

ANNUAL REPORT
2023-2024

DEEPAK HOUSEWARE & TOYS LIMITED
(FORMERLY KNOWN AS DEEPAK HOUSEWARE & TOYS PRIVATE LIMITED)



URBAN TOTS
KIDS UNPLUGGED



DEEPAK HOUSEWARE & TOYS LIMITED

(Formerly known as Deepak Houseware & Toys Pvt. Ltd.)

Plot No. SP2-875, Riico Ind. Area, Pathredi Bhawadi, Distt. Khairthal-Tijara (Raj.) 301019

Email: Info@urbantots.in Phone No: +91 9588269063

GST NO. 08AAHCD8936G1ZB CIN No. U25111RJ2020PLC070129

Board of Directors (Composition of the Board of Directors as on October 01, 2024.)

Mr. Deepak Chaudhary

Mr. Karan Bhatia

Mr. Luv Chawla

Registered Office/Corporate Office Address

Plot No. SP2-875, RIICO Industrial Area

Pathredi, Bhiwadi, Distt. Khairthai,

Bhiwari Ind. Area. Alwar,

Tijara-301019, Rajasthan

Corporate Identification Number (CIN)

U25111RJ2020PLC070129

Statutory Auditors

M/s. AMG & Associates,

Chartered Accountants

168, Behind Subhash Market,

Tauru Haryana- 122105

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NOTICE OF 04TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 04TH ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF DEEPAK HOUSEWARE & TOYS LIMITED (“THE COMPANY”) (FORMERLY KNOWN AS DEEPAK HOUSEWARE & TOYS PRIVATE LIMITED) WILL BE HELD ON SATURDAY, NOVEMBER 30, 2024 AT 02:00 P.M. (IST), THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS (“VC/OAVM”) TO TRANSACT FOLLOWING BUSINESS(ES):

ORDINARY BUSINESSES:

ITEM NO. 01 - ADOPTION OF FINANCIAL STATEMENTS:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT the Audited Financial Statements of the Company comprising of the Balance Sheet as at March 31, 2024, Statement of Profit and Loss and Cash Flow Statement for the Financial Year ended March 31, 2024, along with explanatory notes thereon, Auditor's report thereon and Report of the Board of Directors be and are hereby received, considered, approved and adopted."

ITEM NO. 02 - APPOINT A DIRECTOR IN PLACE OF MR. DEEPAK CHAUDHARY (DIN: 00074249) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), Mr. Deepak Chaudhary (DIN: 00074249), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company."

SPECIAL BUSINESSES:

ITEM NO. 03 - APPOINTMENT OF MR. LUV CHAWLA (DIN: 07953808) AS DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT Mr. Luv Chawla, being appointed as an Additional Director in the category of Non-Executive Director of the Company under Section 161(1) of the Companies Act, 2013 (the “Act”), with effect from October 01, 2024 by the Board of Directors and who holds office upto the date of this Annual General Meeting but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director in the category of Non-Executive Director of the Company.

RESOLVED FURTHER THAT Mr. Luv Chawla shall be a Director whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 04 - APPOINTMENT OF MR. KARAN BHATIA (DIN: 10465343) AS DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT Mr. Karan Bhatia, being appointed as an Additional Director of the Company under Section 161(1) of the Companies Act, 2013 (the “Act”), with effect from October 01, 2024 by the Board of Directors and who holds office up to the date of this Annual General Meeting but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT Mr. Karan Bhatia shall be a Director whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 05 - APPOINTMENT OF MR. KARAN BHATIA (DIN: 10465343) AS WHOLETIME DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V the Companies Act, 2013 and the approval of the board, the consent of the members be and is hereby accorded to the appointment of Mr. Karan Bhatia, as a Whole-time Director of the Company for a term of three (3) years with effect from October 01, 2024 to September 30, 2027 and upon the terms and conditions including remuneration as detailed in the explanatory statement attached hereto, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and or agreement in such manner as may be agreed between the Board of Directors and Mr. Karan Bhatia notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in the Company in any financial year during the term of Mr. Karan Bhatia holding office as Whole-time Director, the remuneration and perquisites set out in the explanatory statement annexed hereto, be paid or granted to Mr. Karan Bhatia, as minimum remuneration during his tenure.

RESOLVED FURTHER THAT the consent is also accorded for an annual increment of upto 10% in every financial year over his last drawn remuneration during the period of 3 years of his tenure as stated above.

RESOLVED FURTHER THAT Mr. Karan Bhatia shall be subject to retirement by rotation during his tenure as Whole-time Director of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation effected by operation of law, cease to be the Whole-time Director.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 06- APPOINTMENT OF MR. ANMOL ARORA (DIN: 10465342) AS DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

RESOLVED THAT in pursuance of the provisions of Section 152 of the Companies Act and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), as well as the stipulations within the Articles of Association of the Company and recommendation of the Board of Directors, Mr. Anmol Arora who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company w.e.f. November 30, 2024.

RESOLVED FURTHER THAT Mr. Anmol Arora shall be a Director whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 07 - APPOINTMENT OF MR. ANMOL ARORA (DIN: 10465342) AS WHOLE-TIME DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V the Companies Act, 2013 and as per recommendation of the Board, the consent of the members be and is hereby accorded to the appointment of Mr. Anmol Arora (DIN: 10465342), as a Whole-time Director of the Company for a term of three (3) years with effect from November 30, 2024 to October 31, 2027 and upon the terms and conditions including remuneration as detailed in the explanatory statement attached hereto, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and or agreement in such manner as may be agreed between the Board of Directors and Mr. Anmol Arora notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in the Company in any financial year during the term of Mr. Anmol Arora holding office as Whole-time Director, the remuneration and perquisites set out in the explanatory statement annexed hereto, be paid or granted to Mr. Anmol Arora, as minimum remuneration during his tenure.

RESOLVED FURTHER THAT the consent is also accorded for an annual increment of upto 10% in every financial year over his last drawn remuneration during the period of 3 years of his tenure as stated above.

RESOLVED FURTHER THAT Mr. Anmol Arora shall be subject to retirement by rotation during his tenure as Whole-time Director of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation effected by operation of law, cease to be the Whole-time Director.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 08- APPOINTMENT OF MR. ANKIT MITTAL (DIN: 10465344) AS DIRECTOR OF THE COMPANY:

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

RESOLVED THAT in pursuance of the provisions of Section 152 of the Companies Act and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), as well as the stipulations within the Articles of Association of the Company and recommendation of the Board of Directors, Mr. Ankit Mittal who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company w.e.f. November 30, 2024.

RESOLVED FURTHER THAT Mr. Ankit Mittal shall be a Director whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 09 - APPOINTMENT OF MR. ANKIT MITTAL (DIN: 10465344) AS WHOLE-TIME DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V the Companies Act, 2013 and as per recommendation of the Board, the consent of the Company be and is hereby accorded to the appointment of Mr. Ankit Mittal (DIN: 10465344), as a Whole-time Director of the Company for a term of three (3) years with effect from November 30, 2024 to October 31 2027 and upon the terms and conditions including remuneration as detailed in the explanatory statement attached hereto, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and or agreement in such manner as may be agreed between the Board of

Directors and Mr. Ankit Mittal notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in the Company in any financial year during the term of Mr. Ankit Mittal holding office as Whole-time Director, the remuneration and perquisites set out in the explanatory statement annexed hereto, be paid or granted to Mr. Ankit Mittal, as minimum remuneration during his tenure.

RESOLVED FURTHER THAT the consent is also accorded for an annual increment of upto 10% in every financial year over his last drawn remuneration during the period of 3 years of his tenure as stated above.

RESOLVED FURTHER THAT Mr. Ankit Mittal shall be subject to retirement by rotation during his tenure as Whole-time Director of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation effected by operation of law, cease to be the Whole-time Director.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 10- APPROVE THE REVISION IN REMUNERATION PAYABLE TO MR. DEEPAK CHAUDHARY:

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder read with Schedule V of the Companies Act, 2013 (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force), or any other law for the time being in force, and in accordance with provisions of the Articles of Association of the Company and subject to such other approvals as may be required in this regard, the approval of the Members of the Company be and is hereby accorded for revision in remuneration of Mr. Deepak Chaudhary, Executive Director of the Company, as set out in the explanatory statement attached hereto, from the period April 01, 2024 to September 03, 2024, notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO. 11 - TO DESIGNATE AND APPROVE THE APPOINTMENT OF MR. DEEPAK CHAUDHARY (DIN: 00074249) AS CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY:

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V thereto (including any statutory modification or re-enactment thereof, for the time being in force), Memorandum and the Articles of Association of the Company and approval of the board of Directors of the Company, the consent of the members be and is hereby accorded to designate and appoint Mr. Deepak Chaudhary (DIN: 00074249) as Chairman & Managing Director of the Company for a period of Three (3) years with effect from September 04, 2024 to September 03, 2027, upon the terms

and conditions including remuneration as detailed in the explanatory statement attached hereto, with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and or agreement in such manner as may be agreed to between the Board of Directors and Mr. Deepak Chaudhary notwithstanding that such remuneration may exceed the limits prescribed under Section 197 read with Schedule V of the Act.

RESOLVED FURTHER THAT Mr. Deepak Chaudhary shall be a Director whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in the Company in any financial year during the term of Mr. Deepak Chaudhary holding office as Chairman and Managing Director, the remuneration and perquisites set out in the explanatory statement annexed hereto, be paid or granted to Mr. Deepak Chaudhary, as minimum remuneration during his tenure.

RESOLVED FURTHER THAT the consent is also accorded for an annual increment of upto 10% in every financial year over his last drawn remuneration during the period of 3 years of his tenure as stated above.

RESOLVED FURTHER THAT Mr. Deepak Chaudhary shall be subject to retirement by rotation during his tenure as Chairman and Managing Director of the Company provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation effected by operation of law, cease to be the Chairman and Managing Director.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution.”

ITEM NO.12 - APPROVE THE BORROWING LIMIT PURSUANT TO THE PROVISIONS OF SECTION 180(1)(c) OF THE COMPANIES ACT, 2013:

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Article of Association of the Company and approval of the Board of the Directors, the consent of the members of the Company be and is accorded to borrow from time to time by way of loans, overdraft facilities, working capital etc., from any bank(s), financial institution(s), company, bodies corporate(s), person(s) etc., including but not limited to availing credit limits through non- fund based limits i.e. bank guarantee, letter of credit etc. or by any other means as deemed fit, against the security of or creating charge on term deposits, fixed deposits, movables, or immovables or such other assets as may be required or as unsecured at any time or from time to time, any sum or sum of money(ies) which together with money already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), exceeding the aggregate of the paid-up share capital, free reserves and securities premium, provided that the total amount so borrowed by the Board shall not at any time exceed INR 50,00,00,000/- (Rupees Fifty Crores only).

RESOLVED FURTHER THAT Board of Directors of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as proper or desirable or expedient to give effect to the above resolution.”

ITEM NO.13- APPROVE THE CREATION OF MORTGAGE AND/OR CHARGE PURSUANT TO THE PROVISIONS OF SECTION 180(1)(a) OF THE COMPANIES ACT, 2013:

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the Article of Association of the Company and approval of the Board of the Directors, the consent of the members of the Company be and is hereby accorded to mortgage and/or create charge on all or any of the immovable and movable properties of the Company, wherever situated, both present and future or the whole or substantially the whole of the undertaking or undertakings of the Company, in such form and in such manner as the Board may think fit, together with the power to take over the management of the business and concern of the Company in certain events, for securing any loans and /or advances already obtained or to be obtained from any financial institutions/ Banks/insurance companies or other persons, and all interests, compound/additional interest, commitment charge, costs, charges, expenses and all other moneys payable by the Company in respect of the said Loans for which the charge is to be created, provided however, that the total amount so secured shall not at any time exceed a sum of Rs. 50,00,00,000/- (Rupees Fifty Crores only).

