For Stergic Retail Private Limited

Pranav

Director

Property, Plant & Equipment including intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

Company has adopted cost model for all class of items of Property Plant and Equipment.

6. Depreciation

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Depreciation on assets acquired/sold during the year is recognised on a pro-rata basis to the statement of profit and loss till the date of acquisition/sale.

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the assets, net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

7. Inventories :-

Inventories are valued as under:-

1. Inventories : Lower of cost(FIFO) or net realizable value
2. Scrap : At net realizable value.

8. Sundry Debtors

Sundry debtors are stated after writing off debts considered as bad.

9. Foreign Currency Transactions

Transactions in foreign currencies entered into by the Company and its integral foreign operations are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Exchange differences arising on the settlement or restatement of monetary items at rates different from those at which they were initially recorded are recognized as income or expenditure in the year in which they arise.

10. Retirement Benefits:-



For Stergic Retail Private Limited

Director

For Stergic Retail Private Limited

Director

The retirement benefits are accounted for as and when liability becomes due for payment.

11. Borrowing Costs

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

12. Taxation

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.

13. Other Accounting Policies

Other accounting policies are consistent with generally accepted accounting principles.

14. Provisions, Contingent Liabilities and Contingent Assets:- (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligations can be made.

Contingent Liabilities is disclosed in Notes to the account for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.



For Stergic Retail Private Limited

Vitab

Director

For Stergic Retail Private Limited

Director

Director

NOTE NO. 2

Notes on Financial Statements

1. Salaries includes directors remuneration on account of salary Rs.10,00,000/- (Previous Year Rs. NIL/-)
2. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.
3. Payments to Auditors:

| Auditors Remuneration | 31.03.2025 (Rs.in Hundreds) | 31.03.2024(Rs.in Hundreds) |
|-----------------------|-----------------------------|----------------------------|
| Audit Fees | 250.00 | 250.00 |
| Tax Audit Fees | | |
| Company Law Matters | | |
| GST | | |
| Total | 250.00 | 250.00 |

4. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.
5. No provision for retirement benefits has been made, in view of accounting policy No. 10. The impact of the same on Profit & Loss is not determined.
6. Sundry creditors include Rs. Nil (previous year Rs. Nil) outstanding in respect of micro, small and medium enterprises covered under the Micro, Small and Medium Enterprises Act, 2006 to the extent such parties have been identified from the available information.
7. Additional Regulatory Information/disclosures as required by General Instructions to Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.
8. % of imported & indigenous raw material & consumables

| Particulars | 31.03.2025 (Rs.in Hundreds) | | 31.03.2024 (Rs.in Hundreds) | |
|-------------|-----------------------------|--------|-----------------------------|--------|
| | % | Amount | % | Amount |
| Imported | - | - | - | - |



For Stergic Retail Private Limited

Vikes

Director

For Stergic Retail Private Limited

Anty

Director

| | | | | |
|------------|---|---|---|---|
| Indigenous | - | - | - | - |
|------------|---|---|---|---|

9. Value of Imports

| | | |
|----------------|-----|-----|
| Raw Material | Nil | Nil |
| Finished Goods | Nil | Nil |

10. Expenditure in Foreign Currency Nil Nil

11. Earning in Foreign Exchange (Amount in Rs.) Nil Nil

12. Previous year figures have been regrouped/rearranged wherever necessary.

13. Additional Regulatory Information/disclosures as required by General Instructions to Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.

(a) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(b) The Company does not have any transactions with struck off companies under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956.

(c) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(d) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(1) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or

(2) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(e) The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall :



For Stergic Retail Private Limited

[Signature]

Director

For Stergic Retail Private Limited

[Signature]

Director

- i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or
 - ii. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (f) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (g) The Company has not been declared a willful defaulter by any bank or financial institution or other lender (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
- (h) The company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken, at the balance sheet date.
- (i) In the opinion of the Board, any of the assets other than Property, Plant and Equipment, Intangible Assets and non-current investments do not have a value on realization in the ordinary course of business at least equal to the amount at which they are stated, the fact that the Board is of that opinion, shall be stated.
- (j) There are no Loans or Advances in the nature of loans 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 repayable on demand or without specifying the terms of repayment.

