

DIRECTORS' REPORT

To
The Members
BOOTES IMPEX TECH LIMITED,
(Formerly known as "BOOTES IMPEX TECH PRIVATE LIMITED")

Dear Valued Stakeholders, the Board of Directors are pleased to present the 3rd Annual Report on the business and operations of your Company "together with the Audited Financial Statements for the Financial Year ended on **March 31st, 2024.**

FINANCIAL SUMMARY/HIGHLIGHTS

The Standalone Financial Summary/Highlights for the period under review are as follows:
(Amount in Rs '00)

Particulars	FY 2023-24	FY 2022-23
Revenue from Operations	1,910,713.06	414,691.61
Other Income	289,633.76	23,604.52
Total Revenue (A)	2,200,346.82	438,296.13
Total Expenses (B)	1,059,341.05	403,333.07
Profit / (Loss). Before Tax	1,141,005.78	34,963.06
Less: a) Current Tax	240,821.97	9,110.09
b) Deferred Tax (Credit)	1,218.59	19.46
c) Tax for earlier year	-	-
Profit/(Loss) after tax	901,402.40	25,872.43
Profit/(Loss) carried to Balance Sheet	901,402.40	25,872.43

The Consolidation financial Summary/Highlights for the period under review are as follows:
(Amount in Rs '00)

Particulars	FY 2023-24	FY 2022-23
Revenue from Operation	1,956,908.60	414,691.61
Other Income	289,633.76	23,604.52
Total Revenue (A)	2,246,542.36	438,296.13
Total Expenses (B)	1,103,713.81	403,628.07
Profit / (Loss). Before Tax	1,142,828.56	34,668.06
Less: a) Current Tax	2,41,219.15	9,110.09
b) Deferred Tax (Credit)	1,218.59	19.46
c) Tax for earlier year	-	-
Profit/(Loss) after tax	902,828.00	25,577.43
Profit/(Loss) carried to Balance Sheet	902,828.00	25,577.43

OPERATING RESULTS & REVIEW OF OPERATIONS

During the period under review, the Company's Standalone Net Profit stands at Rs. **901,402.40/-** ("00") as compared to net profit of Rs. 25,872.43/- ("00") in the previous year. Further, as on 31st March 2024 Net worth of the Company is Rs. 19,35,852.17/- ("00")



STATE OF COMPANY AFFAIRS

The Company is focused on growth and achieving profitability along with a renewed commitment to enhance quality and to reduce costs. Innovations, Investments and Positive modifications are expected in the near future. The Company strongly believes to provide better service to its customers and seek to grow its business and customer base through deep and meaningful understandings of their needs and service them accordingly in a prompt manner. Also, your Company focus is to provide timely and satisfactory service to its clients, resulting thereby expanding successfully its business across the country. Your Board of Directors are delighted to inform you that with a view to give meaning to its expansion plan, the Company has been making constant efforts for developing requisite infrastructure as well as utilizing advance means of technology for exercising better and effective control on its operation as well as movements of its fleet.

CONSOLIDATED FINANCIAL STATEMENTS

Pursuant to Section 129(3) of the Companies Act, 2013, the Consolidated Financial Statements of the Company prepared in accordance with Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and applicable Accounting Standard on Consolidated Financial Statements are provided in the Annual Report.

OUTLOOK AND EXPANSION

Your Company's outlook remains favorable on account of continuous processes strengthening, growing brand popularity, customer shift from un-organized to organized market coupled with support from customers, employees, shareholders, creditors, dealers and lenders and other stakeholders. The Company's vision is to broad-base its portfolio towards a one-stop solution and position itself as Technology and products in the field of Radiant, Cooling, Heating, Air Conditioning system to use the same in in the Commercial and Residential buildings to make them as smart buildings in terms of zero emission of carbon and other particles to safeguard environment. The Company's pan-India network ensures an easy availability of services in almost every part of India. The Company enjoys a presence all over India.

