

ANNUAL REPORT 2022-23

SARNIMAL INVESTMENT LIMITED

CIN: L65100DL1981PLC012431

**R/o: 508, 5th Floor, Arunachal Building, Barakhamba Road, New Delhi East
Delhi DL 110001 IN**

CORPORATE INFORMATION

<u>BOARD OF DIRECTORS</u> Mr. Sudhir Agarwal Director Mrs. Sandeep kaur Additional independent Director Mr. Nitin Agarwal MD/CFO Mr. Apoorv Agarwal Additional Director Mr. Malikhan Singh Yadav Independent Director	<u>STOCK EXCHANGE</u> <u>Metropolitan Stock Exchange of India Limited</u>
<u>REGISTERED OFFICE</u> 508, 5th Floor, Arunachal Building, Barakhamba Road, New Delhi 110001 CIN: L65100DL1981PLC012431 WEBSITE: www.sarnimal.com EMAIL: sarnimalinvestltd@gmail.com PHONE: 011-22481097	<u>NOMINATION AND REMUNERATION COMMITTEE</u> Mr. Sudhir Agarwal Chairman Mrs. Sandeep Kaur Member Mr. Malikhan Singh Yadav Member
<u>SECRETARIAL AUDITORS</u> CS Divya Rani (Practicing Company Secretaries) C.O.P. No. 26426	<u>STAKEHOLDER RELATIONSHIP COMMITTEE</u> Mr. Sudhir Agarwal Chairman Mrs. Sandeep Kaur Member Mr. Malikhan Singh Yadav Member
<u>BOARD OF COMMITTEES</u> <u>AUDIT COMMITTEE</u> Mr. Sudhir Agarwal Chairman Mrs. Sandeep Kaur Member Mr. Malikhan Singh Yadav Member	<u>INTERNAL AUDITOR</u> M/s Sandeep Kumar Singh & Co . (Chartered Accountant) FRN No: 035528N
<u>STATUTORY AUDITOR</u> M/s GAMS & Associates LLP Chartered Accountants FRN No: ON500094	<u>REGISTRAR AND TRANSFER AGENT</u> Skyline Financial Services Pvt Ltd, D-153 A, 1st Floor, Okhla Industrial Area, New Delhi-110020 Email: virenr@skylinerta.com Ph No. 011-26812682

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BOARD REPORT

To,
The Members

Sarnimal Investment Limited

Your Directors have pleasure in presenting the Annual Report of the Company together with the Audited Accounts for the financial year ended March 31st, 2023.

FINANCIAL RESULTS AND HIGHLIGHTS

(Amount in `)

Particular	F.Y. 2022-23	F.Y. 2021-22
Sales/ Income from operations	38,04,646	20,62,073
Total Expenses	37,28,062	19,68,365
Profit/ (loss) before exceptional item and tax	76,584	93,708
Less: Exceptional Items	0	0
Profit/ (loss) before tax for the year	76,584	93,708
Less: Income tax and deferred tax expenses	(19,912)	(24,364)
Net Profit/ Loss for the Year	56,672	69,344

COMPANY'S PERFORMANCE

Company has been indulged in the enhancement of shareholder value through sound business decisions, prudent to financial management and high standard of ethics throughout the organization.

CHANGE IN NATURE OF BUSINESS

There was no change in nature of business of the company during the year 2022-23.

DIRECTORS

COMPOSITION OF BOARD OF DIRECTORS:-

S.NO.	NAME	DESIGNATION
1.	MR. NITIN AGARWAL	Managing Director/ Chief Financial Officer
2.	MRS. SANDEEP KAUR	Additional Independent Director
3.	MR. SUDHIR KUMAR AGARWAL	Non Executive Director
4.	MR. MALIKHAN SINGH YADAV	Non-Executive Independent Director
5.	MR. APOORV AGARWAL	Additional Director

CHANGE IN MANAGEMENT

Mrs. Sandeep Kaur (DIN: 09625723) and Mr. Apoorv Agarwal (DIN: 06735412) is appointed as a Additional Director w.e.f 15/11/2022 and Mrs. Payal Agarwal and Mr. Nikhil Bansal (DIN: 02701658) Resigned from the Post of Director w.e.f 14/11/2022 during the financial year 2022-23.

SUBSIDIARY COMPANIES, JOINT VENTURES & ASSOCIATE COMPANIES

As on 31st March 2023, the Company has no Subsidiary, Joint- Venture or Associate Company.

CONSOLIDATED FINANCIAL STATEMENT

As company has no Subsidiary, Joint- Venture or Associate Company, accordingly provision for preparation of consolidated Financial Results are not applicable to company.

DEPOSITS

During the year under review the Company has not accepted any deposit falling within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

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 year there was no significant and material order passed by any regulators or court or tribunal which would impact the going concern status and company's operations in future.

STATE OF COMPANY'S AFFAIRS

The company Profit has increased as compared to last year. Even though the provisions of Companies Act, 2013 regarding corporate social responsibility are not attracted to the company yet the company has been indulged in the enhancement of shareholder value through sound business decisions, prudent to financial management and high standard of ethics throughout the organization.

RESERVES

The Board of the company transfer amount of Rs. 56,672 to reserves as company earned profit during the F.Y. 2022-23.

DIVIDEND

The Board has not recommended any dividend for the year 2022-23 and therefore there is no liability arises for the payment of Dividend Distribution Tax (DDT).

MATERIAL CHANGES AND COMMITMENT THAT AFFECT THE COMPANY'S FINANCIAL POSITION

There was no material change during the year 2022-23 that affect the financial position of company and therefore no requirement was raised to disclose remedial measures.

GENERAL INFORMATION OF COMPANY

Management has overviewed of the industry in respect of our company and observed that there was no important change in industry during the last year 2022-23 which had impacts on company's performance.

CAPITAL AND DEBT STRUCTURE

The Authorized Capital of the company is 5, 00, 00,000.00/- and paid up Equity Share Capital as on 31st March, 2023 was 44, 98, 0000.00/- each @ 1/- per share. There was no change in the capital structure of company and company has not issued any new share or convertible securities during the year 2022-23. The Company not issued shares with differential voting rights nor granted stock options nor sweat equity. Instead of above that the company was not issued any debentures, bonds, warrants or any non-convertible securities during the year 2022-23.

The company has not held any shares in trust for the benefit of employees where the voting rights are not exercised directly by the employees.

NBFC REGISTRATION

The company has been registered with Reserve Bank of India as Non-Banking Finance Company vides Registration No. B-14.02077 Dated 11th February, 2000. Your Company is categorized as a Non-deposit taking, Non-Banking Financial Company. The Company has not accepted any deposit from the public during the year pursuant to the provisions of Section 73 of Companies Act, 2013.

COMPLIANCE WITH RBI GUIDELINES

Your Company has complied with all the regulations of Reserve Bank of India as on 31st March, 2023; applicable to it as Non-Deposit taking Non-Banking Finance Company.

MEETING OF BOARD OF DIRECTORS

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year seven (7) Board Meetings held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

During the Financial Year from 1st April, 2022 to 31st March, 2023, the board of directors met Seven (7) times 25/05/2022, 30/05/2022, 13/08/2022, 05/09/2022, 14/11/2022, 15/11/2022 and 14/02/2023 during the financial year ended March 31, 2023.

DECLARATION BY INDEPENDENT DIRECTOR

The company has two (2) Independent Directors i.e. Mrs. Sandeep Kaur and Mr. Malikhan Singh Yadav. The company has received necessary declaration from Directors under section 149 of the companies Act, 2013 and that the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Companies Act, 2013.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors report as under:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed.
- b) That the Directors have 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 or loss of the company for that period.

- c) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) That the Directors have prepared the annual accounts on a going concern basis.
- e) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- f) That 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.

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The current policy is to have an appropriate mix of executive, non-executive and independent Director to maintain the independence of the Board, and separate its functions of governance and management.

As of March, 31 2023, the Board had five (5) Directors.

The Policy of the company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of section 178 of Companies Act, 2013 is in place and maintained by company as per law.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT

The detail of any loan or guarantee or securities and investments made during the year 2022-23 covered under the provision of section 186 of companies' act, 2013 given under note 25 to financial statement.

MATERIAL CHANGES AND COMMITMENTS

There is no material change took place between the end of the financial year of the company to which the financial statements relate and the date of the report in the company which may affect the financial position of the company.

RELATED PARTIES TRANSACTIONS

There are no materially significant related party transactions made by the Company with the Promoters, Key Management Personnel or other designated persons which may have potential conflict with interest of the Company at large. The AOC-2 as per the Companies Act, 2013 has been attached herewith under "**Annexure A**".