for Ankit G & Co.
Chartered Accountants
FRN. 034186N

CA. Ankit Goyal
Partner
M. No. 529874
Place: Delhi

UDIN:25529874BMHYKH7066
Date: - 12.05.2025

M/s Stergic Retail Private Limited

For Stergic Retail Private Limited

Vikas
Vikas
Director
Director

DIN :10467805

For Stergic Retail Private Limited

Nikhil Batra
Director

Nikhil
Director

DIN :10467806

| 3. Share Capital | | | (Rs. In Hundreds) | |
|---|--|--|-------------------|------------------|
| Particulars | | | As at 31.03.2025 | As at 31.03.2024 |
| Authorized Share Capital 100,000 Equity Shares of Rs 10/- each (Previous year 100,000 Equity Shares of Rs. 10/- each) | | | 10,000.00 | 10,000.00 |
| | | | 10,000.00 | 10,000.00 |
| Issued, Subscribed & Paid up Capital 10,000 Equity Shares of Rs 10/- each fully paid-up (Previous year 10,000 Equity Shares of Rs. 10/- each fully paid-up) | | | 1,000.00 | 1,000.00 |
| | | | 1,000.00 | 1,000.00 |
| Total | | | | |

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

Shareholders holding more than 5% shares

| | | As at 31.03.2025 | | As at 31.03.2024 | |
|-------------|--|------------------|--|------------------|--|
| Particulars | | | | | |
| 1 | Equity Shares with Voting Rights Royal Sense Ltd No. of shares % held | 9,999 99.99% | | 9,999 99.99% | |
| | | | | | |
| 2 | Rishab Arora No. of shares % held | 1 0.01% | | 1 0.01% | |
| | | | | | |

Details of shares held by Promoters

| Promoter name | Particulars | As at 31.03.2025 | | | | As at 31.03.2024 | | | |
|-----------------|------------------------|---------------------|--------|---------------|--------|---------------------|---|---------------|-------|
| | | Shares at beginning | | Shares at end | | Shares at beginning | | Shares at end | |
| | | Number | % | Number | % | Number | % | Number | % |
| RISHAB ARORA | Equity [NV: 10.00] | 1 | 0.01% | 1 | 0.01% | - | - | 1 | 0.01 |
| ROYAL SENSE LTD | Equity [NV: 10.00] | 9999 | 99.99% | 9999 | 99.99% | - | - | 9999 | 99.99 |
| Total | | 10000 | 100% | 10000 | 100% | - | - | 10000 | 100 |
| | | | | | | | | | 0 |



For Stergic Retail Private Limited

Vk.9

Director

For Stergic Retail Private Limited

P. N. S.

Director

Reconciliation of the number of shares outstanding is set out below:

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|------------------|------------------|
| Equity Shares at the beginning of the year | 10,000 | - |
| Add: Shares Issued During the period | - | 10,000 |
| Equity Shares at the end of the year | 10,000 | 10,000 |

4. Reserves & Surplus

(Rs. In Hundreds)

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|---|------------------|------------------|
| Securities Premium Reserve | - | - |
| As per last Balance Sheet | - | - |
| Add: On issue of shares | - | - |
| Sub Total (A) | - | - |
| Surplus in Profit & Loss Account | - | - |
| As per last Balance Sheet | 2,668.60 | - |
| Add: Profit/ (Loss) of the current year | 314,755.22 | 2,668.60 |
| Sub Total (B) | 317,423.82 | 2,668.60 |
| Total [A + B] | 317,423.82 | 2,668.60 |

5. Short Term Borrowings

(Rs. In Hundreds)

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|---|------------------|------------------|
| Unsecured Loans from Holding Co. Royal Sense Ltd | 1,353,400.00 | 320,000.00 |
| Total | 1,353,400.00 | 320,000.00 |

6. Trade Payables

(Rs. In Hundreds)

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|---|------------------|------------------|
| Trade Payables | - | 148,379.84 |
| Micro, Small and Medium Enterprises | - | - |
| Other creditors for supplies, services and others | 194.86 | - |
| Total | 194.86 | 148,379.84 |