SHARE CAPITAL

AUTHORISED SHARE CAPITAL

During the period under review, the Company increased its *Authorized share capital* from Rs. 10,00,000/- (Rupees Ten Lakh only) divided into 1,00,000 (One Lakh) Equity shares of Rs. 10/- each to Rs. 6,00,00,000/- (Rupees Six Crore Only) divided into 60,00,000 (Sixty Lakhs only) Equity shares of Rs. 10/- each and further increased to Rs. 12,00,00,000/- (Rupees Twelve Crore only) divided into 60,00,000 (Sixty Lakhs) Equity shares of Rs. 10/- each amounting to Rs. 6,00,00,000/- and 60,00,000 (Sixty Lakhs) Preference shares of Rs. 10/- each amounting to Rs. 6,00,00,000/- and further increased to Rs. 27,00,00,000/- (Rupees twenty Seven Crore only) divided into 1,45,00,000 (One Crore Forty Five Lakh only) Equity shares of Rs. 10/- each amounting to Rs. 14,50,00,000/- and 1,25,00,000 (One Crore Twenty Five Lakh only) Preference Shares of Rs. 10/- each amounting to Rs. 12,50,00,000/-.

ISSUED, SUBSCRIBED AND PAID UP SHARE CAPITAL

Paid-up share capital of the Company from Rs. 1,00,000/- (Rupees One Lakh only) divided into 10,000 equity shares of Rs.10/- each to Rs. 6,51,00,000/- (Rupees Six Crore Fifty One Lakhs only) by way of Bonus Issue to existing Shareholder in the ratio of 650:1 and further increased to Rs. 7,10,63,190/- (Rupees Seven Crore Ten Lakh Sixty Three Thousand One Hundred Ninety only) divided into 71,06,319 equity shares of Rs. 10/- each by way Preferential Allotment of 5,96,319 equity shares in two tranches.

DEBENTURES

The Company has not issued any debenture during the financial year under review.

CREDIT RATING OF SECURITIES

During the period under review, the Company has not taken or issued any bonds or any debt instruments and neither has obtained any credit rating from any credit rating agencies.

DIVIDEND

The Directors of the Company have not recommended any dividend for the year under review.

Your Company did not have any funds lying unpaid or unclaimed for a period of 7 (seven) years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Amendment Rules, 2017 ('Revised Rules'), the Company was not required to file any form with the Ministry of Corporate Affairs.

TRANSFER TO RESERVES AND SURPLUS

During the period under review Accumulated Profit of Rs. 6,50,00,000/- was transferred to Reserve and adjusted by way of issuance of Bonus Shares further current year's profit amounting to 9,01,40,240 was transferred to surplus Further there are no amounts which are transferred to the reserve account



PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposits from the members/Directors/Public within the meaning of Section 73 read with Chapter V of the Companies Act, 2013 and Companies (Acceptance of Deposit) Rules, 2014, as amended from time to time.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Company has a professional Board with an optimum combination of executive and non-executive Directors who bring to the table the right mix of knowledge, skills and expertise. The Board provides strategic guidance and direction to the Company in achieving its business objectives and protecting the interest of stakeholders.

The details of Directors, Key Managerial Personnel of the Company as at March 31st, 2024 are as follows:

SR. NO.	NAME OF DIRECTOR	DIN
1.	Deepak Kumar Rai	06947059
2.	Vishal Agarwal	09264985
3.	Manab Rakshit	00325827

Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Vishal Agarwal, Director is liable to retire by rotation in the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The Board of Directors recommends his re-appointment.

During the period under review, none of the director has been appointed and /or resign from the Board.

There are no changes in the compositions of the board during the end of the year and the date of this report.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT, BOARD EVALUATION AND REMUNERATION OF THE DIRECTOR'S AND EMPLOYEES

The provision of section 178(1) relation to the constitution of the nomination and remuneration committee are not applicable on Company and hence Company has not devised any policy relating to the appointment of directors, payment of managerial remuneration, director's qualifications and positive attributes of independence directors and other related matters as provided under the section 178(3) of Companies Act, 2013.

STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS

Provisions of Section 149(6) & 149(7) Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, related to independent Directors, do not apply to the Company.

CONSTITUTION OF AUDIT COMMITTEE

Provisions of Section 177 of the Companies Act, 2013 read with Companies (Meetings of Board and its Power) Rules, 2014 related to Audit Committee is not applicable on the Company as Company is neither a listed Company nor it falls under prescribed class of Company.