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

The information required to be furnished under section 134 (3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is **annexed in "Annexure B" herewith** and forming part of this report.

BUSINESS RISK MANAGEMENT

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities.

Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company needs not to comply with the provisions of Section 135 of Companies act, 2013, as the company does not fall in eligibility ambit of Corporate Social Responsibility initiatives.

INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all level.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal Audit functions reports to the Chairman of the Audit Committee and to Chairman and Managing Director of the Company.

M/s Sandeep Kumar Singh & Co, (Firm Registration No. 035528N), acts as an Internal Auditor of the Company.

The Internal Audit monitors and evaluates the efficiency and adequacy of internal control systems in the company. It's compliances with operating systems, accounting procedure and policies at all locations of the Company.

REPORTING OF FRAUDS

There have been no instances of fraud reported by the Statutory Auditors under Section 143 of the Act read with relevant Rules framed there under either to the Company or to the Central Government.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As per the SEBI Circular No. **SEBI/LAD-NRO/GN/2015-16/013** dated 2nd September, 2015 of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Paid up equity capital as on the last day of previous financial year i.e. on 31st March 2022 was `4,49,80,000.00/- and Net Worth was `46,158,422.00/-.

Therefore, in terms of the said circular the compliance with the corporate governance provisions as specified in **Regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of**

sub-regulation (2) of regulation 46 and Para C , D and E of Schedule V shall not apply in our Company during the F.Y. 2022-23.

CODE OF CONDUCT

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

AUDIT COMMITTEE

The Audit Committee of the Company duly constituted by the following members:-

- i) Mr. Sudhir Agarwal
- ii) Mr. Malikhan Singh Yadav
- iii) Mrs. Sandeep Kaur

MEETINGS OF THE COMMITTEE

The Committee met four (4) times on 30/05/2022, 13/08/2022, 14/11/2022, and 14/02/2022 during the FY 2022-2023

<i>Name Of Members</i>	<i>Category / Designation</i>	<i>No. of Meetings</i>		<i>Attendance Percentage (%)</i>
		<i>Held</i>	<i>Attended</i>	
Mr. Sudhir Agarwal	Chairperson	2	2	100
Mrs. Sandeep Kaur	Member	2	2	100
Mr. Malikhan Singh Yadav	Member	2	2	100

The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

THE COMPOSITION OF THE AUDIT COMMITTEE AND THEIR ATTENDANCE AT THE MEETING:

No sitting fees have been paid to any director during the year.

The remuneration paid to all Key management Personnel was in accordance with remuneration policy adopted by the company. All members have attended the meeting in person.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company duly constituted by the following members:-

- i) Mr. Sudhir Agarwal
- ii) Mrs. Sandeep Kaur
- iii) Mr. Malikhan Singh Yadav

Name Of Members	Category / Designation	No. of Meetings		Attendance Percentage (%)
		Held	Attended	
MR. SUDHIR AGARWAL	Chairperson	5	5	100
MR. MALIKHAN SINGH YADAV	Member	5	5	100
MRS. PAYAL AGGARWAL	Member	5	5	100

The Committee met Two (2) times on 25/05/2022 and 15/11/2022 during the financial year ended March 31, 2023.

THE COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE AND THEIR ATTENDANCE AT THE MEETING:

No sitting fees have been paid to any director during the year. The remuneration paid to all Key management Personnel was in accordance with remuneration policy adopted by the company. All members have attended the meeting in person.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee of the Company duly constituted by the following members:-

- iv) Mr. Sudhir Agarwal
- v) Mrs. Sandeep Kaur
- vi) Mr. Malikhan Singh Yadav

The Committee met Three (3) times on 16/09/2022, 18/10/2022 and 13/01/2023 during the financial year ended March 31, 2023.

THE COMPOSITION OF THE STAKEHOLDER RELATIONSHIP COMMITTEE AND THEIR ATTENDANCE AT THE MEETING:

Name Of Members	Category / Designation	No. of Meetings		Attendance Percentage (%)
		Held	Attended	
Mr. Sudhir Agarwal	Chairperson	3	3	100
Mrs. Sandeep Kaur	Member	3	3	100
Mr. Malikhan Singh Yadav	Member	3	3	100

No sitting fees have been paid to any director during the year. The remuneration paid to all Key management Personnel was in accordance with remuneration policy adopted by the company. All members have attended the meeting in person.

INDEPENDENT DIRECTOR MEETING

During F.Y. 2023, one (1) meeting of the Independent Directors was held on 07th February, 2023. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of executive directors and non-executive directors. No other Director was present in meeting except Independent Director.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the code.

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the Company <http://sarnimal.com/corporate-announcements>

DISCLOSURES PERTAINING TO THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as follows:

- a) number of complaints filed during the financial year : Nil
- b) number of complaints disposed of during the financial year : Nil
- c) number of complaints pending as on end of the financial year : Nil

STATUTORY AUDITOR AND INTERNAL AUDITOR REPORTS

G A M S & Associates LLP (FRN: 0N500094) was the statutory auditor of the company for the FY 2022-23, who was appointed by members on 07/03/2022 in the casual vacancy caused by the resignation of M/s Moon and Company, whose term of office expires on ensuing annual general meeting.

It being eligible for re-appointment furnished its consent to act as a statutory auditor of the company.

M/s Sandeep Kumar Singh & Co, (Firm Registration No. 035528N), who have been appointed as Internal Auditor of the company. There is no any qualification or remarks in their report.

SECRETARIAL AUDIT REPORTS:

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed **CS DIVYA RANI (Practicing Company Secretary)** to undertake the Secretarial Audit of the Company.

The Secretarial Audit Report is annexed herewith as “**Annexure C**” in the Form MR-3.

COMPLIANCE WITH SECRETARIAL STANDARD

All the applicable Secretarial Standard was compiled by company during the year 2022-23. Applicable Secretarial Standard-1 and Secretarial Standard-2 took in consideration while meeting of Board of Directors and General meetings are conducted during the year. Secretarial Standard-4 was considered for preparation of Board Report of company during the year 2022-23.

LISTING WITH STOCK EXCHANGES

The Company has not paid the Annual Listing Fees for the year 2022-23 so far to MSEI where the Company's Shares are listed.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, bankers, depositors, customers and vendors of the company for their continued valued support. The Directors look forward to a bright future with confidence.

CAUTIONARY STATEMENT

The statements contained in the Board's Report contain certain statements relating to the future and therefore are forward looking within the meaning of applicable securities, laws and regulations various factors such as economic conditions, changes in government regulations, tax regime, other statues, market forces and other associated and incidental factors may however lead to variation in actual results.

For and on behalf of the Board
SARNIMAL INVESTMENT LIMITED

Nitin Agarwal
(MD)

Sudhir Kumar Agarwal
(Director)

Place: Delhi
Dated: 06/09/2023

FORM NO. AOC-2

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 arms length transactions under third proviso thereto

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

1. Details of contracts or arrangements or transactions not at arm's length basis: - None
 - a) Name(s) of the related party and nature of relationship
 - b) Nature of contracts/arrangements/transactions
 - c) Duration of the contracts/arrangements/transactions
 - d) Salient terms of the contracts or arrangements or transactions including the value, if any
 - e) Justification for entering into such contracts or arrangements or transactions
 - f) Date of approval by the Board
 - g) Amount paid as advances, if any:
 - h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis: - refer Note No. 25 of Financial Statements.
 - a) Name(s) of the related party and nature of relationship
 - b) Nature of contracts/arrangements/transactions
 - c) Duration of the contracts/arrangements/transactions
 - d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - e) Date(s) of approval by the Board, if any:
 - f) Amount paid as advances, if any:

**For and on behalf of the Board
Sarnimal Investment Limited**

**Place: Delhi
Dated: 06/09/2023**

**Nitin Agarwal
(DIN: 03122245)
(Managing Director)**

**Sudhir Kumar Agarwal
(DIN: 00024935)
(Director)**

As per section 134(3) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014

i) Conservation of Energy

The operations involve low energy consumption. Wherever possible, energy conservation measures have been implemented. Efforts to conserve and optimize the use of energy are a continuous process.

ii) Technology Absorption

1) Specific areas in which R & D carried out are as follows:

- a) Review of the existing courses and evaluation of feasibility of the new courses to be launched and estimating the costing thereof.
- b) Providing technical support on existing products.

2) Benefits derived as a result of the above R & D

As a result the organization is being able to implement current courses.

3) Expenditure on R & D: NIL

iii) Foreign Exchange Earnings & Outgo

There were no foreign exchange earnings as well as outgo of the Company during the year under report.