Trade Payables ageing schedules as at 31.03.2025

(Rs. In Hundreds)

| Particulars | Less than 1 Year | 1-2 year | 2-3 year | More than 3 years | Total |
|--------------------|------------------|----------|----------|-------------------|--------|
| MSME | - | - | - | - | - |
| Others | 194.86 | - | - | - | 194.86 |
| Disputed Dues-MSME | - | - | - | - | - |
| Disputed- Others | - | - | - | - | - |

Trade Payables ageing schedules as at 31.03.2024

(Rs. In Hundreds)

| Particulars | Less than 1 Year | 1-2 year | 2-3 year | More than 3 years | Total |
|--------------------|------------------|----------|----------|-------------------|------------|
| MSME | 148,379.84 | - | - | - | 148,379.84 |
| Others | - | - | - | - | - |
| Disputed Dues-MSME | - | - | - | - | - |
| Disputed- Others | - | - | - | - | - |



For Stergic Retail Private Limited

Vikas

Director

For Stergic Retail Private Limited

Arthy

Director

The details of amounts outstanding to Micro, Small and Medium Enterprises based on available information with the company is as under :

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--|------------------|------------------|
| Principal amount due and remaining unpaid | - | - |
| Interest due on above and the unpaid interest | - | - |
| Interest Paid | - | - |
| Payment made beyond the appointed day during the year | - | - |
| Interest due and payable for the period of delay | - | - |
| Interest accrued and remaining unpaid | - | - |
| Amount of further interest remaining due and payable in succeeding | - | - |
| Total | - | - |

7. Other Current Liabilities

(Rs. In Hundreds)

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|-------------------------|------------------|------------------|
| Other Payables | | |
| - Statutory Obligations | 160.00 | 113.30 |
| - TDS Payable | 12,577.29 | - |
| - GST Payable | 10,067.20 | 430.00 |
| - Others | | |
| Total | 22,804.49 | 543.30 |

8. Short Term Provisions

(Rs. In Hundreds)

| Particulars | As at 31.03.2025 | As at 31.03.2024 |
|--------------------------|-------------------|------------------|
| Provisions | | |
| Provision for Income Tax | 131,902.99 | 961.10 |
| Total | 131,902.99 | 961.10 |



For Stergic Retail Private Limited

Vikas

Director

For Stergic Retail Private Limited

Anty

Director

Note No. 9 Property, Plant and Equipment and Intangible assets as at 31st March, 2025

(Rs. In Hundreds)

| | | Assets | | Gross Block | | | | | | Accumulated Depreciation/ Amortisation | | | | Net Block | | | |
|---|----------------------|--------|--------|---------------------------|-------------------|---------------------|---------------------------------|---------------------------------------|--------------------------------|---|---|---------------------|-------------------|---|--------------------------------|------------------|------------------|
| | | | | Useful Life (In Years) | Balance as at | | Additions during the year | Revaluation increase (decrease) | Deletion during the year | Increase (Decrease) through net exchange difference | Other Adjustment (Gross Block) | Balance as at | | Deletion / adjustments during the year | Provided during the year | Balance as at | Balance as at |
| | | | | | 1st April 2024 | 31st March, 2025 | | | | | | 31st March, 2025 | 1st April 2024 | | | | |
| A | Intangible assets | | | | | | | | | | | | | | | | |
| | MARG SOFTWARE | 6 | 120.00 | - | - | - | 120.00 | - | - | - | 7.22 | - | 7.22 | - | - | 112.78 | |
| | Sub Total | | 120.00 | - | - | - | 120.00 | - | - | - | 7.22 | - | 7.22 | - | - | 112.78 | |
| | Total (A) | | 120.00 | - | - | - | 120.00 | - | - | - | 7.22 | - | 7.22 | - | - | 112.78 | |
| | P.Y Total | | - | 120.00 | - | - | - | - | - | 120.00 | - | 7.22 | - | 7.22 | 112.78 | - | |



For Stergic Retail Private Limited

(Signature)

Director

For Stergic Retail Private Limited

(Signature)