VIGIL MECHANISM POLICY

Provisions of section 177(9) of the Companies Act, 2013 read with Companies (Meetings of Board and its Power) Rules, 2014 related to establishment of vigil mechanism for Directors and Employees is not applicable to the Company.

NOMINATION AND REMUNERATION COMMITTEE AND STAKEHOLDERS RELATIONSHIP COMMITTEE

Provisions of section 178 of the Companies Act, 2013 read with Companies (Meetings of Board and its Power) Rules, 2014, Nomination & Remuneration Committee does not apply as the Company is neither a listed Company nor it is a public Company as per prescribed rules.

Pursuant to Section 178 of Companies Act, 2013 read with Companies (Meetings of Board and its Power) Rules 2014, Stakeholders Relationship Committee is not applicable on the Company as the Company does not have more than 1,000 shareholders, debenture holders, deposit-holders and any other security-holders at any time.

WOMAN DIRECTOR

Pursuant to section 149 of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Company is not required to comply with the provisions of woman Director as the Company is neither a listed nor public Company as per prescribed rules.

INTERNAL AUDITOR

Pursuant to Section 138 of the Companies Act, read with Companies (Accounts) Rules, 2014, the Company is not required to appoint Internal Auditor to conduct Internal Audit.

RISK MANAGEMENT POLICY

The Company has taken steps to prevent undesirable incidents or outcomes and has reviewed and taken steps for past incidents and implemented changes to prevent or reduce all future incidents. The management also evaluated and assessed these risks regularly.

The management is evaluating and planning the risk management in a continuing process.

EVALUATION OF BOARD PERFORMANCE

Provisions of section 134(3)(p) and rule 8(4) of Companies (Accounts) Rules, 2014 related to formal annual evaluation of Board of Directors and its committees is not applicable to the Company, as the Company is neither listed Company nor falls in prescribed class of public Company.

CHANGES IN MEMORANDUM AND ARTICLE OF ASSOCIATION

Memorandum of Association

During the period under review, the Company has altered its *Memorandum of Association's* Capital clause as mentioned hereinabove under "Share Capital" further the Company has also altered its Name clause vide passing of Special Resolution in the 1st Extra-Ordinary General Meeting ("EGM") dated 18th November 2023, the Company has received Certificate of Incorporation subsequent upon approval of Ministry of Corporate Affairs Dated 05th December 2023.

Articles of Association

During the period under review, the Company has altered its *Articles of Association* by adding clause "Borrowing Power" vide passing of Special Resolution in the 1st Extra-Ordinary General Meeting ("EGM") dated 18th November, 2023, further the Company altered its *Articles of Association* again by adding the word "free reserve" under the head Capitalization of Profits vide passing of Special Resolution in the 2nd Extra- Ordinary General Meeting ("EGM") dated 3rd January 2024.

CHANGES IN REGISTERED OFFICE

During the period under review Company has changed its registered office from A-208GF, Royal Resi Floors (SL-3), Gurgaon, Haryana-122003 to the present registered office of the Company situated at "Unit No. 109B, 110, 111 & 112, 1st Floor, Magnum City Center, Sector 63A, Golf Course Extension Road, Gurgaon, Haryana, India, 122011"

MATERIAL CHANGES AND COMMITMENT

During the period under review, there were no material changes & commitments affecting the financial position of the Company have occurred during the financial period ended as on 31st March 2024 of the Company to which these financial statements relate and the date of this report.

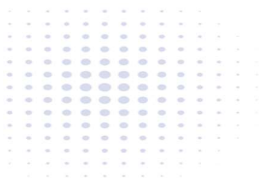
STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS

The term “internal financial controls” means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

The Directors had laid down Internal Financial Controls procedures to be followed by the Company which ensure compliance with various policies, practices and statutes in keeping with the organization’s pace of growth and increasing complexity of operations for orderly and efficient conduct of its business. The Audit Committee of the Board, from time to time, evaluated the adequacy and effectiveness of internal financial control of the Company with regard to the following:-

1. Systems have been laid to ensure that all transactions are executed in accordance with management’s general and specific authorization. There are well-laid manuals for such general or specific authorization.
2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of Financial Statements in conformity with Generally Accepted Accounting Principles or any other criteria applicable to such statements and to maintain accountability for aspects and the timely preparation of reliable financial information.
3. Access to assets is permitted only in accordance with management’s general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
4. The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to differences, if any.
5. Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company’s policies.