RESOLVED FURTHER THAT Board of Directors of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as proper or desirable or expedient to give effect to the above resolution."

**By order of the Board of Directors of
Deepak Houseware & Toys Limited
(Formerly Deepak Houseware & Toys Private Limited)**

**Sd/-
Deepak Chaudhary
Chairman and Managing Director**

DIN: 00074249

Address: H-402, Pilot Court, Essel Tower
M.G. Road, Sector-28, Sikandarpur
Ghosi (68) Gurgaon Haryana-122002

Date: 01.10.2024

Place: Bhiwadi

EXPLANATORY STATEMENT

Under Section 102 of the Companies Act, 2013

As required under Section 102 of the Companies Act, 2013 read with Rules made thereunder, the following explanatory Statement sets out all material facts relating to the item No. 3 to 13 mentioned in the accompanying Notice of the 04th Annual General Meeting of the Company.

ITEM NO. 3

Mr. Luv Chawla, 40 years old, holds a Bachelor of Commerce and a master's degree in finance. He has 9 years of experience in the finance sector, specializing in areas such as investment analysis, financial planning, risk management, and portfolio management.

The Board of Directors had appointed Mr. Luv Chawla (DIN: 07953808) as an Additional Director in the category of Non-Executive Director of the Company w.e.f. October 01, 2024. In terms of Section 161 (1) of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, Mr. Luv Chawla (DIN: 07953808) holds office as Additional Director, up to the date of the forthcoming Annual General Meeting but who is eligible for appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing his candidature for the office of Director. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Accordingly, in terms of the requirements of the Section 152 and Section 160 and any other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, approval of the members of the Company is required for the appointment of Mr. Luv Chawla (DIN: 07953808) as a Director of the Company.

The Company had received a consent from Mr. Luv Chawla (DIN: 07953808), signifying his intention to be appointed as a Director of the Company.

Other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is specified in **Annexure A**.

Except Mr. Luv Chawla, none of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

In view of the applicable provisions of the Companies Act, 2013, the Board recommends the ordinary resolution set out at item no. 3 of the accompanying Notice for the approval of the Members.

ITEM NO. 4& 5

The Board of Directors, at their meeting held on October 01, 2024, appointed Mr. Karan Bhatia as an Additional and Whole-time Director of the Company, for a term of three years with effect from October 01, 2024 to September 30, 2027, subject to the approval of the shareholders of the Company at the 04th Annual General Meeting of the Company.

Mr. Karan Bhatia aged 33 years and is a Graduate and he has Ten (10) years' rich experience in Sales and Marketing. His experience helps him understand what customers want and how to promote products effectively.

The approval of the members is being sought with respect to the terms and conditions for the

appointment of Mr. Karan Bhatia as Director and further designated as Whole-time Director and the remuneration payable to Mr. Karan Bhatia. The Board of Directors at their meeting held on October 01, 2024 had approved the payment of following remuneration:

Pay Component	Annual (INR)	Monthly (INR)
Basic	9,30,000	77,500
HRA	9,30,000	77,500
FBP	0	0
PF	0	0
Gratuity	0	0
Total Base Pay - Amount	18,60,000	1,55,000
Target Bonus	7,042	585
LTI and other perquisites	0	0

An abstract of the terms & conditions of appointment of Mr. Karan Bhatia, Whole-time Director is as stated above.

Member may note in this regard, the Company has received a notice from a member of the Company under Section 160 of the Companies Act, 2013, stating its intention to propose the candidature of Mr. Karan Bhatia for office of Director of the Company. Mr. Karan Bhatia satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The resolution for appointment of Mr. Karan Bhatia, is appropriate and in the best interests of the Company.

Other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is specified in **Annexure A**.

The statement of information as required under Schedule V of the Companies Act, 2013 is as under:-

I. GENERAL INFORMATION

(1)	Nature of Industry	:	Houseware and Toys
(2)	Date of commencement of Commercial Operation	:	06/08/2020
(3)	In case of new companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospectus	:	Not applicable
(4)	Financial Performance	:	As stated below
(Rs. In Lakhs)			
S. No.	Particulars	FY 2023-24	FY 2022-23
1.	Total Income	7951.36	4969.82
2.	Total Expenditure	7128.63	4471.37
3.	Profit/ (Loss) before Tax	822.73	498.46
4.	Profit/ (Loss) after Tax	710.30	418.43
5.	Other Comprehensive Income	0	0
6.	Total Income/ (loss) for the year	710.30	418.43

(5)	Foreign investments or collaborators, If any	None
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II. INFORMATION ABOUT THE APPOINTEE:

(1) Background Details:

Mr. Karan Bhatia, aged 33 years, is the employee of the Company and has a total work experience of around Ten (10) years' rich experience in Sales and Marketing.

(2) Past remuneration:

(Rs. in lacs)

Name	Designation	Salary(Rs.)	Perquisites (Rs.)	Incentives(Rs.)	Total (Rs.)
-	-	-	-	-	-

(3) Job profile and his suitability, recognition or awards:

Mr. Karan Bhatia is a Graduate person and he has Ten (10) years' rich experience in Sales and Marketing. He helps drive business growth by understanding customer needs and creating effective strategies. His ability to build strong relationships and promote products effectively makes him a key asset to any team.

(4) Remuneration Proposed:

As specified in the above table. The proposed remuneration payable to Mr. Karan Bhatia has been approved by the Board of Directors in their meetings held on October 01, 2024 subject to approval of shareholders of the Company.

(5) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Karan Bhatia and the responsibilities shouldered by him, the aforesaid remuneration package commensurate with the remuneration package paid to candidates other Companies in the industry.

(6) Pecuniary relationship directly or indirectly with the Company, or relationship with managerial personnel, if any:

Besides, the remuneration proposed, Mr. Karan Bhatia does not have any other pecuniary relationship direct or indirect with the Company or with any other Managerial Personnel.

III. OTHER INFORMATION:

(1) Reasons of loss or inadequate profit:

During the Financial year 2023-24, the Company experienced inadequate profits primarily due to its initial years of operation, which has resulted in initial setup costs and lower brand recognition in the competitive houseware and toys market. Additionally, ongoing investments in marketing and product development have contributed to lower profit margins as the company focuses on building its presence and customer base.

(2) Steps taken or proposed to be taken for improvement:

To improve profitability, the Company is enhancing our marketing efforts to attract more customers, diversifying our product range, and reviewing costs to save money. We're also building partnerships with retailers and seeking customer feedback to better meet market needs.

(3) Expected increase in productivity and profit in measurable terms:

The Company anticipates an increase in productivity over the next year by implementing improved processes and ramping up our marketing efforts. As a result, we expect this to drive a rise in profits as we attract more customers and broaden our product range.

Except Mr. Karan Bhatia, none of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 & 5.

In view of the applicable provisions of the Companies Act, 2013, the Board recommends the ordinary resolution set out at item no. 4 and Special Resolution set out at item no. 5 of the accompanying Notice for the approval of the Members.

ITEM NO. 6&7

The Board of Directors, at their meeting held on October 01, 2024, had recommended the appointment of Mr. Anmol Arora as Director and Whole-time Director of the Company, for a term of three (3) years with effect from November 30, 2024 to October 31, 2027, subject to the approval of the shareholders of the Company at the 04th Annual General Meeting.

Brief profile of Mr. Anmol Arora

Mr. Anmol Arora aged 36 years, is a graduate person, with 13 (Thirteen) years of work experience in Sales and Marketing.

The approval of the members is being sought with respect to the terms and conditions for the appointment of Mr. Anmol Arora as Director and Whole-time Director along with remuneration payable to Mr. Anmol Arora. The Board of Directors at their meeting held on October 01, 2024 had approved and recommended the payment of following remuneration:

Pay Component	Annual (INR)	Monthly (INR)
Basic	9,00,000	75,000
HRA	9,00,000	75,000
FBP	0	0
PF	0	0
Gratuity	0	0
Total Base Pay - Amount	18,00,000	1,50,000
Target Bonus	7,019	585
<i>LTI and other perquisites</i>	0	0

An abstract of the terms & conditions of appointment of Mr. Anmol Arora, Whole-time Director is as stated above.

Member may note in this regard, the Company has received a notice from a member of the Company under Section 160 of the Companies Act, 2013, stating its intention to propose the candidature of Mr. Anmol Arora for office of Director of the Company. Mr. Anmol Arora satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-

section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The resolution for appointment of Mr. Anmol Arora, is appropriate and in the best interests of the Company.

Other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India is specified in **Annexure A**.

The statement of information as required under Schedule V of the Companies Act, 2013 is as under:

I. GENERAL INFORMATION

(1)	Nature of Industry	:	Houseware and Toys
(2)	Date of commencement of Commercial Operation	:	06/08/2020
(3)	In case of new companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospectus	:	Not applicable
(4)	Financial Performance	:	As stated below
<i>(Rs. In Lakhs)</i>			
S. No.	Particulars	FY 2023-24	FY 2022-23
1.	Total Income	7951.36	4969.82
2.	Total Expenditure	7128.63	4471.37
3.	Profit/ (Loss) before Tax	822.73	498.46
4.	Profit/ (Loss) after Tax	710.30	418.43
5.	Other Comprehensive Income	0	0
6.	Total Income/ (loss) for the year	710.30	418.43
(5)	Foreign investments or collaborators, If any	:	None

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background Details:

Mr. Anmol Arora, aged 36 years, is the employee of the Company and has a total work experience of around 13 (Thirteen) years in Sales and marketing.

(2) Past remuneration:

(Rs. in lacs)

Name	Designation	Salary(Rs.)	Perquisites (Rs.)	Incentives(Rs.)	Total (Rs.)
-	-	-	-	-	-

(3) Job profile and his suitability, recognition or awards:

Mr. Anmol Arora is 36 years old and has about 13 years of experience in Sales and Marketing. He has a strong understanding of how to connect with customers and promote products effectively. His expertise helps the company grow and succeed in a competitive market.

(4) Remuneration Proposed:

As specified in the above table. The proposed remuneration payable to Mr. Anmol Arora has been approved and recommended by the Board of Directors in their meetings held on October 01, 2024 subject to approval of shareholders of the Company.

(5) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Anmol Arora and the responsibilities shouldered by him, the aforesaid remuneration package commensurate with the remuneration package paid to candidates other Companies in the industry.

(6) Pecuniary relationship directly or indirectly with the Company, or relationship with managerial personnel, if any:

Besides, the remuneration proposed, Mr. Anmol Arora does not have any other pecuniary relationship direct or indirect with the Company or with any other Managerial Personnel.

III. OTHER INFORMATION:

(1) Reasons of loss or inadequate profit:

During the Financial year 2023-24, the Company experienced inadequate profits primarily due to its initial years of operation, which has resulted in initial setup costs and lower brand recognition in the competitive houseware and toys market. Additionally, ongoing investments in marketing and product development have contributed to lower profit margins as the company focuses on building its presence and customer base.

(2) Steps taken or proposed to be taken for improvement:

To improve profitability, the Company is enhancing our marketing efforts to attract more customers, diversifying our product range, and reviewing costs to save money. We're also building partnerships with retailers and seeking customer feedback to better meet market needs.