ACKNOWLEDGMENT

Your Directors would like to express their grateful appreciation for assistance and Co-operation received from the financial institutions, Government Authorities, Customers, Vendors and Members during the year under review. You're Directors, also wish to place on record their deep sense of appreciation for the committed services of executives, staff and workers of Company.

**For and on behalf of the Board
Sarnimal Investment Limited**

**Place: Delhi
Dated: 06/09/2023**

**Nitin Agarwal
(DIN: 03122245)
(Managing Director)**

**Sudhir Kumar Agarwal
(DIN: 00024935)
(Director)**

SECRETARIAL AUDIT REPORT
For The Financial Year Ended 31st March, 2023

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

To,
The Members,
SARNIMAL INVESTMENT LIMITED
508, 5th Floor, Arunachal Building, Barakhamba Road, New Delhi 110001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sarnimal Investment Limited (L65100DL1981PLC012431) (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. ”

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company, the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, I hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2023, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on March 31, 2023 according to the applicable provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contract (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2015;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

I have *also* examined **compliance** with the **applicable** clauses of the **following**:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I further report that:

- 1. Pursuant to Section 203 of the Companies Act, 2013 and Regulation 6 of SEBI (LODR) Regulation 2015, company shall have to appoint a company secretary.**
2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

3. Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
4. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

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

- i. Public/Right/preferential/debentures/sweat equity, etc.
- ii. Redemption / buy-back of securities
- iii. Any approval taken from members in pursuance to section 180 of the Companies Act, 2013
- iv. Merger / amalgamation / reconstruction, etc.
- v. Foreign technical collaborations

For CS Divya Rani
(Practicing Company Secretaries)
M. NO. A64841
COP NO. 26426
UDIN: A064841E000936461

Place: Delhi,
Date:

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

To,
The Members,
SARNIMAL INVESTMENT LIMITED
S08, 5th Floor, Arunachal
Building, Barakhamba Road,
New Delhi 110001

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

For **CS Divya Rani**
(Practicing Company Secretaries)
M. NO. A64841
COP NO. 26426
UDIN: A064841E000936461

Place: Delhi,
Date:

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members,
SARNIMAL INVESTMENT LIMITED

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of SARNIMAL INVESTMENT LIMITED having CIN: L65100DL1981PLC012431 and having registered office at 508, 5th Floor, Arunachal Building, Barakhamba Road, New Delhi -110001 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal (www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	Designation	DIN	Date of appointment in Company
1	SUDHIR KUMAR AGARWAL	Director	00024935	22/08/2017
2	SANDEEP KAUR	Additional Independent Director	09625723	15/11/2022
3	APOORV AGARWAL	Additional Director	06735412	15/11/2022
4	NITIN AGARWAL	MD/CFO	03122245	01/04/2014
5	MALIKHAN SINGH YADAV	Independent Director	06732965	14/06/2021

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is specifically being issued in accordance with

Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For CS Divya Rani
(Practicing Company Secretaries)
M. NO. A64841
COP NO. 26426
UDIN: A064841E000936461**

**Place: Delhi,
Date:**

1. Industry structure and developments

The company is engaged in trading in shares, financial services and investment activities where the outlook of the business seems to be encouraging over and above we have been diversified into different businesses ranging from third party product distributions (lowest balance sheet risk) to originating unsecured personal loans, corporate loans (highest balance sheet risk). We believe that we are well placed to leverage on the growth opportunities in the economy.

2. Opportunities and Threats

Opportunities

- Increase in Income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater penetration.
- Increased securitization.
- Focus on selling new product/services.

Threats

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

3. Segment-wise or product-wise performance:

The company has only one segment line of business. Hence, this head does apply to our company.

4. Risks and concerns

Management of risk to the business is continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risk are well understood and the means to handle them are also fairly established.

5. Internal control systems and their adequacy

The company ensures existence of adequate internal control through policy and procedures to be followed by the executives at various levels in the company. The operating managers ensure compliance within their areas. The Company has internal Audit system to carry out extensive checking and test and report non-compliance/ weakness, if any through internal

Audit Reports on the respective areas .These reports along with reports on compliance made thereafter are reviewed by the Audit Committee of the Board.

6. Material developments in Human Resources / Industrial Relations front, including number of people employed

Management relation with the employees remains cordial. The Company's Human Resources philosophy is to establish and build a strong performance and competency drive culture with greater senses of accountability and responsibility. The industrial relations scenario remained peaceful and harmonious.

7. Disclosure Of Accounting Treatment

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions of the 2013 Act, as applicable. The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis. The Company has follows to continue with the period of 1st day of April to 31st day of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41) of the Companies Act, 2013.

Cautionary Statement

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

**For and on behalf of the Board
SARNIMAL INVESTMENT LIMITED**

**Place: Delhi
Dated: 06/09/2023**

**Nitin Agarwal
(DIN: 03122245)
(Managing Director)**

**Sudhir Kumar Agarwal
(DIN: 00024935)
(Director)**

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SARNIMAL INVESTMENT LIMITED**

I. Report on the Audit of the Standalone Ind AS financial Statements

1. Opinion

- A. We have audited the accompanying Standalone Ind AS Financial Statements of **Sarnimal Investment Limited** (“the Company”), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the Standalone Financial Statements”).
- B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Indi’s”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS 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 that there are no matters to be described as key audit matters.

4. Information Other than the Standalone Financial Statements and Auditor’s Report Thereon

- A. The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexure to Board’s Report, Corporate Governance and Shareholder’s Information to the extent applicable, but does not include the Standalone Financial Statements and our auditor’s report thereon. Our opinion on the standalone financial statements does not over the other information and we do not express any form of assurance conclusion thereon.
- B. 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 Standalone 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 material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

5. Management's Responsibility for the Standalone Financial Statements

- A. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Indi's and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- B. In preparing the Standalone Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

- A. Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone Financial Statements.
- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
- i) Identify and assess the risks of material misstatement of the standalone 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.
 - ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

iv) 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 Standalone 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.

v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

- C. 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 evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.
- D. 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.
- E. 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.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

II. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
 - A. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
 - B. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - C. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account
 - D. In our opinion, the aforesaid standalone financial statements comply with the India's specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014

E. On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.

F. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

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, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i) The Company does not have any pending litigations which would impact its financial 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, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), With the understanding whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“ultimate beneficiaries”) or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries;

b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been received by company from any person or entity, including foreign entity (“Funding parties”), with the understanding, whether recorded in writing or otherwise, that the company shall. Whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding party (“Ultimate Beneficiaries”) or provide any guarantee, Security or the like on behalf of Ultimate Beneficiaries;

c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

v) During the year, company has not declared or paid dividend during the year which is in compliance with section 123 of the Companies Act, 2013.

2. As required by the Companies (Auditor’s Report) Order, 2020 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.

For: GAMS & Associates LLP
Chartered Accountants
FRN ON500094

CA Anil Gupta
(Partner)
M. No. 008218
UDIN: 23088218BGWJWU9331

Place: New Delhi
Dated: 29/05/2023

SARNIMAL INVESTMENT LIMITED

ANNEXURE "A" TO THE INDEPENDENT AUDITORS REPORT

(Referred to in 1(f) under 'Report on Other Legal and Regulatory Requirements' Section of our reports to the Members of Sarnimal Investments Limited of even date)

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

We have audited the internal Financial Controls over financial reporting of **SARNIMAL INVESTMENTS LIMITED** ("the Company") as at March 31, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide

reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For: GAMS & Associates LLP
Chartered Accountants
FRN ON500094

CA Anil Gupta
(Partner)
M. No. 008218
UDIN: 23088218BGWJWU9331

Place: New Delhi
Dated: 29/05/2023

SARNIMAL INVESTMENT LIMITED
ANNEXURE “B” TO THE INDEPENDENT AUDITORS REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal & Regulatory Requirements’ section of our report to the Members of Sarnimal investments Limited of even date)

Pursuant to Companies (Auditors Report) Order 2020

To the best of our information and according to the explanations provided to us by the company and the books of accounts and records examined by us in the normal course of Audit, we state that:

- (i)
 - (a) As explained to us, There are no property, Plant and Equipments and Intangible Assets in the Company. Hence, reporting under clause 3(i)(a) is not applicable.
 - (b) As explained to us, There are no property, Plant and Equipments and Intangible Assets in the Company. Hence, reporting under clause 3(i)(b) is not applicable.
 - (c) As explained to us, there is no immovable property held by the company.
 - (d) The Company has not revalued any of its Property, plant and Equipments and Intangible assets during the year.
 - (e) No proceedings have been initiated during the year or are pending against the company as at March 31st, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii)
 - (a) As explained to us, the company holds inventory of shares and those are in demat form so it is not possible to physically verify the inventory by the management.
 - (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) The Company has granted loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act. Accordingly the provisions of clause 3(iii) (a) to (c) of the Order are applicable to the Company.
 - 1. The Terms and conditions of the grant of such loan are prima facie not prejudicial to the company’s interest.
 - 2. The schedule of repayment of principal and payment of interest has been stipulated and the repayments and receipts are regular.
 - 3. In respect of the loans granted by the company, there is no overdue amount remaining outstanding as at the Balance sheet date.
 - 4. No loan granted by the company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
 - 5. 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

during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

- (iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees, and security.
- (v) The company has not accepted any deposit or amounts which are deemed to be deposits and hence the directives issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable. Hence, reporting under 3(v) of the order is not applicable.
- (vi) As informed to us, the maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, in respect of the activities carried on by the company.
- (vii)
 - (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including provident fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Goods and Services Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2023 for a period of more than six months from the date on when they become payable.
 - (b) According to the information and explanations given to us, there are no dues of Income Tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act. 1961.
- (ix)
 - a. The Company has not taken any loans or other borrowings from any lender. hence, reporting under clause 3(ix)(a) of the Order is not applicable.
 - b. The Company has not been declared wilful defaulter by any bank or financial institution or government or government authority.
 - c. The company has not taken any long term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - d. On an overall examination of the financial statements of the company, no funds were raised for short term by the company. Hence reporting under this clause is not applicable.
 - e. On an overall examination of the financial statements of the company, the Company has not taken any funds from the entity or person on account of or to meet the obligations of its subsidiaries.
 - f. The company has not raised any loans during the year and hence reporting of the clause 3(ix)(f) is not applicable.

- (x) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised money by way of initial public offer or further public offer including debt instruments and term loans. Also, Company has not made any preferential allotment or private placement of the shares or convertible debentures (fully or partly or optionally). Accordingly, the provisions of clause 3(x) of the order are not applicable to the company and hence not commented upon.
- (xi) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the company or on the company by its officers or employees has been noticed or reported during the year. Also, there were no whistle blower complaints received by the company which could be considered while determining the Nature, Timing and Extent of the Audit procedures. hence, reporting under clause 3(xi) is not applicable.
- (xii) In our opinion, the company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company.
- (xiii) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv) a. In our opinion the company has an adequate internal audit system commensurate with the size and the nature of its business.
- b. We have considered, the internal audit reports for the year under audit, issued to the company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- (xvi) (a) The Company is registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company has not conducted any Non-banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from Reserve bank of India Act, 1934;
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) There are no CIC as a part of the group.
- (xvii) The company has not incurred Cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors of the company during the financial year.
- (xix) On the basis of financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based

on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit reports indicating the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to future viability of the company. We further state that our reporting is based on the facts upto 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 they fall due.

(xx) The CSR requirements are not applicable on the company. Hence, reporting under clause 3(xx) is not applicable.

For: GAMS & Associates LLP
Chartered Accountants
FRN ON500094

CA Anil Gupta
(Partner)
M. No. 008218
UDIN: 23088218BGWJWU9331

Place: New Delhi
Dated: 29/05/2023

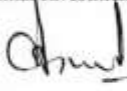
Sarnimal Investment Limited
CIN NO. L65100DL1981PLC012431
Balance Sheet As on 31st March, 2023


(Amount in Rs)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment		-	-
(b) Capital Work in Progress		-	-
(c) Intangible assets		-	-
(d) Financial assets		-	-
(e) Advance Income tax assets (net)		-	-
(f) Deferred tax assets		56,955	56,955
(g) Other non-current assets	4	41,860,576	40,891,692
		41,917,531	40,948,647
Current assets			
(a) Inventories	5	3,200,000	-
(b) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables	6	-	470,000
(iii) Cash and cash equivalents	7	140,849	3,640,161
(c) Current Income tax assets (net)		-	-
(d) Other current assets	8	1,306,950	1,724,957
		4,647,798	5,835,119
TOTAL ASSETS		46,565,329	46,783,766
EQUITY AND LIABILITIES			
Equity			
Equity share capital	9	44,980,000	44,980,000
Other Equity	10	1,231,218	1,178,422
		46,211,218	46,158,422
Liabilities			
Non-current Liabilities			
(a) Financial liabilities		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)		-	-
(d) Other non-current liabilities		-	-
Total A			
Current Liabilities			
(a) Financial liabilities		-	-
(i) Trade payables	11	-	-
(ii) Other financial liabilities	12	-	-
(b) Other current liabilities	13	166,757	437,414
(c) Provisions	14	187,354	187,931
Total B		354,111	625,345
Total liabilities (A+B)		354,111	625,345
Total equity and liabilities		46,565,329	46,783,766

See accompanying note nos. 1 to 25 forming part of the
In terms of our report attached of the even date

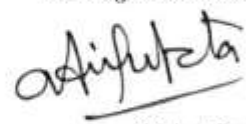
For And on Behalf of the Board
Sarnimal Investment Limited


Sudhir Kumar Agarwal
(Director)
DIN-00024935


Nitin Agarwal
(Managing Director) & (C.F.O)
DIN-03122245


Priyanshi Rastogi
(Company Secretary)
PAN-ESRPR0921Q

For: GAMS & Associates LLP
(Chartered Accountants)
Firm Reg. No. ON500094


CA Anil Gupta
(Partner)
M.No. - 088218

Date : 29/05/2023
Place : New Delhi

UDIN: 2308921884W



Sarnimal Investment Limited
CIN NO. L65100DL1981PLC012431
Profit & Loss Account for the year ended 31st March, 2023

(Amount in Rs.)				
	Particulars	Note No	For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
I	Revenue from operations (gross)	15	3,801,076	2,062,073
II	Other income	16	3,570	-
III	Total income (I + II)		3,804,646	2,062,073
IV	Expenses:			
	Cost of materials consumed		-	-
	Changes in inventories of finished goods and work-in-progress Excise Duty	17	(3,200,000)	-
	Purchases	18	3,500,000	1,058,000
	Direct Expenses		-	-
	Employee benefits expense	19	672,000	526,000
	Finance costs	20	1,021,378	79,610
	Depreciation and amortisation expense Other expenses		-	-
	Administrator & Other expenses	21	1,734,684	304,755
	Contingent Provision for Standard Assets (@0.4% of outstanding standard assets as per RBI Notification)		-	-
	Total expenses		3,728,062	1,968,365
V	Profit/(loss) before exceptional item and tax (III-IV)		76,584	93,708
VI	Exceptional item (Prior Period (Expenses)/Income)		-	-
VII	Profit/(loss) before tax (V-VI)		76,584	93,708
VIII	Tax-expense/(Credit):			
	-Current tax		19,912	24,364
	Less- MAT Credit Entitlement		-	-
	-Deferred tax		-	-
IX	Profit/(loss) for the year (VII-VIII)		56,672	69,344
X	Other Comprehensive income/(loss)			
	Item that will not be subsequently reclassified to profit or loss			
	(a) Re-measurement gains/(losses) on defined benefit obligations		-	-
	(b) Income tax effect		-	-
	Item that may be subsequently reclassified to profit or loss:			
	(a) Cash flow hedges		-	-
	(b) Income tax effect		-	-
	Total Other Comprehensive income/(loss) for the year		-	-
XI	Total Comprehensive income/(loss) for the year		56,672	69,344
XII.	Earnings/(loss) per equity share (of Rs. 1/- each) Basic and Diluted (in Rs. per share)		0.0013	0.0015

See accompanying note nos. 1 to 25 forming part of the financial statements
In terms of our report attached of the even date

For And on Behalf of the Board
Sarnimal Investment Limited

Sudhir Kumar Agarwal
(Director)
DIN-00024935

Nitin Agarwal
(Managing Director) & (C.F.O)
DIN-03122245

Priyanshi Rastogi
(Company Secretary)
PAN-ESRPR0921Q



For: GAMS & Associates LLP
(Chartered Accountants)
Firm Reg. No. ON500094

Anil Gupta

CA Anil Gupta
(Partner)

M.No. - 088218

Date : 29/05/2023
Place : New Delhi

UDIN: 230921866WJWV9331

Sarnimal Investment Limited
CIN NO. L65100/DL1981PLC012431
Cash Flow Statement as on 31st March, 2023

(Amount in Rs.)