The management has taken all necessary steps to plug the internal control weaknesses. The management has implemented an effective and meaningful system in place to safeguard the assets of the Company.



CHANGE IN THE NATURE OF BUSINESS

During the year under review, there was no change in the nature of the business of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Particulars of the loans given, investment made or guarantee given or security provided, if any are provided in Note to the Financial Statements.

REVISION OF FINANCIAL STATEMENT

There was no revision in the financial statement or the report of the Company in respect of the three preceding financial years either voluntarily or pursuant to the order of a judicial authority.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES AND THEIR PERFORMANCE AND FINANCIAL POSITION

There were no significant operations carried out in Bootes Cleantech Private Limited (formerly known as Bootes Wireless Technologies Private Limited), a Wholly Owned Subsidiary (WoS) during the financial year ended 31st March 2024.

Your Company does not have any joint venture or associate companies during the financial year ended 31st March 2024. There has been no material change in the nature of business of the subsidiary. A report on the performance and financial position of the subsidiary, set out in the prescribed form AOC-1 in terms of proviso to Section 129 (3) of the Companies Act, 2013 is provided as Annexure to the consolidated financial statements and hence not repeated here.

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

Your Directors hereby declared that no significant and/or material order(s) had been passed against the Company during the financial year 2023-24, which may adversely impact the status of ongoing concern and operations in future.

During the year under review, there were no applications made or proceedings pending in the name of the Company under the Insolvency & Bankruptcy Code, 2016.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

During the financial year 2023-24, The Company has not made any related party transaction(s) with relative parties as per section 188 of the Companies Act, 2013.

However, the company has made related party transaction as per accounting standard, which is given under Note Nos. 21 (B) (8) of the financial statements.

WEB LINK AND EXTRACTS OF THE ANNUAL RETURN

Pursuant to the provisions of Section 92(3) and Section 134(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 as amended, the Annual Return of the Company as on 31st March 2024 is available on the website of the Company at www.bootes.in.

CORPORATE SOCIAL RESPONSIBILITY

During the period under review, your Company does not fall under the criteria as laid down under Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, therefore, there was no requirement to contribute under Corporate Social Responsibility, however considering the current year scenario, CSR becomes applicable to the Company for F.Y 2024-25 and your Company is in the process to spent the requisite amount.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the financial year ended 31st March 2024, Total 10 Board of Directors meetings held.

NO. OF MEETING	DATE OF MEETING
1.	03.04.2023
2.	13.07.2023
3.	13.09.2023
4.	01.11.2023
5.	01.12.2023
6.	12.12.2023
7.	04.01.2024
8.	08.01.2024
9.	01.02.2024
10.	22.03.2024

The details of the attendance of Directors are given below:

S.NO.	NAME OF THE DIRECTOR	DIRECTOR IDENTIFICATION NUMBER	CATEGORY	NUMBER OF BOARD MEETINGS ATTENDED IN THE YEAR
1	Deepak Kumar Rai	06947059	Director	10
2	Manab Rakshit	00325827	Director	10
3	Vishal Agarwal	09264985	Director	10



Details of attendance of Directors in Board Meetings held during the financial year 2023-2024 are as under:

NAME OF DIRECTOR	DEEPAK KUMAR RAI	MANAB RAKSHIT	VISHAL AGARWAL
DIN	06947059	00325827	09264985
Date of Board Meeting			
03-04-2023	P	P	P
13-07-2023	P	P	P
13-09-2023	P	P	P
01-11-2023	P	P	P
01-12-2023	P	P	P
12-12-2023	P	P	P
04-01-2024	P	P	P
08-01-2024	P	P	P
01-02-2024	P	P	P
22-03-2024	P	P	P

MEETINGS OF THE SHAREHOLDERS

During the period under review, 5 (Five) General Meeting were held on as Mentioned below:-

Types of Meeting	Date of Meeting	Number of Members attended	% Shareholding who attend meeting
Annual General Meeting	September 30, 2023	5	90
Extra-Ordinary General Meeting	November 18, 2023	7	100
Extra-Ordinary General Meeting	January 3, 2024	7	100
Extra-Ordinary General Meeting	January 5, 2024	7	100
Extra-Ordinary General Meeting	January 9, 2024	7	100

SECRETARIAL AUDIT AND CORPORATE GOVERNANCE

The Company does not fall in the criteria as laid down under Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, for the purpose of carrying out secretarial audit.