(3) Expected increase in productivity and profit in measurable terms:

The Company anticipates an increase in productivity over the next year by implementing improved processes and ramping up our marketing efforts. As a result, we expect this to drive a rise in profits as we attract more customers and broaden our product range.

Except Mr. Anmol Arora, none of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 & 7.

In view of the applicable provisions of the Companies Act, 2013, the Board recommends the ordinary resolution set out at item no. 6 and Special Resolution set out at item no. 7 of the accompanying Notice for the approval of the Members.

ITEM NO. 8&9

The Board of Directors, at their meeting held on October 01, 2024, had recommended the appointment of Mr. Ankit Mittal as Director and Whole-time Director of the Company, for a term of three (3) years with effect from November 30, 2024 to October 31, 2027, subject to the approval of the shareholders of the Company at the 04th Annual General Meeting.

Mr. Ankit Mittal is 32 years old and has four years of experience as the Operational Head of the company. In this role, he oversees daily operations, ensuring that all processes run smoothly and efficiently. His leadership helps the team stay organized and focused on meeting goals.

The approval of the members is being sought with respect to the terms and conditions for the appointment of Mr. Ankit Mittal as Director and Whole-time Director and the remuneration payable to Mr. Ankit Mittal. The Board of Directors at their meeting held on October 01, 2024 had approved and recommended the payment of following remuneration:

Pay Component	Annual (INR)	Monthly (INR)
Basic	4,50,000	37,500
HRA	4,50,000	37,500
FBP	0	0
PF	0	0
Gratuity	0	0
Total Base Pay - Amount	9,00,000	75,000
Target Bonus	7,019	585
LTI and other perquisites	0	0

An abstract of the terms & conditions of appointment of Mr. Ankit Mittal, Whole-time Director is as stated above.

Member may note in this regard, the Company has received a notice from a member of the Company under Section 160 of the Companies Act, 2013, stating its intention to propose the candidature of Mr. Ankit Mittal for office of Director of the Company. Mr. Ankit Mittal satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The resolution for appointment of Mr. Ankit Mittal, is appropriate and in the best interests of the Company.

Other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India is specified in **Annexure A**.

The statement of information as required under Schedule V of the Companies Act, 2013 is as under:-

I. GENERAL INFORMATION

(1)	Nature of Industry	:	Houseware and Toys
(2)	Date of commencement of Commercial Operation	:	06/08/2020
(3)	In case of new companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospectus	:	Not applicable
(4)	Financial Performance	:	As stated below
			(Rs. In Lakhs)
S. No.	Particulars	FY 2023-24	FY 2022-23
1.	Total Income	7951.36	4969.82
2.	Total Expenditure	7128.63	4471.37
3.	Profit/ (Loss) before Tax	822.73	498.46
4.	Profit/ (Loss) after Tax	710.30	418.43
5.	Other Comprehensive Income	0	0
6.	Total Income/ (loss) for the year	710.30	418.43
(5)	Foreign investments or collaborators, If any	:	None

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background Details:

Mr. Ankit Mittal is 32 years old and has four years of experience as the Operational Head of the company. He is responsible for overseeing daily operations and ensuring everything runs efficiently.

(2) Past remuneration:

(Rs. in lacs)

Name	Designation	Salary(Rs.)	Perquisites (Rs.)	Incentives(Rs.)	Total (Rs.)
-	-	-	-	-	-

(3) Job profile and his suitability, recognition or awards:

Mr. Ankit Mittal is 32 years old and has four years of experience in his field. He serves as the Operational Head of the company, where he oversees daily operations and ensures everything runs smoothly. His role is crucial in maintaining efficiency and helping the company achieve its goals.

(4) Remuneration Proposed:

As specified in the above table. The proposed remuneration payable to Mr. Ankit Mittal has been approved and recommended by the Board of Directors in their meetings held on October 01, 2024 subject to approval of the shareholders of the Company.

(5) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Ankit Mittal and the responsibilities shouldered by him, the aforesaid remuneration package commensurate with the remuneration package paid to candidates other Companies in the industry.

(6) Pecuniary relationship directly or indirectly with the Company, or relationship with managerial personnel, if any:

Besides, the remuneration proposed, Mr. Ankit Mittal does not have any other pecuniary relationship direct or indirect with the Company or with any other Managerial Personnel.

III. OTHER INFORMATION:

(1) Reasons of loss or inadequate profit:

During the Financial year 2023-24, the Company experienced inadequate profits primarily due to its initial years of operation, which has resulted in initial setup costs and lower brand recognition in the competitive houseware and toys market. Additionally, ongoing investments in marketing and product development have contributed to lower profit margins as the company focuses on building its presence and customer base.

(2) Steps taken or proposed to be taken for improvement:

To improve profitability, the Company is enhancing our marketing efforts to attract more customers, diversifying our product range, and reviewing costs to save money. We're also building partnerships with retailers and seeking customer feedback to better meet market needs.

(3) Expected increase in productivity and profit in measurable terms:

The Company anticipates an increase in productivity over the next year by implementing improved processes and ramping up our marketing efforts. As a result, we expect this to drive a rise in profits as we attract more customers and broaden our product range.

Except Mr. Ankit Mittal, none of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 & 9.

In view of the applicable provisions of the Companies Act, 2013, the Board recommends the ordinary resolution set out at item no. 8 and Special Resolution set out at item no. 9 of the accompanying Notice for the approval of the Members.

ITEM NO. 10 & 11

The Board of directors had appointed Mr. Deepak Chaudhary as an Executive Director of the Company in the year 2022. The said Director has withdrawn the remuneration INR 21 lakhs per annum and INR 42 lakhs per annum during the financial year 2022-23 and 2023-24 respectively.

The Board at their meeting held on April 01, 2024 had considered the revision in remuneration payable to Mr. Deepak Chaudhary with effect from April 01, 2024 to September 03, 2024 subject

to necessary approvals.

At the time of the aforesaid appointment and revision in remuneration of Mr. Deepak Chaudhary, the Company was a private Company and later it was converted into Public Company with effect from May 02, 2024.

Pursuant to the provisions of Section 196, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 The approval of the members is being sought with respect to revision in remuneration of Mr. Deepak Chaudhary, Executive Director of the Company from the period April 01, 2024 to September 03, 2024 as under and the same be paid as an arrears for the said period:

Pay Component	Monthly (INR)
Basic	7,50,000
HRA	7,50,000
FBP	0
PF	0
Gratuity	0
Total Base Pay - Amount	15,00,000
Target Bonus	585
LTI and other perquisites	0

Further, the Board of Directors, at their meeting held on September 04, 2024, had recommended to designate and appointment of Mr. Deepak Chaudhary as Chairman & Managing Director of the Company, for a term of three years with from September 04, 2024 to September 03, 2027, subject to the approval of the shareholders of the Company at the Fourth Annual General Meeting.

Brief profile of Mr. Deepak Chaudhary

Mr. Deepak Chaudhary is a Director and promoter of the Company and is a post graduate with over 10 years of work experience in the field of the houseware and toys industry. He has been effectively performing his duties and providing valuable guidance to the Company in key strategic matters from time to time.

Mr. Chaudhary is also a person of integrity who possesses required expertise and his association as a Chairman and Managing Director will be beneficial to the Company.

The approval of the members is being sought with respect to the terms and conditions for the designate and appointment of Mr. Deepak Chaudhary as Chairman & Managing Director and the remuneration payable to Mr. Deepak Chaudhary. The Board of Directors at their meeting held on September 04, 2024 had approved the payment of following remuneration:

Pay Component	Annual (INR)	Monthly (INR)
Basic	90,00,000	7,50,000
HRA	90,00,000	7,50,000
FBP	0	0
PF	0	0
Gratuity	0	0
Total Base Pay - Amount	1,80,00,000	15,00,000
Target Bonus	7019	585
LTI and other perquisites	0	0

An abstract of the terms & conditions to designate and appointment of Mr. Deepak Chaudhary, Chairman & Managing Director is as stated above.

Member may note in this regard, the Company has received a notice from a member of the Company under Section 160 of the Companies Act, 2013, stating its intention to propose the candidature of Mr. Deepak Chaudhary for office of Director of the Company. Mr. Deepak Chaudhary satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The resolution for appointment of Mr. Deepak Chaudhary, is appropriate and in the best interests of the Company.

Other requisite details, pursuant to the provisions of the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India is specified in **Annexure A**.

The statement of information as required under Schedule V of the Companies Act, 2013 is as under: -

I. GENERAL INFORMATION

(1)	Nature of Industry	:	Houseware and Toys
(2)	Date of commencement of Commercial Operation	:	06/08/2020
(3)	In case of new companies, expected date of commencement of activities as per Project approved by financial institutions appearing in the prospectus	:	Not applicable
(4)	Financial Performance	:	As stated below
			(Rs. In Lakhs)
S. No.	Particulars	FY 2023-24	FY 2022-23
1.	Total Income	7951.36	4969.82
2.	Total Expenditure	7128.63	4471.37
3.	Profit/ (Loss) before Tax	822.73	498.46
4.	Profit/ (Loss) after Tax	710.30	418.43
5.	Other Comprehensive Income	0	0
6.	Total Income/ (loss) for the year	710.30	418.43
(5)	Foreign investments collaborators, if any	None	None

II. INFORMATION ABOUT THE APPOINTEE:

(1) Background Details:

Mr. Deepak Chaudhary is a director and promoter of the Company who have extensive experience in the houseware and toys industry, with a strong background in product development and marketing. He is focusing on innovation and quality to meet consumer needs. His leadership combines a passion for design with a commitment to sustainable practices, positioning the Company for growth in this competitive market.

(2) Past remuneration:

					<i>(Rs. in lacs)</i>
Name	Designation	Salary(Rs.)	Perquisites (Rs.)	Incentives(Rs.)	Total (Rs.)
Mr. Deepak Chaudhary	Managing Director	42 Per annum	-	-	42 Per annum

(3) Job profile and his suitability, recognition or awards:

Mr. Deepak Chaudhary is the Promoter and Chairman of the Company. He had over 10 years of rich and varied experience. He plays a vital role in the management and administration of the affairs of the Company.

(4) Remuneration Proposed:

As specified in the below table. The proposed remuneration payable to Mr. Deepak Chaudhary has been approved by the Board of Directors in their meetings held on September 04, 2024.

Pay Component	Annual (INR)	Monthly (INR)
Basic	90,00,000	7,50,000
HRA	90,00,000	7,50,000
FBP	0	0
PF	0	0
Gratuity	0	0
Total Base Pay - Amount	1,80,00,000	15,00,000
Target Bonus	7019	585
LTI and other perquisites	0	0

(5) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin):

Taking into consideration the size of the Company, the profile of Mr. Deepak Chaudhary and the responsibilities shouldered by him, the aforesaid remuneration package commensurate with the remuneration package paid to candidates other Companies in the industry.

(6) Pecuniary relationship directly or indirectly with the Company, or relationship with managerial personnel, if any:

Besides, the remuneration proposed, Mr. Deepak Chaudhary does not have any other pecuniary relationship direct or indirect with the Company or with any other Managerial Personnel.

III. OTHER INFORMATION:

(1) Reasons of loss or inadequate profit:

During the Financial year 2023-24, the Company experienced inadequate profits primarily due to its initial years of operation, which has resulted in initial setup costs and lower brand recognition in the competitive houseware and toys market. Additionally, ongoing investments in marketing and product development have contributed to lower profit margins as the company focuses on building its presence and customer base.