Particulars		For the Year Ended March 31, 2023	For the Year Ended March 31, 2022
A.	Cash flow from operating activities		
	Profit/(loss) before tax	76,583.86	93,708.00
	Adjusted for:		
	Depreciation and amortization expense	-	-
	Leasehold prepayments amortisation	-	-
	Interest income	-	-
	Finance cost	-	-
	Proceeds from long-term borrowings	-	-
	Gain on mark to market of investments	-	-
	(Profit)/loss on sale of property, plant and equipment (net)	-	-
	Net (gain)/loss on foreign currency transactions and translation	-	-
	Provision for Standard assets	-	-
	Deferred Government grant transferred	-	-
	Operating profit/(loss) before working capital changes	76,583.86	93,708.00
	Adjusted for:		
	(Increase)/Decrease in trade receivables	470,000.00	-
	(Increase)/Decrease in inventories	(3,200,000.00)	-
	(Increase)/Decrease in other assets	-	-
	Increase/(Decrease) in trade payables	418,007.75	(137,505.00)
	(Increase)/Decrease in Short Term loans & Advances	-	-
	Increase/(Decrease) in other liabilities	-	-
	Increase/(Decrease) in provisions	(270,657.00)	(2,252,152.00)
	Cash generated from operations	(2,582,649.27)	(2,409,657.00)
	Net income taxes (paid) / refunds	(2,306,065.41)	(2,315,949.00)
	Net cash from operating activities	(24,304.08)	(4,614.00)
	A	(2,530,429.49)	(2,320,563.00)
B.	Cash flow from investing activities		
	Capital expenditure on property, plant and equipments including capital advances	-	-
	Sale of property, plant and equipments	-	-
	Purchases of investments	-	-
	Sale of investments	-	-
	Loans and Advances	-	5,545,000.00
	Interest received	968,883.51	(340,638.50)
	Finance Cost	-	-
	Bank balances not considered as cash and cash equivalents	-	-
	-Deposits placed	-	-
	-Deposits matured	-	-
	Net cash used in investing activities	(968,883.51)	5,204,361.50
C.	Cash flow from financing activities		
	Proceeds from long-term borrowings	-	-
	Proceeds from short term borrowings	-	-
	Repayment of long-term borrowings	-	-
	Repayment of short-term borrowings	-	-
	Interest and finance charges paid	-	-
	Net cash used in financing activities	-	-
	C	-	-
	Net (decrease) / increase in cash and cash equivalents	(3,499,313.00)	2,883,798.50
	A+B+C	(3,499,313.00)	2,883,798.50
	Cash and cash equivalents as at the beginning of the year	3,640,161.62	756,363.12
	Cash and cash equivalents as at the End of the year	140,849	3,640,162

See accompanying note nos. 1 to 25 forming part of the financial statements
In terms of our report attached of the even date

(0)

For And on Behalf of the Board
Sarnimal Investment Limited

Sudhir Kumar Agarwal
(Director)
DIN-00024935

Nitin Agarwal
(Managing Director) & (C.F.O)
DIN-03122245

Priyanshi Rastogi
(Company Secretary)
PAN-ESRPR0921Q



For : GAMS & Associates LLP
(Chartered Accountants)
Firm Reg. No. ON500094

anil gupta
CA Anil Gupta
(Partner)

Date : 29/05/2023
Place : New Delhi

M. No. - 088218

UDIN: 23089218B6GWJW0931

Statement of Changes in Equity for the year ended March 31, 2023

A Equity share capital

Particulars	As at March 31, 2023		As at March 31, 2022	
	Numbers of shares	Rupees	Numbers of shares	Rupees
As at March 31, 2021	44,980,000	44,980,000	44,980,000	44,980,000
As at March 31, 2022	44,980,000	44,980,000	44,980,000	44,980,000
As at March 31, 2023	44,980,000	44,980,000	44,980,000	44,980,000

B Other equity

Particulars	Reserve and Surplus				
	Reserve Fund	Retained Earnings	Debenture Redemption Reserve	General Reserve	Total reserves
Balance as at March 31, 2022	484511	348451	-	345460	1178422
Profit for the year		56672.06			56672.06
Less: Reserve Fund @25% (as required by section 45-1C of RBI Act,1934)		(14,168)		14168	(0)
Contingent Provision for Standard Assets (@ 0.4% of outstanding standard assets as per RBI Notification)		(3,875.53)			(3,875.53)
	484,511	387,080		359,628	1,231,219
Transferred (from)/to Reserve Fund					
Transferred (from)/to Provision					
Balance as at March 31, 2023	484,511	387,080		359,628	1,231,219

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4 Other non-current assets		
Particulars	(Amount in ₹)	
	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Loan & Advances (from related parties)	-	-
Loan & Advances (others)	41,860,575.51	40,891,692
Total	41,860,575.51	40,891,692
5 Inventories		
Particulars	(Amount in ₹)	
	As at March 31, 2023	As at March 31, 2022
(a) Raw materials Goods-in transit	-	-
(b) Work-in-progress Goods-in transit	-	-
(c) Finished goods/ Traded goods	3,200,000	-
Total	3,200,000	-
6 Financial assets - current : Trade receivable		
Particulars	(Amount in ₹)	
	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Trade receivable	-	470,000
Total	-	470,000
7 Financial assets - Current : Cash and cash equivalents		
Particulars	(Amount in ₹)	
	As at March 31, 2023	As at March 31, 2022
Cash in hand	100,529	414,928
Balances with banks *	40,320	3,225,234
Total	140,849	3,640,161
* Balance Subject to Reconciliation.		
8 Other Current Assets		
Particulars	(Amount in ₹)	
	As at March 31, 2023	As at March 31, 2022
Unsecured, considered good		
Short term loans & Advances	-	-
Balances with statutory/Government authorities	618,846	480,975
GST Input	18,168	18,168
Interest Receivable	669,936	1,225,814
Total	1,306,950	1,724,957

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9 Share capital				
Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount	Number of Shares	Amount
(a) Authorised Share Capital				
Opening/Closing balance (500,00,000 equity shares of Rs 1 each)	50,000,000	50,000,000	50,000,000	50,000,000
TOTAL	50,000,000	50,000,000	50,000,000	50,000,000
(b) Issued, subscribed and fully Paid up				
Opening/Closing balance (449,80,000 equity shares of Rs 1 each)	44,980,000	44,980,000	44,980,000	44,980,000
TOTAL	44,980,000	44,980,000	44,980,000	44,980,000
10 Reserve & Surplus				
Particulars	As at March 31, 2023		As at March 31, 2022	
	Amount		Amount	
a) General Reserve A	328,124		328,124	
b) Reserve Fund (as required by section 45-1C of RBI Act,1934)				
Op. Balance	495,552		478,216	
Add, - Current year Transfer	14,168		17,336	
B	509,720		495,552	
c) Surplus of profit & Loss account				
Op. Balance	354,746		304,101	
Current years profit & loss account	56,672		69,344	
Transfer from Provision for Income Tax				
	411,418		373,445	
Less: Reserve Fund @25% (as required by section 45-1C of RBI Act,1934)	(14,168)		(17,336)	
Less: Contingent Provision for Standard Assets (@ 0.4% of outstanding standard assets as per RBI Notification)	(3,876)		(1,363)	
C	393,375		354,746	
Grand Total A+B+C	1,231,218		1,178,422	

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(Amount in ₹)			
11 Trade payables			
	Particulars	As at March 31, 2023	As at March 31, 2022
	MSME	-	-
	Others	-	-
	Total	-	-
12 Financial liabilities - Current : Other financial liabilities			
	Particulars	As at March 31, 2023	As at March 31, 2022
	Dues to related parties (refer note 25)	-	-
	Deposits from vendors and others	-	-
	Others	-	-
	Total	-	-
13 Other Current liabilities			
	Particulars	As at March 31, 2023	As at March 31, 2022
	TDS Payable	103,088	13,461
	Audit Fee Payable	-	18,000
	Expences Payable	-	15,000
	Depository fee payable	-	69,794
	Others	63,669	321,159
	Total	166,757	437,414
14 Provisions			
	Particulars	As at March 31, 2023	As at March 31, 2022
	Provision for Income Tax	19,912	24,364
	Contingent Provision on Standard Assets	167,442	163,567
	Total	187,354	187,931