Director

| | | (Rs. In Hundreds) | |
|---------------------|------------------|-------------------|--|
| Deffered Tax Assets | | | |
| Particulars | As at 31.03.2025 | As at 31.03.2024 | |
| Deffered Tax Assets | - | 2.02 | |
| Total | - | 2.02 | |

| | | (Rs. In Hundreds) | |
|---------------------------------|------------------|-------------------|--|
| 11. Inventories | | | |
| Particulars | As at 31.03.2025 | As at 31.03.2024 | |
| Raw Material | - | - | |
| Stock in Trade | 276,018.08 | 401,926.06 | |
| Work In process | - | - | |
| Goods-in-transit (Raw Material) | - | - | |
| Total | 276,018.08 | 401,926.06 | |

Inventories of Stock in Trade, Finished Goods, Work in Process & Raw Materials are valued at lower of cost and net realisable value.

| | | (Rs. In Hundreds) | |
|--|------------------|-------------------|--|
| 12. Trade Receivables | | | |
| Particulars | As at 31.03.2025 | As at 31.03.2024 | |
| Unsecured and Considered Good | - | - | |
| (a) Outstanding for more than six months | 563,191.60 | - | |
| (b) Others | 563,191.60 | - | |
| Total | 563,191.60 | - | |

| | | (Rs. In Hundreds) | | | | | |
|---|-------------------|-------------------|----------|----------|-------------------|------------|--|
| Trade Receivables ageing schedules as at 31.03.2025 | | | | | | | |
| Particulars | Less than 6 month | 6 month -1 year | 1-2 year | 2-3 year | More than 3 years | Total | |
| (i) Undisputed Trade receivables (considered good) | 563,191.60 | - | - | - | - | 563,191.60 | |
| (ii) Undisputed Trade Receivables (considered doubtful) | - | - | - | - | - | - | |
| (iii) Disputed Trade Receivables considered good | - | - | - | - | - | - | |
| (iv) Disputed Trade Receivables considered doubtful | - | - | - | - | - | - | |
| (v) Provision for doubtful receivables | - | - | - | - | - | - | |

| | | (Rs. In Hundreds) | | | | | |
|---|-------------------|-------------------|----------|----------|-------------------|-------|--|
| Trade Receivables ageing schedules as at 31.03.2024 | | | | | | | |
| Particulars | Less than 6 month | 6 month -1 year | 1-2 year | 2-3 year | More than 3 years | Total | |
| (i) Undisputed Trade receivables (considered good) | - | - | - | - | - | - | |
| (ii) Undisputed Trade Receivables (considered doubtful) | - | - | - | - | - | - | |
| (iii) Disputed Trade Receivables considered good | - | - | - | - | - | - | |
| (iv) Disputed Trade Receivables considered doubtful | - | - | - | - | - | - | |
| (v) Provision for doubtful receivables | - | - | - | - | - | - | |

| | | (Rs. In Hundreds) | |
|----------------------------|------------------|-------------------|--|
| 13. Cash & Cash Equivalent | | | |
| Particulars | As at 31.03.2025 | As at 31.03.2024 | |
| Cash-in-Hand | - | - | |
| Cash Balance | 384.44 | 8,137.71 | |
| Sub Total (A) | 384.44 | 8,137.71 | |

For Stergic Retail Private Limited

For Stergic Retail Private Limited

Vikas

Director

Director

Director

| | | |
|----------------------------------|-------------------|------------------|
| Bank Balance | | |
| Bank Balance-Bank of Maharashtra | 23,735.77 | 6,010.83 |
| Bank Balance-RBL Bank | 960,944.88 | - |
| Bank Balance-Kotak Bank | 1,407.85 | 1,000.00 |
| Sub Total (B) | 986,088.49 | 7,010.83 |
| | | |
| Total [A + B] | 986,472.93 | 15,148.54 |

| 14. Short Terms Loans and Advances | | (Rs. In Hundreds) | |
|---|------------------|-------------------|--|
| Particulars | As at 31.03.2025 | As at 31.03.2024 | |
| Balances with Revenue Authorities - Unsecured Considered Good | | | |
| - TDS AY 2025-26 | 1,043.55 | | |
| - GST | - | 56,367.47 | |
| Total | 1,043.55 | 56,367.47 | |