(2) Steps taken or proposed to be taken for improvement:

To improve profitability, the Company is enhancing our marketing efforts to attract more

customers, diversifying our product range, and reviewing costs to save money. We're also building partnerships with retailers and seeking customer feedback to better meet market needs.

(3) Expected increase in productivity and profit in measurable terms:

The Company anticipates an increase in productivity over the next year by implementing improved processes and ramping up our marketing efforts. As a result, we expect this to drive a rise in profits as we attract more customers and broaden our product range.

Except Mr. Deepak Chaudhary and his relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item No.10 and 11.

In view of the applicable provisions of the Companies Act, 2013, the Board recommends the Special Resolutions set out at item no. 10 and 11 of the accompanying Notice for the approval of the Members

ITEM NO. 12 & 13

As per the provisions of Section 180(1)(c) of the Companies Act, 2013("the Act"), the Board can borrow money subject to the condition that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed the aggregate, for the time being, of the paid-up share capital and free reserves, that is to say, reserves not set apart for any specific purpose and securities premium unless the Members have authorized the Board to borrow the monies up to some higher limits.

The Company would be required to borrow funds from time to time by way of loans, overdraft facilities, working capital etc. from any bank(s), financial institution(s), company, bodies corporate(s), person(s) etc., including but not limited to availing credit limits through non- fund based limits i.e. bank guarantee, letter of credit etc. or by any other means.

Hence now, it is proposed to empower and authorize the Board to borrow money from bank(s), financial institution(s), company, bodies corporate(s), person(s) etc., in excess of paid up share capital and free reserves and securities premium of the Company of an amount not exceeding INR 50,00,00,000 (Rupees Fifty crores Only) (including the money already borrowed by the Company) for the general corporate purpose.

The resolution as set out at Item No. 12 of the Notice is placed for your approval by way of Special Resolution of the aforesaid limits of borrowing by the Board up to an amount not exceeding INR 50,00,00,000 (Rupees Fifty crores Only) (including the money already borrowed by the Company).

The said borrowings by way of loans, overdraft facilities, working capital etc. may be required to be secured by way of charge through lien / hypothecation / mortgage over all or any part of the movable and / or immovable properties of the Company and as per the provisions of Section 180 (1) (a) of the Act, the mortgage or charge on all or any part of the movable and/or immovable properties of the Company, may be deemed as disposal of the whole, or substantially the whole, of the undertaking of the Company and hence the approval of the Members of the Company is required by way of an Special Resolution as set out at Item No. 13 of the Notice.

Accordingly, the Board recommends passing of the resolutions as set out under Item No. 12 and Item No. 13 for approval of members as a **Special Resolution**.

None of the Directors, Key Managerial Personnel or their relatives are interested, financially or otherwise, in the proposed resolutions except to the extent of their shareholding in the Company, except to the extent of their shareholding in the Company, if any.

**By order of the Board of Directors of
Deepak Houseware & Toys Limited
(Formerly known as Deepak Houseware & Toys Private Limited)**

Sd/-

**Deepak Chaudhary
Chairman and Managing Director
DIN: 00074249**

**Address: H-402, Pilot Court, Essel Tower
M.G. Road, Sector-28, Sikandarpur
Ghosi (68) Gurgaon Haryana-122002**

Date: 01.10.2024

Place: Bhiwadi

The details of Directors seeking appointment/re-appointment, in item no 2,3,4,5,6,7, 8, 9 , 10 & 11 as per requirements of Companies Act, 2013, and Secretarial Standard-2 issued by the Institute of Company Secretaries of India:

S. No.	Particulars	Mr. Luv Chawla (DIN-07953808)	Mr. Karan Bhatia (DIN-10465343)	Mr. Anmol Arora (DIN-10465342)	Mr. Ankit Mittal (DIN-10465344)	Mr. Deepak Chaudhary (DIN: 00074249)
1.	Date of Birth and Age	16/02/1994, 40 years	22/12/1991, 32 years	19/09/1994, 30 years	17/09/1992, 32 years	05/03/1984 40 years
2.	Date of first Appointment	01/10/2024	01/10/2024	26/03/2024	26/03/2024	06/08/2020
3.	Qualification	Post Graduate	Graduate	Graduate	Graduate	Postgraduate
4.	Experience and expertise in specific functional area	9 years Finance	10 Years, Sales & Marketing	10 Years, Sales & Marketing	4 Years, Operation Head	10 years, in Houseware and Toys, Corporate, Legal, Financial affairs, business development, strategic planning, etc.
5.	Directorships held in Other Companies in India	Billionapolis Management Private Limited	Dykaa Smart Solutions Private Limited	Dykaa Smart Solutions Private Limited	Dykaa Smart Solutions Private Limited	Dykaa Smart Solutions Private Limited
6.	Chairman/ Member of the Committee of the Board of other Companies in which they are director	N.A	N.A	N.A	N.A	N.A
7.	Shareholding in "Deepak Houseware and Toys Limited"	NIL	15,385	15,384	137,300	2,66,69,230
8.	Inter-se Relationship between Directors/ Mangers/Key Managerial Personnel ("KMP")	None	None	None	None	None
9.	Terms and Conditions of Appointment/ Re-appointment	Key terms and conditions of appointment and as	Key terms and conditions of appointment and as	Key terms and conditions of appointment and as	Key terms and conditions of appointment and as	Key terms and conditions of appointment and as

	and Remuneration	mentioned in the explanatory statement at item of No. 3 of this notice	mentioned in the explanatory statement at item of No. 4 & 5 of this notice	mentioned in the explanatory statement at item of No. 6 & 7 of this notice	mentioned in the explanatory statement at item of No. 8 & 9 of this notice	mentioned in the explanatory statement at item of No. 10 and 11 of this notice
10	Remuneration Last Drawn in the Company	Nil	Nil	Nil	Nil	350,000 per Month
11	Number of Board Meetings attended during the Financial Year 2023-24	NA	NA	One (1)	One (1)	Fifteen(15)

NOTES:

1. Pursuant to Ministry of Corporate Affairs ('MCA') General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 and other applicable circulars issued from time to time, if any, has allowed the Companies to conduct the AGM/ EGM or passing of Ordinary/ Special Resolution through Video Conferencing (VC) or Other Audio Visual Means (OAVM) till September 30, 2025. In accordance with the said circulars, the 4th AGM of the Company will be conducted through VC/OAVM on Saturday, 30th November 2024. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
2. **National Securities Depository Limited** ('NSDL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC/OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained in Notes below and is also available on the website of the Company at www.evoting.nsdl.com
3. As per the circulars issued by Ministry of Corporate Affairs (MCA) from time to time, the matters of Special Business as appearing at Item No. 3, 4, 5, 6, 7, 8,9, 10, 11 and 12 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
4. As the AGM shall be conducted through VC / OAVM, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. Institutional / Corporate shareholders are requested to send a scanned copy (PDF/JPEG format) of the certified Board Resolution authorising its representatives to attend and vote at the AGM, pursuant to Section 113 of the Act, to the NSDL at evoting@nsdl.com and read the other instruction given in point no. 12.
6. In case of joint holders attending the AGM, only such joint holder, who is higher in the order of names, will be entitled to vote.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Businesses from Item no. 3 to 12 of the Notice and the relevant details of the Directors seeking appointment under Item No. 2 to 10 above as required under Secretarial Standard - 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India, are annexed hereto.
9. Members are requested to contact the Registrar and Share Transfer Agent, M/s **Maashitla Securities Private Limited** for all matters connected with Company's shares at

Maashitla Securities Private Limited ("Maashitla")
Krishna Apra Business Square,
Subhash Place, Pitampura, New Delhi-110034
Phone No.: 011-45121795-96

il- rta@maashitla.com

10. The Members desirous of appointing their nominees for the shares held by them may apply in the Nomination Form (Form SH-13). If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the same in form SH-14, as the case may be.

11. ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

- I. In accordance with, the General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by MCA from time to time, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s).
- II. Members holding shares in physical mode and who have not updated their email addresses with the Company or RTA or with the respective Depositories are requested to update their email addresses by sending scanned copy of the following documents by email to accounts.hod@urbantot.in:
- a signed request letter mentioning the name, folio number and complete address of the Member,
 - self-attested copy of the PAN card, and
 - self-attested copy of any document (eg.: Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.
- III. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants with whom they maintain their demat accounts.
- IV. The Notice of AGM along with Annual Report for the financial year 2023-24, is available on the website of NSDL at www.evoting.nsdl.com

12. PROCEDURE FOR REMOTE E-VOTING AND E-VOTING AT THE AGM:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on November 27, 2024 at 09:00 a.m. (IST) and ends on November 29, 2024 at 05:00 p.m. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. November 23, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being November 23, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li data-bbox="594 506 1411 972">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="594 1014 1411 1157">2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp <li data-bbox="594 1199 1411 1703">3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. <li data-bbox="594 1745 1411 1864">4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) 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 NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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. NSDL and CDSL.

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to shashikant@cacsindia.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Narendra Deva at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to accounts.hod@urbantot.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to accounts.hod@urbantot.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at info@urbantots.in. The same will be replied by the company suitably.

12. OTHER INSTRUCTIONS

- I. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit link <https://www.evoting.nsdl.com> and login through the user id and password provided in the mail received from NSDL. On successful login, select 'Speaker Registration' which will open from November 24, 2024 (9:00 a.m.) (IST) to November 25, 2024 (5.00 p.m.) (IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.
- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://www.evoting.nsdl.com>. Please login through the user id and password provided in the mail received from NSDL. On successful login, select 'Post Your Question' option which will open from November 24, 2024 (9:00 a.m.) (IST) to November 25,

2024 (5.00 p.m.) (IST).

- III. The Company reserves the right to restrict the number of questions and number of speakers. Facility for joining AGM through VC/ OAVM shall open atleast thirty (30) minutes before the scheduled time for the commencement of the Meeting and shall be allowed till 15 minutes from the commencement of the meeting. The Members will be able to view the proceedings on <https://www.evoting.nsdl.com>.
- IV. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox 22.
- V. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- VI. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at evoting@nsdl.com queries received by the Company till Monday, November 25, 2024 shall only be considered and responded during the AGM.
- VII. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- VIII. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member casts votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
- IX. Facility of joining the AGM through VC / OAVM shall be available for atleast 2000 members on first come first served basis. However, the participation of large shareholders i.e. members holding 2% or more, promoters, Institutional Investors, Directors, Key Managerial Personnel, and Auditors are not restricted on first come first serve basis.
- X. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM.
- XI. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.
- XII. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://www.evoting.nsdl.com> or contact at evoting@nsdl.com or call NSDL toll free No. at 022 - 4886 7000 and 022 - 2499 7000 for any further clarifications.
- XIII. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on November 23, 2024, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- XIV. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the

manner as mentioned below:

(i) If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

1. Example for NSDL: MYEPWD <SPACE> IN12345612345678
2. Example for CDSL: MYEPWD <SPACE> 1402345612345678
3. Example for Physical: MYEPWD <SPACE> XXXX1234567890

(ii) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://www.evoting.nsdl.com>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

(iii) Members who may require any technical assistance or support before or during the AGM are requested to contact NSDL at toll free number 022 - 4886 7000 and 022 - 2499 7000 or write to them at evoting@nsdl.com

XV. The results along with the Scrutinizer's Report, shall also be placed on the website of the on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of Results by the Chairman or a person authorized by him in writing.

13. Members are requested to note the following contact details for addressing e-voting grievances:

Mr. Narendra Dev
National Securities Depository Limited
Trade World – A Wing, Lower Parel, Mumbai-400013
Telephone No.: 011-23353814/15 |8376913413
Email- narendrad@nsdl.com

14. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- I. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on
- II. The Statutory registers of the Company maintained as per the provisions of the Companies Act 2013 and required to be kept open for inspection during AGM and will be available for inspection by the Members electronically during the AGM.