Your Directors maintain highest standard of corporate governance practices to safeguard the interest of shareholders/stakeholders.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Directors confirm that in the preparation of the Annual Accounts of the Company for the year ended 31st March, 2024:

- A. The applicable accounting standards have been followed with proper explanation relating to material departures, if any;
- B. 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 loss of the Company for the year ended on that date;
- C. Proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- D. The Annual Accounts have been prepared on a going concern basis.
- E. 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.

DETAILS OF FRAUD REPORTED BY AUDITORS

No fraud has been noticed or reported by the Auditor as per Section 134 (3) (ca) of the Companies Act, 2013 read with Companies (Amendment) Act, 2015.

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

A. Conservation of Energy, Technology Absorption

The details of conservation of energy, technology absorption are as follows:

a) Conservation of energy : Not Applicable

(i)	the steps taken or impact on conservation of energy	NA
(ii)	the steps taken by the Company for utilizing alternate sources of energy	NA

(iii)	the capital investment on energy conservation equipment's	NA
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(b) Technology absorption : Not Applicable

(i)	the efforts made towards technology absorption	NA
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	NA
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NA
	(a) the details of technology imported	NA
	(b) the year of import;	NA
	(c) whether the technology been fully absorbed	NA
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA
(iv)	the expenditure incurred on Research and Development	NA

B. Foreign Exchange Earnings and Outgo:

Foreign Exchange Earnings----- 8,52,39,000
 Foreign Exchange Outgo ----- Nil

MANAGERIAL REMUNERATION

During the financial year ended 31st March 2024 under review, the details of employee/Directors in the Company whose remuneration is falling under the provisions of Section 197 of Companies Act, 2013 read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are summarized below:

Sr. No.	Name	Amount
1.	Deepak Kumar Rai	24,00,000
2.	Manab Rakshit	29,00,000
3.	Vishal Agarwal	12,00,000

STATUTORY AUDITORS

M/s. Kumar Gaurav & Co, Chartered Accountants, were appointed as Statutory Auditors of the Company in the 2nd Annual General Meeting held on 30th September 2023 to hold their office from the conclusion of 2nd Annual General Meeting till the conclusion of the 7th Annual General Meeting for a consecutive term of 5 Years. As per the provisions of Section 139 of the Companies Act, 2013, their appointment stands valid during their tenure.

Name of Statutory Auditor	Audit Fees Payable*
M/s. Kumar Gaurav & Co (Registration Number: FRN 018618C)	Rs. 2,20,000/-

BOARD COMMENT ON AUDITOR REPORT

The Notes on account referred to in Auditor's Report are self-explanatory and, therefore, do not call for any further comments under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014.

HUMAN RESOURCE DEVELOPMENT

During the year employee relations continued to be cordial and harmonious at all levels and in all divisions of the Company. There was a total understanding of the management objectives by the employees. The Company has consistently tried to improve its HR policies and processes so as to acquire, nurture & retain the best of the available talent in the Industry.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company has formulated a policy for the prevention of sexual harassment at the workplace. It ensures prevention and deterrence of acts of sexual harassment and communicates procedures for their resolution and settlement. The Company is committed to creating and maintaining a healthy working environment that enables employees to work without fear or prejudice, gender bias and sexual harassment. The Company believes that all employees have a right to be treated with respect and dignity and has zero tolerance towards violations of its code of conduct, in general, and its sexual harassment policy, in particular. Internal Complaints Committee has been duly constituted by the Company and the composition of the same is disclosed in the Anti-Sexual Harassment Policy which is posted on the website of the Company

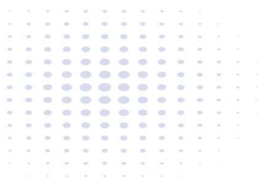
During the year, no complaint under the sexual harassment policy has been received by the Company. The Company has complied with the provisions relating to the constitution of internal complaints committee under the Sexual Harassment of Women at Work Place (Prevention Prohibition and Redressal) Act 2013.