For Stergic Retail Private Limited

Vik.9

Director

For Stergic Retail Private Limited

Anty

Director

15. Revenue from Operations

(Rs. In Hundreds)

| | Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|-------------------------|----------------------------------|----------------------------------|
| | Sales from Product | 3,784,724.20 | 155,187.63 |
| | Income from Services | 32,001.60 | - |
| | Other Operating Revenue | - | - |
| | Total | 3,816,725.80 | 155,187.63 |

16. Purchases

(Rs. In Hundreds)

| | Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|---------------------------|----------------------------------|----------------------------------|
| | Purchases -stock in ttade | 3,217,889.05 | 551,691.09 |
| | Total | 3,217,889.05 | 551,691.09 |

17. Change in Inventories of Finished Goods, Work In Progress and Stock In Trade

(Rs. In Hundreds)

| | Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|---|----------------------------------|----------------------------------|
| | Inventories at the beginning of the year | | |
| | Opening Stock - Finished Goods | - | - |
| | Opening Stock - Work In progress | - | - |
| | Opening Stock - Stock in Trade | 401,926.06 | - |
| | Sub Total (A) | 401,926.06 | - |
| | Inventories at the Closing of the year | | |
| | Closing Stock - Finished Goods | - | - |
| | Closing Stock - Work In progress | - | - |
| | Closing Stock - Stock in Trade | 276,018.08 | 401,926.06 |
| | Sub Total (B) | 276,018.08 | 401,926.06 |
| | Total (A-B) | 125,907.99 | (401,926.06) |

18. Employee Benefit Expense

(Rs. In Hundreds)

| | Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|--|----------------------------------|----------------------------------|
| | Salaries & Wages (including Director Remuneration) | 11,539.12 | - |
| | Contribution to ESI | - | - |
| | Staff welfare Exp. | - | - |
| | Total | 11,539.12 | - |

19. Depreciation & Amortised Cost

(Rs. In Hundreds)

| | Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|--------------|----------------------------------|----------------------------------|
| | Depreciation | - | 7.22 |
| | Total | - | 7.22 |

20. Other Expenses

(Rs. In Hundreds)

| | Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|---------------------------------|----------------------------------|----------------------------------|
| | Bank Charges | 3,220.21 | 179.35 |
| | Repairs and maintenance - Other | 1,053.15 | - |
| | Pre-Incorporation Exp | - | 161.44 |
| | Freight and Forwarding Charges | 143.70 | - |
| | Power & Fuel | 150.10 | - |
| | Fees & Subscriptions | 166.95 | - |
| | Audit Fees | 250.00 | 250.00 |



For Stergic Retail Private Limited

Director

For Stergic Retail Private Limited

Director

Note No.33 Ratios

| Particulars | Items included in numerator | Items included in denominator | Current Year | | Previous Year | |
|--------------------------------------|---|--|--------------|--|---------------|--|
| | | | Ratio | change in the ratio by more than 25% as compared to the preceding year | Ratio | change in the ratio by more than 25% as compared to the preceding year |
| (a) Current Ratio | Current Assets | Current Liabilities | 1.21 | No | 1.01 | No |
| (b) Debt-Equity Ratio | Long Term Debt + Short Term Debt | Shareholder equity | 4.25 | yes (Due to increase in Turnover) | 87.23 | No |
| (c) Debt Service Coverage Ratio | Earning Before Interest, tax, Depreciation & Amortisation | Total principal + Interest on Borrowings | - | - | - | No |
| (d) Return on Equity Ratio | Earning After Interest, tax, Depreciation & Amortisation | Average Shareholder's Equity | 0.99 | yes (Due to increase in Turnover) | 0.73 | No |
| (e) Inventory turnover ratio | Turnover | Average Inventory | 13.83 | yes (Due to increase in Turnover) | 0.39 | No |
| (f) Trade Receivables turnover ratio | Net Credit Sales | Average Trade Receivable | 6.78 | yes (Due to increase in Turnover) | - | No |
| (g) Trade payables turnover ratio | Net Credit Purchase | Average Trade Payable | 16,513.85 | yes (Due to increase in Turnover) | 3.72 | No |
| (h) Net capital turnover ratio | Total Sales | Average Working Capital | 11.99 | yes (Due to increase in Turnover) | 43.62 | No |
| (i) Net profit ratio | Net Profit | Net Sales | 0.08 | yes (Due to increase in Turnover) | 0.02 | No |
| (j) Return on Capital employed | Earning Before Interest & tax | Capital employed | 446.66 | yes (Due to increase in Turnover) | 0.99 | No |
| (k) Return on investment | | | #DIV/0! | | | No |



For Stergic Retail Private Limited

Vijay

Director

For Stergic Retail Private Limited

Om

Director

34 Additional regulatory information required by Schedule III to the Companies Act, 2013

The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(i)

There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey) that has not been recorded in the books of accounts.