15. Scrutinizer for AGM through VC/OAVM:

I. Mr. Shashikant Tiwari Partner, failing me Mr. Lakhan Gupta, Partner, Chandrasekaran Associates, Company Secretaries, has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the e-voting as well as remote e-voting process in a fair and transparent manner.

II. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-Voting, in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, submit to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.

III. The results declared along with the report of the Scrutinizer shall be placed on the website of the NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.

16. GENERAL INFORMATION:

I. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

II. The voting rights shall be as per the number of equity shares held by the Member(s) as on November 23, 2024, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.



DEEPAK HOUSEWARE & TOYS LIMITED

(Formerly known as Deepak Houseware & Toys Pvt. Ltd.)
 Plot No. SP2-875, Riico Ind. Area, Pathredi Bhawadi, Distt. Khairthal-Tijara (Raj.) 301019
 Email: Info@urbantots.in Phone No: +91 9588269063
 GST NO. 08AAHCD8936G1ZB CIN No. U25111RJ2020PLC070129

BOARD'S REPORT

Dear Members,

Your Directors have pleasure for presenting the 04th (Fourth) Annual Report and the Company's Audited Financial Statements (standalone) for the financial year ended March 31, 2024.

1. FINANCIAL SUMMARY/HIGHLIGHTS

The summarized Audited results of your Company for the Financial Year ended on March 31, 2024 with comparative for the previous financial year ended on March 31, 2023 are given in the table below:

Particulars	<i>(Rs. In lacs)</i>	
	Financial year ended	
	March 31, 2024	March 31, 2023
Revenue from Operations	7,882.36	4,915.06
Other Income	69.00	54.77
Expenses	(7,128.63)	(4,471.37)
Profit/ (loss) before Depreciation, Finance Costs, Exceptional items and Tax Expense	1270.24	851.44
Less: Depreciation/ Amortization/ Impairment	(269.65)	(221.75)
Profit / (loss) before Finance Costs, exceptional items and Tax Expense	1,000.59	629.69
Less: Finance Costs	(177.86)	(131.23)
Profit / (loss) before Exceptional items and Tax Expense	822.73	498.46
Add/ Less: Exceptional items	-	-
Profit / (loss) before Tax Expense	822.73	498.46
Less: Tax Expense (Current & Deferred)	(112.43)	(80.03)
Profit / (loss) for the year	710.30	418.43
Other Comprehensive Income/(loss)	-	-
Total Comprehensive Income/ (loss)	710.30	418.43
Basic Earnings Per Share (in Rs.)	1.28	1.21
Diluted Earnings Per Share (in Rs.)	1.28	1.21

Notes:

- (1) The above figures are extracted from the audited standalone financial statements of the Company.
 (2) The amount shown in bracket () in the above table are negative in value.

2. STATE OF COMPANY'S AFFAIRS

Your Company has reported profit before tax of INR 822.73 Lakhs and revenue from operations of INR 7,882.36 Lakhs for the Financial year ended March 31, 2024.

The Profit/ (loss) before Depreciation, Finance Costs, Exceptional items and Tax Expense of the Company is INR 1270.24 lakhs during the Financial Year ended on March 31, 2024 as compared to INR 851.44 lakhs in previous year.

The profit before tax is INR 822.73 lakhs as compared to INR 498.46 lakhs last year registering a growth 65%.

During the financial year 2023-24, the Company aims for growth, flexibility, and easier access to funding. To support these objectives, the Board has decided to expand the Company's activities by converting it from a Private Limited Company to a Public Limited Company.

In this regard, the Company has applied for the conversion from "Deepak Houseware & Toys Private Limited" to "Deepak Houseware & Toys Limited" and the Registrar of Companies (ROC) has issued a fresh Certificate of Incorporation dated May 02, 2024.

For the aforesaid purpose, during the Financial Year ended on March 31, 2024, the Company in its Extraordinary General Meeting held on February 24, 2024, had altered in its Articles of Association ("AOA") and alter the name clause of Memorandum of Association ("MOA").

3. CHANGE IN NATURE OF BUSINESS OF THE COMPANY

During the Financial year 2023-24, there were no changes in nature of business of the company.

4. ANNUAL RETURN

Pursuant to the requirement under Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, read with rules made thereunder, a copy of the annual return can be accessed on the website of the Company. However, since our company does not have any website, therefore, these provisions are not applicable on the Company.

5. DIVIDEND

During the Financial Year 2023-24, the Board did not recommend any dividend or declare any interim dividend.

6. TRANSFER TO GENERAL RESERVE AND PROFIT AND LOSS ACCOUNT

During the Financial Year ended on March 31, 2024, the company has not transferred any amount to the Company's General Reserve account and the balance has been carried to surplus in statement of profit and loss.

7. CONTRIBUTION TO EXCHEQUER

During the financial Year ended 2023-24, the Company's contribution to the Government exchequer by way of all taxes and duties, aggregated to INR 112.43 lakhs (Previous year INR 80.03 lakhs).

8. SHARE CAPITAL

A. AUTHORIZED SHARE CAPITAL

During the Financial Year ended on March 31, 2024, the Company did not alter its Authorized Share Capital.

As on March 31, 2024, the Authorized Share Capital of the Company is Rs. 6,00,00,000/- (Rupees Six Crores) divided into 6,00,00,000 (Six Crores) equity shares of Re. 1/- (Rupees One) each.

B. ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL

As on March 31, 2023, the Issued, Subscribed and paid-up Share Capital of the Company was Rs. 55,321,353/- (Rupees Five Crore Fifty-Three Lakh Twenty-One Thousand Three Hundred Fifty-Three only) divided into 55,321,353 (Five Crore Fifty-Three Lakh Twenty-One Thousand Three Hundred Fifty-Three) Equity shares of Re. 1/- (Rupees One) each fully paid up.

During the Financial Year ended on March 31, 2024, the Company has increased its issued, Subscribed and paid-up Share Capital as per the details mentioned below:

Allotment of 4,00,000 equity shares of Re. 1/- (Rupees One) each at a premium of Rs. 54 (Rupees Fifty-Four) i.e. at Rs. 55 (Rupees Fifty-Five) each on preferential basis as per detailed mentioned below:

S. No.	Name of Allottees	No. of Shares Allotted	Amount (in INR)	Date of Allotment
1.	Centricity Fincap Private Limited	2,00,000	1,10,00,000/-	March 06, 2024
2.	Centricity Fincap Private Limited	2,00,000	1,10,00,000/-	March 21, 2024
	Total	2,00,000	2,20,00,000/-	

As on March 31, 2024, the Issued, Subscribed and paid-up Share Capital of the Company is Rs. 55,721,353/- (Rupees Five Crore Fifty-Seven Lakhs Twenty-One Thousand Three Hundred Fifty-Three only) divided into 55,721,353 (Five Crore Fifty-Seven Lakh Twenty-One Thousand Three Hundred Fifty-Three) Equity shares of Re. 1/- (Rupees One) each fully paid up.

9. Employee Stock Option Plan (ESOP)

During the financial year 2023-24, the Company has not issued any Employee Stock Option Plan/ Employee Stock Option Scheme.

10. DEPOSITS

During the Financial Year 2023-24, the Company has neither invited, nor accepted any public deposits within the meaning of the Companies Act, 2013.

11. CORPORATE SOCIAL RESPONSIBILITY

During the Financial Year 2023-24, provisions of Corporate Social Responsibility are not applicable on the Company.

12. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no other material changes and commitments affecting the financial position of the Company that have occurred between the end of the Financial Year of the Company to which the Financial Statements relates till the date of this Report.

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

During the year, there were no significant or material orders passed by the Regulators or Courts or Tribunal, impacting the going concern status of the Company and its operation in the future.

14. HOLDING, SUBSIDIARIES, ASSOCIATE COMPANIES AND JOINT VENTURE COMPANY

The Company does not have any holding, subsidiaries, associate and joint venture Company for the Financial Year ended on March 31, 2024, as per the provisions of the Companies Act, 2013.

15. DIRECTORS & KEY MANAGERIAL PERSONNEL(S)

A. Changes in Directors and Key Managerial Personnel(s)

During the Financial Year ended on March 31, 2024, the following changes took place:

1. Mr. Anmol Arora (DIN: 10465342) was appointed as an Additional Director (Executive Director) of the Company w.e.f. March 26, 2024.
2. Mr. Ankit Mittal (DIN:10465344) was appointed as an Additional Director (Executive Director) of the Company w.e.f. March 26, 2024.
3. Mr. Rahul Sachar (06543310), resigned as a Director of the Company w.e.f. March 26, 2024.

B. Directors and Key Managerial Personnel(s) of the Company as on March 31, 2024:

Sl. No.	Particulars of Directors and KMP	Designation	Date of Appointment
1.	Mr. Deepak Chaudhary (DIN: 00074249)	Director	06.08.2020
2.	Ms. Satya Chaudhary (DIN: 08823658)	Director	06.08.2020
3.	Mr. Anmol Arora (DIN:10465342)	Additional Director	26.03.2024
4.	Mr. Ankit Mittal (DIN: 10465344)	Additional Director	26.03.2024

After closure of the financial year and as on the date of this report, the following changes took place in the constitution of Board of Directors of the Company:

1. Mrs. Satya Chaudhary (DIN: 08823658), resigned from the Board from the position of Directorship of the Company w.e.f. August 31, 2024
2. Mr. Deepak Chaudhary (DIN: 00074249), appointed as Chairman and Managing Director of the Company for three years w.e.f. September 04, 2024, subject to the approval of shareholders or other necessary approvals.

3. #Mr. Luv Chawla (DIN: 07953808), appointed as an Additional Director (Non-Executive) of the Company w.e.f. October 01, 2024.
4. #Mr. Karan Bhatia (DIN: 10465343), appointed as an Additional Director of the Company w.e.f. October 01, 2024 and further designated as Whole-time Director for three years w.e.f. October 01, 2024 subject to the necessary approvals.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Anmol Arora (DIN: 10465342) and Mr. Ankit Mittal (DIN: 10465344) who were appointed as Additional Directors w.e.f. March 26, 2024, respectively and were holding the said office till the date of September 30, 2024 that is due date by which the Annual General Meeting (AGM) for financial year 2023-24 should have been held. Unfortunately, due to some unforeseen circumstances, the Company was unable to conduct AGM within stipulated timelines, therefore, pursuant to the provision of Section 161(1) of the Companies Act, 2013 and rules made thereunder, the tenure of Mr. Anmol Arora (DIN:10465342) and Mr. Ankit Mittal (DIN: 10465344) has expired and they vacated their office as Additional Director w.e.f. October 01, 2024.

Further, in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, for above mentioned point no. #3, and #4 and the Board of Directors recommends the regularization of Mr. Luv Chawla (DIN: 07953808) and Mr. Karan Bhatia (DIN: 10465343), as Director of the Company in the upcoming Annual General Meeting of the Company.

16. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

During the financial year 2023-24, the information required as per provisions of Section 197 of the Companies Act, 2023 and Rule 5 of Companies (Appointment and Remuneration) Rules, 2014 in respect of employees of the Company forms part of this report as an **Annexure-I**.

17. NUMBER OF BOARD MEETINGS

During the Financial Year ended on March 31, 2024, the Board of Directors of the Company duly met **Fifteen (15) times** respectively on April 11, 2023, July 28, 2023, September 01, 2023, September 30, 2023, October 17, 2023, November 28, 2023, January 25, 2024, February 01, 2024, February 10, 2024, February 24, 2024, March 06, 2024, March 11, 2024, March 21, 2024, March 26, 2024 and March 29, 2024.