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15 Revenue from operations		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
Sale of products (gross)		
Interest Income	390,000	1,145,000
Revenue from operation (gross)	3,411,076	917,073
	3,801,076	2,062,073
16 Other income		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
Interest on IT refund		
Dividend Received	3,570	-
Other Income	-	-
Total	-	-
	3,570	-
17 Changes in inventories of finished goods and work-in-progress		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
Opening inventories Finished goods Work in progress By products		
Closing inventories Finished goods Work in progress By products		
Total	3,200,000	-
	(3,200,000)	-
18 Purchase		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
Purchases		
Total	3,500,000	0
	3,500,000	
18 Employee benefits expense		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
(a) Salaries and wages		
Total	672,000	526,000
	672,000	526,000
19 Finance cost		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
Interest expense		
Total	1,021,378	79,610
	1,021,378	79,610

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20 Other expenses		
Particulars	For the Year Ended	
	March 31, 2023	March 31, 2022
Advertisement Expenses	-	28,560
AGM expenditure	55,600	58,900
Auditors fee	18,000	18,000
Depository Fees	29,766	38,000
Bank Charges	118	-
Bad Debts	1,500,000	-
Travelling & Conveyance	25,000	-
Office Exp.	12,800	8,900
Listing Fee	70,400	55,000
General Expenses	-	61,800
ROC fee	-	5,800
Misc. Expenditure	-	-
GST Expenses	-	-
Printing & stationery	17,000	8,900
Telephone Expenses	6,000	5,890
Amount wo	-	5
Secretarial exp	-	15,000
Total	1,734,684	304,755

Amul



21. Contingent Liabilities and commitments		
Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Guarantee given by bank	Nil	Nil
Income Tax matter in dispute	Nil	Nil
22. Obligation & Commitments outstanding		
Particulars	Year ended March 31, 2023	Year ended March 31, 2022
a). Estimated Value of contracts remaining to be executed	Nil	Nil
b). Bill Discounted with Bank	Nil	Nil
<p>22.a). The response to letters sent by the Company requesting confirmation of balances has been insignificant. In the management's opinions, adjustment on reconciliation of the balances, if any required, will not be material in relation to the financial statements of the company and the same will be adjusted in the financial statements as and when the confirmations are received and reconciliations are completed.</p> <p>b). Inventories, loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet.</p> <p>c) The company operates in a two type of business i.e. Income from Shares & Interest Income and single geographical segment i.e. with in India Accordingly no seprate disclosures for primary Business and Second Geographical segment are required</p> <p>d). Estimation of uncertainties relating to the global health pandemic from COVID-19</p> <p>World Health Organisation (WHO) declared Outbreak of Corona virus disease (COVID-19) a global pandemic on March 11 2020. Consequent to this Government of India declared lock down on 24 March 2020 which has impacted the business activities of the company. The company has taken various measures in consonance with central and state government or it is to contain the pandemic command which includes closing of offices and adopting work from home policy for employees.</p> <p>Given the uncertainty of quick turn down to normalcy, post lifting of the lock down, the company has carried out a comprehensive assessment of possible impact on its business operations, financial assets common contractual obligations and its over on equity position, based on the internal external sources of information and application of reasonable estimates. the company does not foresee any significant incremental risk to the recoverability of its assets or in meeting its financial obligations over the foreseeable future given early and its quite steps taken to contain, protect and mitigate the exposure</p> <p>pursuant to the relax guidelines, the company has now resumed its operations and activities as allowed in strict keeping with government at advisors. however, most of the staff continued to operate from home. Since the situations are continuously evolving, the impact assessment be different from the estimates made has at the date of approval of these financial statement and the management to will continue to monitor any material changes arising due to the impact of this pandemic on financial and operational performance of the company and take necessary measures to address the situations.</p>		
23. Payments to auditors		For the Year Ended
		March 31, 2023
		March 31, 2022
As Auditor - for statutory audit and limited review For other services	18,000	18,000
Total	18,000	18000
24. Earnings per share (EPS)		
Particulars	March 31, 2023	March 31, 2022
Net profit/(loss) after tax for the year (Rs)	56,672	69,344
Weighted number of ordinary shares for basic EPS	44,980,000	44,980,000
Nominal value of ordinary share (in Rs. per share)	1	1
Basic and Diluted earnings for ordinary shares (in Rs. per share)	0.0013	0.0015

(Signature)



25. RELATED PARTY DISCLOSURES

A Names of related parties and description of relation :

(i) Holding companies : NIL

(ii) Subsidiary companies : NIL

(iii) Related Parties Other than Holding Companies with whom transactions have taken place during the year

(a) Fellow subsidiaries :NIL

(b) Other related parties

Svam Software Limited, Christmatic Developers Private Ltd, Shridhar Financial Services Private Limited, Arpna Capital Services Pvt. Ltd., Local Finance Pvt. Ltd., Jolly Plastic Industries Ltd.

(iv) Key Management Personal : Mr Sudhir Kumar Agarwal, Mr. Nitin Agarwal, Mr. Apoorv Agarwal, Mr. Malkhan Singh yadav, Ms. Sandeep Kaur, Ms. Priyanshi Rastogi(C.S)

(v) Persons Related to KMP : Mr. Atul Kumar Agarwal

B Transactions with related parties

For the year ended March 31,2019

Particulars	Relation	March 31, 2023	March 31, 2022
Interest expense			
Shridhar Financial Services Limited	Director Interested	136,558	-
Arpna Capital Services Pvt. Ltd.	Director Interested	97,118	-
Total		233,676	
Interest Income			
Shridhar Financial Services Limited	Director Interested	-	6,174
Particulars	Relation	March 31, 2023	March 31, 2022
Loan Given during the year			
Shridhar Financial Services Ltd	Director Interested	-	712,050
Total		-	712,050
Particulars	Relation	March 31, 2023	March 31, 2022
Loan taken during the year			
Arpna Capital Services Pvt. Ltd	Director Interested	11,700,000	-
Jolly Plastic Industries Limited	Director Interested	100,000	-
Mr. Sudhir Kumar Agarwal	Director	60,000	-
Shridhar Financial Services Limited	Director Interested	10,500,000	-
Total		22,360,000	-
Particulars	Relation	March 31, 2023	March 31, 2022
Loan Recovered			
Shridhar Financial Services Ltd	Director Interested	-	712,050
Total		-	712,050
Particulars	Relation	March 31, 2023	March 31, 2022
Loan Repaid			
Arpna Capital Services Pvt. Ltd.	Director Interested	11,700,000	-
Shridhar Financial Services Limited	Director Interested	10,500,000	-
Mr. Sudhir Kumar Agarwal	Director	60,000	-
Mr. Atul Kumar Agarwal	Director Brother	470,000	-
Jolly Plastic Industries Ltd	Director Interested	100,000	-
Total		22,830,000	-
Particulars	Relation	March 31, 2023	March 31, 2022
Balance outstanding at the year end			
Amount Payable			
Atul Kumar Agarwal	Director Brother	-	470,000

Atul



NOTICE

Notice is hereby given that the 42nd Annual General Meeting of the Members of M/S SARNIMAL INVESTMENT LIMITED (CIN: L65100DL1981PLC012431) will be held on Saturday 30th September, 2023 at 10:00 A.M at, “S-524, VIKAS MARG, SHAKARPUR, DELHI-110092, IN” to transact the following business:

ORDINARY BUSINESS:-

1. To consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2023 and the reports of the Board of Directors (‘the Board’) and Auditors thereon.
2. To appoint a Director in place of Mr. Nitin Agarwal (DIN- 03122245), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:-

1. REGULARIZATION OF MRS. SANDEEP KAUR

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolution**:

“RESOLVED THAT Mrs. Sandeep Kaur who was appointed as an Additional Independent Director of the company, with effect from 15/11/2022 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies act, 2013 (including any statutory modification or re-enactment thereof) and applicable provisions of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Independent director of the company, who will be liable to retire by rotation, in the forthcoming annual general meeting of the company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mrs. Sandeep Kaur of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies.”

2. REGULARIZATION OF MR. APOORV AGARWAL

“RESOLVED THAT Mr. Apoorv Agarwal who was appointed as an Additional Independent Director of the company, with effect from 15/11/2022 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies act, 2013 (including any statutory modification or re-enactment thereof) and applicable provisions of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as director of the company, who will be liable to retire by rotation, in the forthcoming annual general meeting of the company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Apoorv Agarwal of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies.”