(ii)

The Company has not come across any transaction occurred with struck-off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

(iii)

The Company has not been declared willful defaulter by any bank or financial institution or other lender or government or any government authority.

(iv)

The Company does not have any charges or satisfaction of charges which is yet to be registered with

(v)

Utilisation of borrowed funds and share premium:

(vi)

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

(i)

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or

(a)

provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(b)

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(ii)

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries); or

(a)

provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(b)

The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(vii)

The Company has not granted any loans or advances in the nature of loans either repayable on demand or otherwise.

(viii)

No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

(ix)

The Company has not received any whistle-blower complaint during the year.

(x)

35. In the Opinion of Board of Directors, the current assets, loan and advances have values which on realization in the ordinary course of business is at least equal to the amount stated in the Balance sheet and provision for the known liabilities have been made.



For Stergic Retail Private Limited

Vikas

Director

For Stergic Retail Private Limited

Anty

Director

| | | |
|------------------------------|------------------|-----------------|
| Telephone Exp | 69.76 | 29.94 |
| Legal & Professional Charges | - | 30.00 |
| Miscellaneous Expenses | 79.60 | (0.06) |
| Rent | 9,600.00 | 1,133.00 |
| Total | 14,733.46 | 1,783.67 |

21. Value of imports on C.I.F. Basis in Respect of

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|----------------------------------|----------------------------------|
| Raw Material and stock In Trade & Consumables | - | - |
| Capital Goods | - | - |

22. Payments To Auditors :

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|----------------------|----------------------------------|----------------------------------|
| Statutory Audit Fees | 250.00 | 250.00 |
| Tax Audit Fees | - | - |
| Taxation Matter | - | - |
| Others | - | - |
| Total | 250.00 | 250.00 |

23. Expenditure in Foreign Currency during the financial year on account of

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|------------------------------------|----------------------------------|----------------------------------|
| Royalty | - | - |
| Know-how | - | - |
| Professional and Consultancy Fees | - | - |
| Interest on Foreign Currency Loans | - | - |
| Raw Material & Consumables | - | - |
| Capital Goods | - | - |
| Others | - | - |

24. Total value of all imported raw materials, spare parts and components consumed during the financial year and the total value of all indigenous raw materials, spare parts and components similarly consumed and the percentage of each to the total consumption

25. The amount remitted during the year in foreign currencies on account of dividends with a specific mention of the total number of non-resident shareholders, the total number of shares held by them on which the dividends were due and the year to which the dividends related

26. Earnings in foreign exchange classified under the following heads, namely

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|----------------------------------|----------------------------------|
| Export of goods calculated on F.O.B. basis | - | - |
| Royalty, Know-how, professional and consultation fees | - | - |
| Interest and dividend | - | - |
| Other income, indicating the nature thereof | - | - |

27. Earnings Per Share (EPS)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|-------------|----------------------------------|----------------------------------|
|-------------|----------------------------------|----------------------------------|



For Stergic Retail Private Limited

Vikas

Director

For Stergic Retail Private Limited

Dmitry

Director

| | | |
|--------------------------------------|---------------|------------|
| Profit/(Loss) for the year (In Rs.) | 31,475,521.78 | 266,859.82 |
| No. of Equity Shares of Rs 10/- Each | 10,000 | 10,000 |
| Basic EPS (Rs) | 3,147.55 | 1.30 |
| Dilluted EPS (Rs) | 3,147.55 | 1.30 |

28. Earning in Foreign Exchange

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--------------------|----------------------------------|----------------------------------|
| Consultancy Income | - | - |

29. As per Accounting Standard 18, the disclosures of transactions with the related Parties

List of related parties where control exists and related parties with whom transactions have taken place and relationships:

29.1 Key Managerial Personnel

| Name | Designation |
|--------------|-------------|
| Nikhil Batra | Director |
| Vikas | Director |

29.2 Companies where Control Exists

| Name | Designation |
|-----------------|-----------------|
| ROYAL SENSE LTD | HOLDING COMPANY |

29.3 Related Parties, other than those mentioned above, where transactions have taken place during the year

| Name | Relationship |
|------|--------------|
| NIL | |

29.4 Transactions with Related Parties during the year

(Rs. In Hundreds)

| Nature of Transaction | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|-----------------------|----------------------------------|----------------------------------|
| Advance Taken | | |
| Royal Sense Ltd | 1,188,350.00 | 320,000.00 |
| Advance Repaid | | |
| Royal Sense Ltd | 154,950.00 | - |
| PURCHASE | | |
| Royal Sense Ltd | 402,318.88 | 271,101.10 |
| SALES | | |
| Royal Sense Ltd | 5,313.96 | - |
| DIRECTOR REMUNERATION | | |
| Nikhil Batra | 5,000.00 | - |
| Vikas | 5,000.00 | - |

29.5 Outstanding Balances as at the end of the year

(Rs. In Hundreds)

| Nature of Transaction | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|--|----------------------------------|----------------------------------|
| Royal Sense Ltd- Creditors | - | 148,379.84 |
| Royal Sense Ltd- Unsecured Loans | 1,353,400.00 | 320,000.00 |
| Director Remuneration payable-Vikas | 3,981.50 | - |
| Director Remuneration payable-Nikhil Batra | 5,000.00 | - |

30. Contingent Liabilities and Commitments :

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|-------------|----------------------------------|----------------------------------|
|-------------|----------------------------------|----------------------------------|

For Stergic Retail Private Limited

For Stergic Retail Private Limited

Vikas

Director

Director



| | | |
|---|---|---|
| Claims against the company/disputed liabilities not acknowledged as debts | - | - |
| Contingent Liabilities not provided in books | - | - |

31. Deferred Tax Assets / Deferred Tax Liability :

The Company has accounted provision for deferred taxes in accordance with AS -22 " Accounting for Taxes on Income " issued by Institute of Chartered Accountants of India ".

The Major components of Deferred Tax arising on account of temporary timing differences as at 31.03.2025

(Rs. In Hundreds)

| Particulars | For the year ended 31.03.2025 | For the year ended 31.03.2024 |
|---|----------------------------------|----------------------------------|
| Deferred Tax Liability | | |
| Depreciation | - | 2.02 |
| Total Deferred Tax Liability | - | 2.02 |
| Deferred Tax Asset | | |
| Depreciation | - | - |
| -Unabsorbed Loss / Depreciation | - | - |
| -Leave Encashment | - | - |
| -Gratuity | - | - |
| -Bonus | - | - |
| Total Deferred Tax Asset | - | - |
| Deferred Tax (Liability) / Asset (Net) | - | (2.02) |

(Deferred Tax Assets have been created to the extent of Deferred Tax Liabilities by adopting conservative approach, however actual Deferred tax Asset is more than what we have created as on 31.03.2025 and adjusted against previous year Deferred Tax Liabilities)

32. The balance in the party accounts whether in debit or credit are subject to confirmation. The Company has sent letter of balance confirmation to all the parties but only a few have responded so far, so the balances in the party accounts whether debit or credit are subject to reconciliation.



For Stergic Retail Private Limited

Vikas

Director

For Stergic Retail Private Limited

Ankit

Director

36. Previous Year figures have been regrouped and recast in brackets, wherever given are in respect of year unless stated otherwise, wherever necessary, to make them comparable to those of the current year.

For Ankit G & Co.

Chartered Accountants

FRN : 034186N

CA Ankit Goyal

Partner

M. No. : 529874

UDIN: 25529874BMHYKH7066



M/s Stergic Retail Private Limited

For Stergic Retail Private Limited

Vikas

(Vikas)

Director

DIN: 10467805

Place: Delhi

Date: 12.05.2025

For Stergic Retail Private Limited

(Nikhil Batra)

Director

DIN: 10467806

Nikhil

Director