Name of the Directors	Number of Board Meetings entitled to attend	Number of Board Meetings attended
Mr. Deepak Chaudhary	15	15
Ms. Satya Chaudhary	15	15
Mr. Rahul Sachar*	14	14
Mr. Ankit Mittal	1	1
Mr. Anmol Arora	1	1

(Mr. Rahul Sachar resigned as a Director of the Company w.e.f. March 26, 2024.)

18. INTERNAL FINANCIAL CONTROLS

Pursuant to the provisions of sub-rule (5) of Rule 8 of the Companies (Accounts) Rules, 2014, the Internal Financial Controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

Internal Financial Control systems are quite strong and broad based. Further, the Internal audit is not applicable on the Company.

19. RISK MANAGEMENT POLICY

During the Financial Year ended on March 31, 2024, there were no risks which in the opinion of the Board may threaten the existence of the Company. Further, the Company is in process of developing and implementing the risk management policy.

20. ESTABLISHMENT OF VIGIL MECHANISM

In terms of provisions of Section 177(9) and (10) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the said provisions are not applicable on the Company.

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

Details of energy conservation, technology absorption, research and development and foreign exchange earnings and outgo as required under Section 134(3)(m) of the Act, read with the applicable rules, are given as an **Annexure-II** to this Report.

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

During the Financial Year ended on March 31, 2024, the Company has not given any loan or made any investment or given guarantees to other body corporate or persons falling under the provisions of Section 186 of the Companies Act, 2013.

23. PARTICULARS OF CONTRACTS AND ARRANGEMENT WITH RELATED PARTIES

During the Financial Year ended on March 31, 2024, all contracts/arrangements/transactions entered by the Company with Related Parties were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013, Rules made thereunder and AS-18. The summary of contracts/arrangements/ transactions entered with Related Parties are disclosed under Note 23 of the Financial Statement of the Company.

Further, your Company has identified the material transactions entered with Related Parties in accordance with the provisions of AS-18, the details of which are attached herewith in prescribed Form AOC – 2 and marked as **ANNEXURE-III** to this Report.

24. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors, to the best of their knowledge and belief, confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the Financial Year and Profit and loss of the company for that period;

- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis; and
- e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. AUDITORS AND AUDITORS' REPORT

STATUTORY AUDITORS

In terms of provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 made thereunder, the Members of the Company at 02nd Annual General Meeting (AGM) held on September 30, 2022, approved the appointment of **M/s AMG & Associates, Chartered Accountants (FRN: 022662N), Chartered Accountants**, as Statutory Auditors of the Company for a term of five years i.e. to hold office from the conclusion of 02nd AGM till the conclusion of 06th AGM, on such terms and conditions; and manner of payment as may be decided, from time to time, by the Board of Directors of the Company.

The Report given by **M/s AMG & Associates, Chartered Accountants (FRN: 022662N), Chartered Accountants, Statutory Auditors** on the standalone financial statements of the Company for the financial year 2023-24 is part of the Annual Report.

26. AUDITORS' REPORT

The Board of Directors have duly examined the Statutory Auditors' Report received from **M/s AMG & Associates, Chartered Accountants (FRN: 022662N), Chartered Accountants, Statutory Auditors** for the Financial Year ended March 31, 2024.

The Board of Directors confirms that there are no qualification, reservation or adverse remark or disclaimers reported by the Auditors of the Company for the Financial Year ended March 31, 2024.

27. REPORTING OF FRAUD BY THE AUDITORS

During the period under review, no fraud has been reported by the Statutory Auditors.

28. PREVENTION OF SEXUAL HARASSMENT

The Company is committed to provide a protective environment at workplace for all its women employees. To ensure that every woman employee is treated with dignity and respect and as mandate under "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" the Company has in place a formal policy for prevention of sexual harassment of its women employees.

Further, the Company has constituted Internal Complaints Committee for all the plants and corporate office of the Company to consider and resolve all sexual harassment complaints reported by woman.

During the year under review, no complaints received by ICC.

29. STATEMENT ON COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS

Your Company has complied with the provisions of applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013.

30. ONE TIME SETTLEMENT

During the year under review, the company has not entered into any one time settlement with Banks or Financial Institutions, therefore, there was no reportable instance of difference in amount of the valuation.

31. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the period under review, no application was made by or against the company and accordingly, no proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

32. MAINTENANCE OF COST RECORDS

Maintenance of cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 is applicable on the Company. Accordingly, the Company has maintained the cost accounts and records as per aforesaid provisions. Further, the cost audit is not applicable on the Company.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from all stakeholders, viz, banks, financial institutions, Government authorities, customers, dealers, business associates, vendors and members during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for the dedicated support of the employees of the company in the achievement of its goals.

**For and on behalf of the Board of Directors
Deepak Houseware & Toys Limited
(Formerly known as Deepak Houseware & Toys
Private Limited)**

**Sd/-
Deepak Chaudhary
DIN: 00074249
Chairman and Managing
Director**
Address:H-402, Pilot Court, Essel
Tower, M.G. Road, Sector-28,
Sikandarpur ,Ghosi (68) Gurgaon
Haryana-122002

Date: 01.10.2024
Place: Bhiwadi

**Sd/-
Luv Chawla
DIN: 07953808
Additional Director**
Address: Appartment No 3222,
22nd Floor, Tower3, Sec-109,
Gurugram, Pin-122006

ANNEXURE-I

Pursuant to provisions of section 197 of the Companies Act, and Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the details of remuneration of the employees are given below:

(a) Top 10 Employee in terms of remuneration who were Employed throughout the financial year:

S. No.	Name	Designation	Remuneration (Amt. in Rs.)	Nature of employment	Department	Qualification	Experience (No. of Years)	Date of Commencement of employment	Age (years)	Last employment before joining the Company	% of Equity Capital held	Relation with Director/ Manager of the Company
1	Deepak Chaudhary	Director	350,000	Director	Director	Post Graduate	10	1.03.2022	40	No	48%	Chairman
2	Karan Bhatia	Sales & Marketing	155,000	Sales & Marketing	Sales & Marketing	Graduate	10	01.05.2023	33	No	0.03%	No Relation
3	Anmol Arora	Sales & Marketing	150,000	Sales & Marketing	Sales & Marketing	Graduate	13	01.05.2023	36	Yes	0.03%	No Relation
4	Nidhi Arora	Sales & Marketing	125,000	Sales & Marketing	Sales & Marketing	MBA	10	30.09.2023	32	Yes	0	No Relation
5	Vans Bajaj	Sales & Marketing	100,000	Sales & Marketing	Sales & Marketing	Graduate	3	01.10.2023	21	Yes	0	No Relation
6	Sanjeev Jha	Operation Head	90,000	Operation Head	Operation Head	Graduate	26	01.06.2023	48	Yes	0	No Relation
7	Ankit Mittal	Operation Head	75,000	Operation Head	Operation Head	Graduate	4	01.03.2022	32	Yes	0.25%	No Relation
8	Sukhvir Gautam	Account Head	65,000	Account	Account	MBA Finance	25	01.11.2023	47	Yes	0	No Relation

9	Vivek Kumar Srivastav	IT Head	65,000	IT	IT	Graduate	23	30.08.2024	44	Yes	0	No Relation
10	Levisha	Sales & Marketing	58,333	Sales & Marketing	Sales & Marketing	Graduate	4	1/Jun/2023	30	Yes	0	No Relation

(b) Employees who were in the receipt of remuneration aggregating Rs. 1,02,00,000 or more per annum : None

(c) Employed for part of the financial year and was in receipt of remuneration not less than Rs. 8,50,000 per month : None

(d) Employee who was in receipt of remuneration in excess of that drawn by the Managing Director or whole time director or manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company : None

**For and on behalf of the Board of Directors
Deepak Houseware & Toys Limited
(Formerly known as Deepak Houseware & Toys
Private Limited)**

**Sd/-
Deepak Chaudhary
DIN: 00074249
Chairman and Managing Director**

Address:H-402, Pilot Court, Essel Tower, M.G. Road,
Sector-28, Sikandarpur ,Ghosi (68) Gurgaon Haryana-122002

Date: 01.10.2024
Place: Bhiwadi

**Sd/-
Luv Chawla
DIN: 07953808
Additional Director**

Address: Apartment No 3222, 22nd
Floor, Tower3, Sec-109, Gurugram,
Pin-122006

ANNEXURE-II

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

Information regarding conservation of energy, absorption of technology and Foreign Exchange earnings and outgoings, under section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, forming part of Board's report for the year ended on March 31, 2024

Conservation of Energy		
Steps taken or impact on conservation of energy.	Company ensures conservation and minimization of the use of energy wherever it is possible.	
Steps taken by the company for utilising alternate sources of energy.		
Capital investment on energy conservation equipments.		
Technology Absorption		
Efforts made towards technology absorption.	The Company did not carry out any technology absorption during the financial ended on March 31, 2024.	
Benefits derived like product improvement, cost reduction, product development or import substitution.		
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): - (a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof.		
The expenditure incurred on Research and Development.		
Foreign Exchange Earnings and Outgo		
	Current Financial Year (amount in INR)	Previous Financial Year (amount in INR)
Outflow	9,99,41,162	9,48,89,194
Inflow	Nil	Nil

**For and on behalf of the Board of Directors
Deepak Houseware & Toys Limited
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Private Limited)**

**Sd/-
Deepak Chaudhary
DIN: 00074249
Chairman and Managing
Director**

Address:H-402, Pilot Court, Essel
Tower, M.G. Road, Sector-28,
Sikandarpur ,Ghosi (68) Gurgaon
Haryana-122002

Date: 01.10.2024
Place: Bhiwadi

**Sd/-
Luv Chawla
DIN: 07953808
Additional Director**

Address: Apartment No 3222, 22nd Floor,
Tower3, Sec-109, Gurugram, Pin-122006

Annexure-III

FORM NO. AOC -2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis – Nil
2. Details of material contracts or arrangement or transactions at arm's length basis –

S. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
1.	Mr. Tarsem lal (Relative of Director)	Rent Paid	Lease period 5 to 10 years	<ul style="list-style-type: none">• Business Purpose• Rent in advance on or before the 10th of every month	NA	NA
2.	Mr. Deepak Chaudhary (Director)	Remuneration	Per Annum	-	NA	NA
3.	Mr. Satya Chaudhary (Director)	Remuneration	Per Annum	-	NA	NA
4.	Deepak Polymers (a firm, in which a director, manager or his relative is a partner)	Purchase of Raw material	Per Annum	-	NA	NA
5.	Mehar Tableware Private Limited (A private company in which a director or manager or	Purchase of Gifts	Per Annum	-	NA	NA

	his relative is a member or director)					
6.	Deepak Industries (a firm, in which a director, manager or his relative is a partner)	Purchase/Job Work on the raw material	Per Annum	-	NA	NA
7.	Mehar Industries (a firm, in which a director, manager or his relative is a partner)	Purchase of Gifts	Per Annum	-	NA	NA

**For and on behalf of the Board of Directors
Deepak Houseware & Toys Limited
(Formerly known as Deepak Houseware & Toys
Private Limited)**

**Sd/-
Deepak Chaudhary
DIN: 00074249
Chairman and Managing
Director
Address: H-402, Pilot Court,
Essel Tower, M.G. Road,
Sector-28, Sikandarpur, Ghosi
(68) Gurgaon Haryana-122002**

**Sd/-
Luv Chawla
DIN: 07953808
Additional Director
Address: Apartment No 3222, 22nd
Floor, Tower3, Sec-109, Gurugram, Pin-
122006**

Date: 01.10.2024
Place: Bhiwadi

Independent Auditors' Report

To the Members of
Deepak Houseware & Toys Limited

Report on Financial Statements

We have audited the accompanying financial statements of Deepak Houseware & Toys Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its profit, and its cash flows for the year ended on that date.