3. APPROVAL FOR RELATED PARTY TRANSACTIONS:-

To consider and, if thought fit, to pass with or without modification, the following resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 and all other applicable provisions, if any, of the companies Act, 2013 (the Act) read with the companies (Meetings of board and its powers) Rules, 2014 and read with the regulation 23 of SEBI (Listing Obligations Disclosure Requirements) Regulations 2015 consent of the members be and is hereby accorded to the Board of directors of the Company to enter into the contracts and/or arrangements with the following related parties and its associate companies as defined under the Act, with respect to sale, purchase or supply of any goods or material, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, giving and taking of ICD's creation of secured charges with the following Related Parties and its associates on such terms and conditions as may be mutually agreed upon between the Board of Directors of the Company and all the Related Parties up to maximum amount per amount per transaction not exceeding 5 Crores/-. The Company hereby approves, ratifies and confirms the said agreements/ transactions entered into with the related parties as defined under the act, Rules made there under and SEBI (LODR), regulations with effect from 1st April, 2023:-

S. No.	Name of Related Party	Period of Contract	Particulars of Contract	Expected Maximum Value of per Transaction W.E.F. 1st April, 2023 (In Crores)
1.	Abhinav Leasing and Finance Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	5.00
2.	Jolly Plastic Industries Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
3.	Tridev Infraestates Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
4.	Aglow Financial Services Private Limited	1st April, 2023 to 31st March 2024	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
5.	Svam Software Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
6.	Chrishmatic Developers Private Limited	1st April, 2023 to 31st March 2024	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	
7.	Salora	1st April,	Sale, purchase or supply of any	

	Capital Limited	2023 to 31st March 2024	goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
8.	Midas Global Securities Limited	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
9.	Any other related parties not mentioned herein above and as defined under the act	1st April, 2023 to 31st March 2024	Availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.

“RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board of Directors (which expression shall include the Audit Committee or any other committee thereof for the time being exercising the powers conferred by this resolution) to approve the transactions and the terms and conditions with any of the aforesaid related party/ies and to take such steps as may be necessary for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution.”

**By the Order of the Board
Sarnimal Investment Limited**

**Nitin Agarwal
Managing Director**

**Date: 06/09/2023
Place: New Delhi**

NOTES:-

1. A member entitled to attend and vote at the annual general meeting (the meeting / AGM) is entitled to appoint a proxy to attend and vote instead of himself / herself, and the proxy need not be a member of the company.
2. As per the provisions of section 101 of the companies act, 2013 & secretarial standard - 2, notice of the AGM is being sent in electronic mode to those members whose e-mail addresses are registered with the company/ depository participant(s). Members (physical / demat) who have not registered their email addresses with the company can get the same by requesting to our registrar and share transfer agent i.e., skyline financial service private limited (“RTA”) at info@skylinerta.com and to the company at <https://www.sarnimal.com/>
3. The instrument appointing a proxy should, however, be deposited at the registered office of the company not less than forty eight hours before the commencement of the meeting. A proxy form for the meeting is attached to this notice.
4. A person can act as proxy on behalf of not exceeding fifty (50) members and holding in aggregate not more than ten (10) per cent of the total share capital of the company carrying voting rights. A member, holding more than ten (10) per cent of the total share capital of the company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other member.
5. Register of members and share transfer books will be closed from Saturday 23th September, 2023 to Saturday 30th September, 2023 (both the days inclusive).
6. Members are requested to please notify immediately any change in their addresses to the company.
7. Members/proxies should bring the attendance slip duly filled in for attending the meeting.
8. Mr. Manish Jain (M. No. 523718) Chartered Accountant in Practice, has been appointed as Scrutinizer for the purpose of Postal Ballot Process.
9. Shareholders seeking any information with regard to accounts are requested to write well in advance so as to reach the company at least 7 days prior to the annual general meeting to enable the management to keep the information ready at the AGM.
10. The Member Are Requested To: -
 - a. Intimate changes if any in their address to the company or to the Registrar and Share transfer agent of the company, Skyline Financial Services (P) ltd. at D-153A, Okhla Industrial Area, Phase-I, Delhi 110020. Ph-011-30857575.
 - b. Quote folio number in all their correspondence with the company.
 - c. Bring their copies of annual report including attendance slip at the venue for the AGM.
11. Member holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. Quoting their folio number(s) to company’s share transfer agent.

12. Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing the representatives to attend and vote at the general meeting.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1:

Mrs. Sandeep Kaur who was appointed as an Additional Independent Director of the company, with effect from 15/11/2022 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies act, 2013 (including any statutory modification or re-enactment thereof) and applicable provisions of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a Independent director of the company, who will be liable to retire by rotation, in the forthcoming annual general meeting of the company.”

ITEM NO. 2:

Mr. Apoorv Agarwal who was appointed as an Additional Independent Director of the company, with effect from 15/11/2022 by the Board of Directors of the Company under Section 161(1) of the Companies Act, 2013 and other applicable provisions of the Companies act, 2013 (including any statutory modification or re-enactment thereof) and applicable provisions of Article of Association of the Company and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as director of the company, who will be liable to retire by rotation, in the forthcoming annual general meeting of the company.”

ITEM NO. 3:

Pursuant to Section 188 of the Companies Act, 2013, the Company can enter into transactions which are in the ordinary course of business and/or are on arm’s length basis. Transactions that do not satisfy these criteria can be carried out only with the approval of the shareholders accorded by way of a special resolution. Though all the transactions with the related parties mentioned under the resolution in Item No. 3 are in the ordinary course of business and are at arm’s length basis. As per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, has made it mandatory that all material Related Party Transactions (i.e., the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year, exceeds ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company) shall require approval of the shareholders by way of a special resolution. The Audit Committee and the Board of Directors of the Company in their meetings held on 13th August, 2023 have approved the transactions given in Item No. 3 of the Notice. However, since these transactions, though may be on arm’s length basis and also may

be in the ordinary course of business, yet as an abundant caution, it is proposed to seek approval of members by passing a Special Resolution pursuant to Section 188 read with rules made there under and as per Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Nature of Interest of Related parties in the Company is given below:-

S No.	Name Of Related Party	Nature of Interest or Concern
1.	Abhinav Leasing and Finance Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Abhinav Leasing and Finance Limited.
2.	Jolly Plastic Industries Limited	Mr. Atul Kumar Agarwal is Common Directors in Abhinav Leasing and Finance Limited and Jolly Plastics Industries Limited.
3.	Tridev Infraestate Limited	Mr. Atul Kumar Agarwal and Mrs. Mamta Agarwal are Common Directors in Midas Global Securities Limited and Abhinav Leasing and Finance Limited.
4.	Aglow Financial Services Private Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Aglow Financial Services Private Limited.
5.	Svam Software Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Sarnimal Investment Limited.
6.	Chrismatic Developers Private Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Chrismatic Developers Private Limited
7.	Salora Capital Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is also director in Salora Capital Limited
8.	Midas Global Securities Limited	Mr. Sudhir Kumar Agarwal, Director in the Svam Software Limited, who is relative of Mr. Atul kumar Agarwal who is director in Midas Global Securities Limited.

**By the order of Board of directors
Sarnimal Investment limited**

**Place: Delhi
Date: 06/09/2023**

Nitin Agarwal

VOTING THROUGH ELECTRONIC MEANS:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their right to vote at the Annual General Meeting (AGM) through electronic means. The Company has availed the services of Central Depository Services Limited (CDSL) for providing the necessary e-voting platform to the members of the Company:

The Board of Directors has appointed Mr. Manish Jain (M. No. 523718) Chartered Accountant in Practice in whole time Practice as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

The instructions for members for e-voting are as under:

- 1) The remote e-voting period begins on Wednesday, 27th September, 2023 (9:00 A.M.) and ends on Friday, 29th September, 2023 (5:00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 15th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer e-voting facility to all its Members to enable them to cast their vote electronically. This notice is being sent to all the Members, whose names appear in the Register of Members / Records of Depositories as on the close of working hours on 2nd September, 2023 i.e. the cut-off date. Voting rights will be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date. E-voting is optional for Members. The Notice of the Annual General Meeting is sent electronically to all the shareholders who have registered their email addresses with the Company / Depositories and to the other shareholders by Speed Post / Registered Post / Courier.

- 2) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- 3) Click on "Shareholders" tab.
- 4) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) Members holding shares in Physical Form should enter Folio Number registered with the Company.

- 5) Next enter the Image Verification as displayed and Click on Login.
- 6) If you are holding shares in De-mat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- 7) If you are holding shares in physical form or first time user in case holding shares in De-mat form, follow the steps given below:

If you are a first timer user, follow the steps given below and fill the appropriate boxes:

For Members holding share in Demat Form	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (In Capital) (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ram Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB#	<p>Enter the Date of Birth (DOB) as recorded in your demat account or in the</p> <p>company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio.</p> <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. In case both the details are not recorded with the depository or Company please enter the member id/folio number in the Dividend Bank details field.