COST RECORD

For the Financial Year 2023-24, the provisions of cost audit as per section 148 of the Companies Act 2013 is not applicable on the Company.

EVENTS AFTER CLOSURE OF FINANCIAL YEAR MARCH 31st, 2024 TILL THE DATE OF THIS REPORT

During the period under review, your Company allotted shares by way of preferential allotment 2,13,169 Equity shares (Tranche-III) having face value of Rs. 10/- each at a price of Rs. 167/- (including premium of Rs. 157/- each) amounting to Rs. 3,55,99,223/- vide Board Resolution no. 05 dated 8th May 2024 subject to the approval of offer received earlier from Board Resolution no. 05 dated 8th January 2024 and from the shareholders vide Special Resolution



passed at the 4th Extra-ordinary general meeting held on 9th January 2024.

Further preferential allotment of 10,96,855 Equity Shares having Face Value of Rs. 10/- each at a price of Rs. 1,000/- (including a Premium of Rs. 990/-) amounting to Rs. 1,09,68,55,000/- (One Hundred Nine Crore Sixty Eight Lakhs Fifty Five Thousand only) was made vide Board Resolution no. 05 dated 24th August, 2024 subject to the approval of offer received earlier from the Board of Directors vide Board resolution no. 05 dated 9th July 2024 and from the shareholders vide Special Resolution passed at the 1st Extra-Ordinary General Meeting held on 10th July 2024.

Besides, there were no material changes and commitments, affecting the financial position of the Company have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For and on the behalf of
BOOTES IMPEX TECH LIMITED**

Sd/-
DEEPAK KUMAR RAI
DIN: 06947059

Sd/-
MANAB RAKSHIT
DIN: 00325827

DATE: 24.08.2024
PLACE: Gurgaon

BOOTES

Form AOC- 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES
OR
ASSOCIATE COMPANIES OR JOINT VENTURES**

PART A- SUBSIDIARIES

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Name of the subsidiary	BOOTES CLEANTECH PRIVATE LIMITED (formerly known as <i>Bootes Wireless Technologies Private Limited</i>)
The date since when subsidiary was acquired	04.10.2021
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	FY 2023-24
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Nil
Share capital (Paid-up)	1,00,000
Reserves and surplus	1,03,040
Total assets	9,42,976
Total Liabilities	7,39,936
Investments	Nil
Turnover	46,19,554
Profit before taxation	1,82,258

Provision for taxation	Nil
Profit after taxation	1,82,258
Proposed Dividend	Nil
Extent of shareholding (in percentage)	99.99%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations **NIL**
2. Names of subsidiaries which have been liquidated or sold during the year. **NIL**



PART B- ASSOCIATES AND JOINT VENTURES

STATEMENT PURSUANT TO SECTION 129 (3) OF THE COMPANIES ACT, 2013 RELATED TO ASSOCIATE COMPANIES AND JOINT VENTURES

NAME OF ASSOCIATES OR JOINT VENTURES	NA	NA	NA
1. Latest audited Balance Sheet Date	-	-	-
2. Date on which the Associate or Joint Venture was associated or acquired	-	-	-
3. Shares of Associate or Joint Ventures held by the company on the year end	-	-	-
No.	-	-	-
Amount of Investment in Associates or Joint Venture	-	-	-
Extent of Holding (in percentage)	-	-	-
4. Description of how there is significant influence	-	-	-
5. Reason why the associate/Joint venture is not consolidated.	-	-	-
6. Net worth attributable to shareholding as per latest audited Balance Sheet	-	-	-
7. Profit or Loss for the year	-	-	-
i. Considered in Consolidation	-	-	-
ii. Not Considered in Consolidation	-	-	-

1. Names of associates or joint ventures which are yet to commence operations. **NIL**

2. Names of associates or joint ventures which have been liquidated or sold during the year. **NIL**

NOTE: This form is to be certified in the same manner in which the Balance Sheet is to be certified.