Basis for Opinion

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

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the

Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure I", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards 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, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure II".
 - 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 according to the information and explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197 (16) which are required to be commented upon by us.

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

- i) There is no litigation pending on the Company which have any impact on financial position in its financial statements.
- ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii) There were no amounts which would require to be transferred to the Investor Education and Protection Fund by the Company.
- iv) i) The management has represented that, to the best of it's 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(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
ii) The management has represented, that, to the best of it's knowledge and belief, no funds(Which are material either individually or in the aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
iii) Based on such audit procedures that the auditor has 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) contain any material mis-statement.
- v) No dividend has been declared or paid during the year by the company. Hence, section 123 of the Companies Act, 2013.
- vi) Proviso to Rule 3(1) of the Companies(Accounts) Rules 2014 for maintaining books of accounts using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the company with effect from April 1 2023. However the same is not maintained by the company for the Financial year ended 31st March 2024.

For AMG & Associates
Chartered Accountants
Firm Registration No.: 022662N

Sd/-

(Ashwani Madan)

Partner

Membership No.: 513079

Place: Bhiwadi

Date: 04th September, 2024

UDIN: 24513079BKEDRU7329

Annexure I to Independent Auditors' Report (Referred to in paragraph 1 under the heading of Report on other legal & Regulatory requirement in our report of even date)

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that

- i. (a) A) The Company has maintained its records regarding Property, Plant and Equipment in list form only.
B) The company do not have any intangible assets.

(b) The Property, Plant and Equipment have been physically verified by the management at the reasonable intervals, which in our opinion, is considered reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us and on the basis of an examination of the records of the Company, the company has not purchased any immovable property.

d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.

e) No proceedings have been initiated or are pending against the company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

- ii. a) Physical verification of inventory has been conducted at reasonable intervals by the management and the coverage and procedure of such verification by the management is appropriate. There are no discrepancies of 10% or more in the aggregate for each class of inventory and have been properly dealt with in the books of account.

b) The company has been sanctioned working capital limits in excess of five crore rupees, in aggregate at any point of time during the year, from banks or financial institutions on the basis of security of current assets and there is no material differences between quarterly return or statements filed by the company with banks or financial institutions and books of accounts of the company (Rs. In Lacs)

Quarter ending on	Name of Bank	Particulars of Security Provided	Amount as per books of accounts	Amount as reported in quarterly return/statement	Amount of difference
30 th June 2023	PNB	Stock and Receivables	2541.96	2541.96	--
30 th September 2023	PNB	Stock and Receivables	2658.80	2658.80	--
31 st September 2023	PNB	Stock and Receivables	3261.04	3261.04	--
31 st March 2024	PNB	Stock and Receivables	3754.66	3754.66	--

- iii. During the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence, Reporting under clause 3(iii)(a) to 3(iii)(f) is not applicable.
- iv. According to the information and explanation given to us the Company has not granted any loans/ investments/ guarantees, and security where in the provisions of section 185 and 186 of the Companies Act, 2013 are applicable.
- v. The Company has not accepted deposits from public within the meaning of provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed there under.
- vi. We have broadly reviewed the books of account maintained by the company pursuant to the rules made by the central government for the maintenance of cost records under section 148 of the companies act 2013 and are of the opinion that prime facie, the prescribed accounts and records have been maintained. However we have not made detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) On the basis of our examination of the records of the Company, provident fund, employees' state insurance, income tax, Goods and Service Tax, duty of customs and other applicable undisputed statutory dues have generally been deposited regularly with the appropriate authorities except delays in few cases and there are no arrears of outstanding statutory dues as at the last day of the financial year concerned, for a period of more than six months from the date they became payable.

(b) There are no statutory dues on the company which has not been deposited 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 defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) The company has not been declared as a wilful defaulter by any bank or financial institution or other lender.

c) According to the information and explanation given to us & records examined by us term loans taken during the year has been utilized for the respective purpose.

d) On an overall examination of the financial statements of the company Funds raised on short term basis have prima facie, not been used during the year for long term purpose by the company.

e) The company does not have any subsidiaries, associates or joint ventures and hence reporting under clause 3(ix)(e) and 3(ix)(f) of the order is not applicable.
- x. a) According to the information and explanation given to us & records examined by us, The Company has not raised money by way of initial public offer or further public offer

(including debt instruments) during the year and hence reporting under clause 3(x)(a) is not applicable.

b) The company has made private placement of shares under review and the requirement of section 42 of the companies act 2013 have been complied with and according to information and explanations given to us the amount raised have been used for the purposes for which the funds were raised.

xi. a) According to the information and explanation given to us, no fraud by the Company or on the company has been noticed or reported during the year.

b) No report under sub-section (12) of section 143 of the Companies Act required to be filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year up to the date of this report.

c) As represented to us by the management, The company is not mandated to have a whistle blower mechanism in accordance with the provisions of Companies Act,2013. Further, There are no whistle blower complaints received by the company during the year.

xii. The Company is not a Nidhi Company as prescribed under Section 406 of the Act. Accordingly, paragraph 3(xii) of the Order is not applicable.

xiii. According to the information and explanation given to us the items/products in which transactions are made with the related parties under section 188 of the Act are of exclusive nature (not transaction with other parties and not available in open market) hence Arm Length Price could not be ascertained. Further the company is not required to constitute an audit committee under section 177 of the act and accordingly, to the extent, the reporting under clause 3(xiii) of the order is not applicable to the company.

xiv. a) & b) In our opinion and based on our examination, as appointment of Internal Auditor is not mandated under the Companies Act,2013. Hence, No Internal Auditor is appointed. However, The Internal controls of the company commensurate with the size and nature of its business.

xv. According to the information and explanation given to us the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the Order is not applicable.

xvi. a) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934. Hence, Reporting under clause 3(xvi)(a),(b) and (c) of the order is not applicable.

b) The company does not belong to any group of companies and hence reporting under clause 3(xvi)(d) of the order is not applicable.

xvii. The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.

- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
We, however, state that this is not an assurance as to the future viability of the company. we further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. The company is not covered under the provisions of section 135 of the Companies Act 2013 and hence reporting under clause 3(xx)(a) and 3(xx)(b) is not applicable.
- xxi. The company is not required to prepare consolidated financial statements and hence reporting under clause 3(xxi) of the Order is not applicable.

For AMG & Associates
Chartered Accountants
Firm Registration No.: 022662N

Sd/-
(Ashwani Madan)
Partner
Membership No.: 513079
Place: Bhiwadi
Date: 04th September 2024
UDIN: 24513079BKEDRU7329

Annexure II to Independent Auditor's Report

Referred to in paragraph 2(f) of the Independent Auditor's Report of even date to the members of Deepak Houseware & Toys Limited on the financial statements for the year ended March 31, 2024

A company's internal financial controls with reference to financial statements 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 authorization of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements 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 with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For AMG & Associates
Chartered Accountants
Firm Registration No.: 022662N

Sd/-
(Ashwani Madan)
Partner
Membership No.: 513079
Place: Bhiwadi
Date: 04th September 2024

DEEPAK HOUSEWARE & TOYS LIMITED
(Formerly Known as Deepak Houseware & Toys Private Limited)
Balance Sheet as at 31st March, 2024
CIN: U25111RJ2020PLC070129

Sl. No.	Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
			Rs. in Lacs	Rs. in Lacs
I	<u>EQUITY AND LIABILITIES</u>			
1	Shareholders' funds			
	(a) Share capital	1	557.21	553.21
	(b) Reserves and surplus	2	2,968.85	2,048.38
			3,526.06	2,601.59
2	Share application money pending allotment			
3	Non-current liabilities			
	(a) Long-term borrowings	3	1,039.78	809.58
	(b) Deferred tax liabilities (net)	4	62.21	30.19
			1,101.99	839.77
4	Current liabilities			
	(a) Short-term borrowings	5	1,857.35	1,111.51
	(b) Trade payables	6		
	(i) total outstanding dues of micro-enterprises and small enterprises and			
	(ii) total outstanding dues of creditors other than micro-enterprises and small enterprises		1,806.09	922.97
	(c) Other current liabilities	7	14.13	22.21
	(d) Short-term provisions	8	186.17	120.65
			3,863.74	2,177.34
	TOTAL		8,491.79	5,618.70
II	<u>ASSETS</u>			
1	Non-current assets			
	(a) Property, Plant and Equipment and Intangible Assets			
	(i) Property, Plant and Equipment	9	3,482.48	2,368.96
	(ii) Intangible Assets		-	-
			3,482.48	2,368.96
	(b) Non-current investments		-	-
	(c) Deferred Tax Assets	4	-	-
	(d) Long-term loans and advances	10	14.52	14.52
			3,497.00	2,383.47
2	Current assets			
	(a) Inventories	11	1,734.84	1,106.93
	(b) Trade receivables	12	2,032.31	1,141.81
	(c) Cash and cash equivalents	13	123.95	81.87
	(d) Short-term loans and advances	14	320.60	238.47
	(e) Other current assets	15	783.09	666.16
			4,994.79	3,235.23
	TOTAL		8,491.79	5,618.70
	Significant Accounting Policies Notes on Financial Statement	1 to 28		

For AMG & Associates
Chartered Accountants
FRN:0022662N

FOR & ON BEHALF OF THE BOARD OF DIRECTORS
M/S DEEPAK HOUSEWARE & TOYS LIMITED

Sd/-

CA Ashwani Madan
Partner
M.no 513079
Place : BHIWADI
Date : 04th September 2024

Sd/-

(Deepak Choudhary)
(DIRECTOR)
DIN: 00074249

Sd/-

(Anmol Arora)
(DIRECTOR)
DIN:10465342

DEEPAK HOUSEWARE & TOYS LIMITED
(Formerly known as Deepak Houseware & Toys Private Limited)
Statement of Profit and Loss for the Year ended 31st March, 2024
CIN:U25111RJ2020PLC070129

Sl. No.	Particulars	Note No.	For the year ended 31st March, 2024	For the year ended 31 March, 2023
			in Rs. Lacs	in Rs. Lacs
I	Revenue from operations (gross)	16	7,882.36	4,915.06
	Less: Excise duty		-	-
	Revenue from operations (net)		7,882.36	4,915.06
II	Other income	17	69.00	54.77
III	Total revenue (I+II)		7,951.36	4,969.82
IV	Expenses			
	Cost of materials consumed	18.a	5,489.29	3,317.33
	Changes in inventories of finished goods and work-in-progress		-757.77	-336.84
	Employee benefits expense	19	848.98	598.88
	Selling and Distribution Expenses	20	63.23	3.64
	Finance costs	21	177.86	131.23
	Depreciation and amortisation expense	9	269.65	221.75
	Other expenses	22	1,037.39	535.39
	Total expenses		7,128.63	4,471.37
V	Profit before tax		822.73	498.46
VI	Tax expense:			
	(a) Current tax expense for current year		86.24	62.44
	(b) Deferred tax		32.02	17.59
			118.27	80.03
VII	Profit after tax		704.46	418.43
VIII	Profit for the year		704.46	418.43
IX	Earnings per share (of Rs 1/- each):		1.28	0.80