- 8) After entering these details appropriately, click on “SUBMIT” tab.
- 9) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in De-mat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the De-mat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- 10) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 11) Click on the EVSN of the Sarnimal Investment Limited on which you choose to vote.
- 12) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 13) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 14) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- 15) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- 16) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- 17) If De-mat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- 18) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- 19) Non-Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
- 20) A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

- 21) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.

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

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding Securities in Dmat mode with CDSL	<p>Users, who have opted for CDSL Easi / Easiest facility, can hold securities in login through their existing user id and password. Option will Demat mode with CDSL be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visitwww.cdslindia.com and click on Login icon and select New System My easi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option here the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

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

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

Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.

GENERAL INSTRUCTIONS:

1. The remote e-voting period begins on Monday, Wednesday, 27th September, 2023 (9:00 A.M.) and ends on Friday, 29th September, 2023 (5:00 P.M.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 15th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.
3. The Notice of the Annual General Meeting are being sent to all the Members, whose names appear in the Register of Members as on cut-off date (record date) i.e. 2nd September, 2023 through the mode prescribed under the Companies Act, 2013 and also by E-Mail, wherever registered. The Members may also download a copy of the Notice from the Website of the Company at www.sarnimal.com
4. The Members of the Company, holding Equity Shares either in physical form or in dematerialized (demat) form as on 15th September, 2023 and not casting their vote electronically, may only cast their vote at the Annual General Meeting. The voting rights of shareholders shall be in proportion to their shareholding of paid up share capital of the Company as on 15th September, 2023.
5. Mr. Manish Jain Manish Jain (M. No. 523718) Chartered Accountant in Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses

not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

**By the order of Board of directors
Sarnimal Investment limited**

**Place: Delhi
Date: 06/09/2023**

**Nitin Agarwal
Managing Director**

ATTENDENCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the 42nd Annual General Meeting of the Company being held on **Saturday, 30th Day of September, 2023 at 10:00 A.M. at “S-524, VIKAS MARG, SHAKARPUR, DELHI-110092, IN** at and at any adjournment thereof.

Signature of the Shareholder	Signature of the Proxy

Note:

- 1) The copy of Annual Report may please be brought to the Meeting Hall.
- 2) Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
- 3) Please note that no gifts will be distributed at the meeting.

SARNIMAL INVESTMENT LIMITED

REGD OFF: 508, 5th Floor, Arunachal Building, Barakhamba Road, New Delhi 110001

Email:sarnimalinvestltd@gmail.com, website: www.sarnimal.com

CIN: L65100DL1981PLC012431

PH: 011-22481097

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: L65100DL1981PLC012431

Name of the company: SARNIMAL INVESTMENT LIMITED

Registered office:

508, 5th Floor, Arunachal Building, Barakhamba Road, New Delhi East Delhi DL 110001 IN

Name of Member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id:

DP 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

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

or failing him

1. 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 42nd Annual General meeting of the company, to be held on Saturday, 30th Day of September, 2023 at 10:00 A.M. at **“S-524, VIKAS MARG, SHAKARPUR, DELHI-110092, IN** and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions
ORDINARY BUSINESS	
1.	Adoption of Audited Financial Statements for the year ended March 31, 2023.
2.	Re-appointment of Mr. Nitin Agarwal, retires by rotation and being eligible for re-appointment, as a Director of the Company.
SPECIAL BUSINESS	
4.	Regularization of Mrs. Sandeep Kaur appointed as a Independent director
5.	Regularization of Mr. Apoorv Agarwal appointed as a director
6.	Approval of Related Party transactions.

Signed this day of..... 2023

Affix Revenue
Stamp

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.

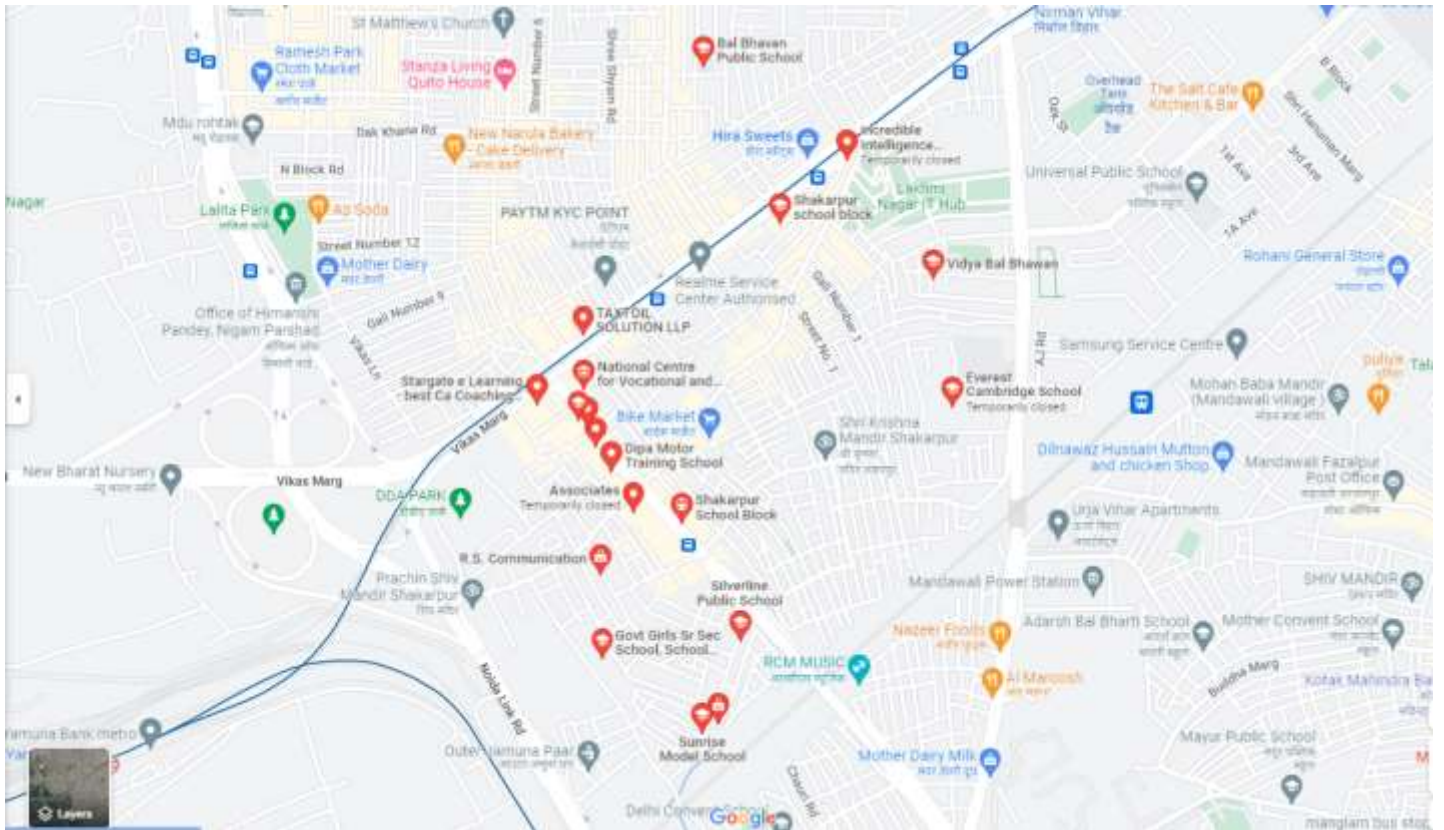
BALLOT FORM

1. Name(s) of Shareholder(s) / Beneficial Owner
Including joint-holders, if any :
2. Registered Address of the Sole /
First named Shareholder :
3. Registered Folio No. / Client ID No. :
4. No. of Shares held :
5. I / we hereby exercise my / our vote in respect of the Resolution / s to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution by placing Tick() mark at the appropriate box below:

S. No.	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	Adoption of Audited Financial Statements for the year ended March 31, 2023.		
2.	Ordinary Resolution	Re-appointment of Mr. Nitin Agarwal, retires by rotation and being eligible for re-appointment, as a Director of the Company.		
3.	Special Resolution	Regularization of Mrs. Sandeep Kaur appointed as a Independent director		
5.	Special Resolution	Regularization of Mr. Apoorv Agarwal appointed as a director		
6.	Special Resolution	Approval of Related Party transactions.		

Place: Delhi
Date: 06/09/2023

Signature of the Shareholder /Beneficial Owner



<https://www.google.com/maps/search/524,+f%2Ff,+school+block,+vikas+marg,+sjakarpur+delhi+east+delhi+dl+110092+in/@28.6295451,77.2762172,16z/data=!3m1!4b1>