For AMG & Associates
Chartered Accountants
FRN:0022662N

FOR & ON BEHALF OF THE BOARD OF DIRECTORS
M/S DEEPAK HOUSEWARE & TOYS LIMITED

Sd/-
CA Ashwani Madan
Partner
M.no 513079
Place : Bhiwadi
Date : 04th September 2024

Sd/-
(Deepak Choudhary)
(DIRECTOR)
DIN:00074249

Sd/-
(Anmol Arora)
(DIRECTOR)
DIN:10465342

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2024		
CIN: U25111RJ2020PLC070129		
Particulars	March 31, 2024 Amount (Rs. In lacs)	March 31, 2023 Amount (Rs.in Lacs)
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and extraordinary items	822.73	498.46
A. ADJUSTMENT FOR		
Depreciation	269.65	221.75
Interest Received	1.43	0.53
Interest Paid	170.96	127.09
Other Adjustments	45.05	0.24
Operating profit before working capital charges	1,306.96	847.00
ADJUSTMENT FOR:		
Trade and other receivables	(890.50)	-689.48
Inventories	(627.91)	-729.10
Other Short Term Loan & advances	(199.06)	-376.42
Trade & other Payables	883.11	295.79
Other Current Liabilities	57.45	65.89
Cash generated from operations	530.05	(586.33)
Direct Taxes Paid	86.24	62.44
Net Cash from operating activities	443.80	(648.77)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Reduction in long term advances	-	-
Increase in Security Deposits	(0.00)	(11.56)
Purchase of Fixed Assets	-1,487.23	(1,291.28)
Sale of Fixed Assets	59.00	17.00
Purchase of Shares	-	-
Interest received	1.43	0.53
Net cash received from investing activities	(1,426.80)	(1,285.30)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/(Repayment) of Long Term Borrowings	230.20	69.30
Proceeds/(Repayment) from Short term borrowings	745.84	739.66
Share Capital and Securities Premium received	220.00	1,192.48
Interest paid	(170.96)	(127.09)
Net cash inflow/(outflow) from financing activities	1,025.08	1,874.36
Net cash increase/(Decrease) in cash and cash equivalents (A+B+C)	42.08	(59.72)
Cash & Cash Equivalents (Opening)	81.87	141.59
Cash & Cash Equivalents (Closing)*	123.95	81.87
Note to cash flow statement:		
The cash flow statement prepared on basis of indirect method.		
Cash and Cash Equivalents consist of cash on hand and balance with banks		
Cash and Cash Equivalents included in the cash flow statement comprise the following:		
Balance Sheet Amount		
Cash on Hand	4.95	6.44
balance with banks:		
-Current Accounts	111.50	67.93
-Fixed Deposit	7.50	7.50
	123.95	81.87
For AMG & Associates	For and on behalf of board of Directors	
Chartered Accountants	Deepak Houseware & Toys Limited	
FRN:0022662N		
Sd/-	Sd/-	Sd/-
CA Ashwani Madan	(Deepak Choudhary)	(Anmol Arora)
Partner	(DIRECTOR)	(DIRECTOR)
M.no 513079	DIN: 00074249	DIN:10465342
Place : BHIWADI		
Date : 04th September 2024		

DEEPAK HOUSEWARE & TOYS LIMITED
Notes forming part of the financial statements
Note 1 Share Capital

Particulars	As at 31st March, 2024		As at 31 March, 2023	
	Number of shares	Amount in Rs. Lacs	Number of shares	Amount in Rs. Lacs
(a) Authorised				
Equity shares of ` 1 each with voting rights	6,00,00,000	600.00	6,00,00,000	600.00
(b) Issued				
Equity shares of ` 1 each with voting rights	5,57,21,353	557.21	5,53,21,353	553.21
(c) Subscribed and fully paid up				
Equity shares of ` 1 each with voting rights	5,57,21,353	557.21	5,53,21,353	553.21
Total	5,57,21,353	557.21	5,53,21,353	553.21

Note 1.1 Share Capital

Particulars				
Notes:				
(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:				
Particulars	Opening Balance	Fresh issue	Buy back	Closing Balance
Equity shares with voting rights				
Year ended 31st March, 2024				
- Number of shares	5,53,21,353	4,00,000	-	5,57,21,353
- Amount (`)	553.21	4.00	-	557.21
Year ended 31 March, 2023				
- Number of shares	5,53,21,353	-	-	5,53,21,353
- Amount (`)	553.21	-	-	553.21

Note 1.2 Share capital

Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
1. Satya Chaudhary	1,81,12,230	32.51	1,81,12,230	32.74
2. Deepak Chaudhary	2,68,87,230	48.25	2,68,87,230	48.60

Note 1.3 Share capital

Details of shareholding of Promoters of the Company

Class of shares / Name of shareholder	As at 31st March, 2024			As at 31 March, 2023		
	Number of shares held	% holding in that class of shares	% change during the year	Number of shares held	% holding in that class of shares	% change during the year
Equity shares with voting rights						
1. Satya Chaudhary	1,81,12,230	32.51	0.23	1,81,12,230	32.74	0.00
2. Deepak Chaudhary	2,68,87,230	48.25	0.35	2,68,87,230	48.60	

Note 2 Reserves and surplus

Particulars	As at 31st March, 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
Securities Premium		
Opening Balance	1,392.15	257.77
Add: Received during the year	216.00	1,134.38
Total	1,608.15	1,392.15
Surplus in Statement of Profit and Loss		
Opening balance	656.23	237.80
Add: Profit for the year	704.46	418.43
Add: MAT Credit	-	-
Less: MAT Credit utilised	-	-
Closing balance	1,360.69	656.23
Total	2,968.85	2,048.38

Note 3 Long-term borrowings

Particulars	As at 31st March, 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Term loans		
Term loans from PNB(refer note 1 below)	1,012.16	614.83
(b) Loans and advances		
Unsecured		
From Directors, Relatives and body corporates	27.62	194.75
Total	1,039.78	809.58

Note 1 :Secured against hypothecation of Plant and Machinery purchased and Equitable Mortgage of Land and Building at Plot no A-56 Bhagat Singh Colony Bhiwadi Tehsil Tijara Distt Alwar 301019, Plot no J-974 Riico Industrial Area Chopanki Bhiwadi ,L Bungalow Ashiana Gulmohar Park Bhiwadi, Plot no G1-1010 Phase III Riico Industrial Bhiwadi, Appartment no H-12 (102) 1st Floor Category C Building no H Essel Tower M G Road Sector 28 Gurugram)

Note 5 Short-term borrowings

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Loans repayable on demand From banks Secured (i) Cash Credit Limit from Punjab National Bank	1,606.19	971.23
Note 1 :Secured against hypothecation of Plant and Machinery purchased and Equitable Mortgage of Land and Building at Plot no A-56 Bhagat Singh Colony Bhiwadi Tehsil Tijara Distt Alwar 301019, Plot no J-974 Riico Industrial Area Chopanki Bhiwadi ,L Bungalow Ashiana Gulmohar Park Bhiwadi, Plot no G1-1010 Phase III Riico Industrial Bhiwadi, Appartment no H-12 (102) 1st Floor Category C Building no H Essel Tower M G Road Sector 28 Gurugram) Current Maturities of Long term loan	251.16	140.28
Total	1,857.35	1,111.51

Note 6 Trade payables

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
Trade payables	1,806.09	922.97
Total	1,806.09	922.97

Note 6.1a Trade Payable ageing schedule as on 31st March 2024

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	-	-	-	-
ii) Others	1,784.94	21.15	-	-	1,806.09
iii) Disputed Dues- MSME	-	-	-	-	-
iv) Disputed Dues- Others	-	-	-	-	-

Note 6.1b Trade Payable ageing schedule as on 31st March 2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) MSME	-	-	-	-	-
ii) Others	900.44	22.53	-	-	922.97
iii) Disputed Dues- MSME	-	-	-	-	-
iv) Disputed Dues- Others	-	-	-	-	-

Note 7 Other current liabilities

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Other payables (i) Advances from customers	14.13	22.21
Total	14.13	22.21

Note 8 Short-term provisions

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Provision - Others:		
Audit fees Payable	0.90	0.50
Employee Related Liabilities	43.37	29.84
Bonus, Gratuity and Earned Leave Payable	19.05	-
Provision for Current Tax	86.24	62.44
TDS and TCS Payable	9.39	9.07
GST Payable	0.08	0.83
EPF and ESI Payable	3.10	1.61
Expenses Payable	24.04	16.36
Total	186.17	120.65

DEEPAK HOUSEWARE & TOYS LIMITED

Note 9 Property, Plant and Equipment

Rs. in Lacs

Property, Plant and Equipment	Gross block				Accumulated depreciation and impairment				Amount trf to Retained Earnings	Net block	
	Balance as at 1 April, 2023	Additions	Disposals	Balance as at 31st March, 2024	Balance as at 1 April, 2023	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31st March, 2024		Balance as at 31st March, 2024	Balance as at 31 March, 2023
(a) Plant, Machinery and Equipment	2,594.01	1,364.45	130.22	3,828.24	281.37	240.39	26.16	495.60		3,332.64	2,312.64
(b) Office Equipments	24.90	66.39	-	91.29	3.73	16.63	-	20.36		70.93	21.17
(c) Vehicle	19.42	32.66	-	52.08	2.15	4.16	-	6.31	-	45.77	17.27
(d) Computers	21.69	23.73	-	45.42	3.81	8.47	-	12.28	-	33.14	17.88
Total	2,660.02	1,487.23	130.22	4,017.03	291.06	269.65	26.16	534.55	-	3,482.48	2,368.96

Property, Plant and Equipment	Gross block				Accumulated depreciation and impairment				Amount trf to Retained Earnings	Net block	
	Balance as at 1 April, 2022	Additions	Disposals	Balance as at 31 March, 2023	Balance as at 1 April, 2022	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31 March, 2023		Balance as at 31 March, 2023	Balance as at 31 March, 2022
(a) Plant, Machinery and Equipment	1,376.43	1,236.55	18.97	2,594.01	69.88	213.22	1.73	281.37	-	2,312.64	1,306.55
(b) Office Equipments	6.83	18.07	-	24.90	0.62	3.11	-	3.73	-	21.17	6.21
(c) Vehicle	-	19.42	-	19.42	-	2.15	-	2.15	-	17.27	-
(d) Computers	4.46	17.23	-	21.69	0.55	3.26	-	3.81	-	17.88	3.91
Total	1,387.72	1,291.27	18.97	2,660.02	71.05	221.74	1.73	291.06	-	2,368.96	1,316.67

DEEPAK HOUSEWARE & TOYS LIMITED
Notes forming part of the financial statements

Note 10 Long-term loans and advances

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Capital advances		
Unsecured, considered good	-	-
(b) Security deposits		
Unsecured, considered good	14.52	14.52
Total	14.52	14.52

Note 11 Inventories

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Raw materials, Consumables and packing Material	565.40	695.27
(b) Finished goods	964.35	300.61
(c) Semi Finished goods	205.09	111.05
Total	1,734.84	1,106.93

Note 12 Trade receivables

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	269.73	10.74
Doubtful		
	269.73	10.74
Other Trade receivables		
Unsecured, considered good	1,762.58	1,131.06
	1,762.58	1,131.06
Total	2,032.31	1,141.81

Note 12.1a: Trade Receivable Ageing Schedule as on 31.03.2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) Undisputed Trade receivables - considered good	1,762.58	259.94	9.79	-	-	2,032.31
ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-
iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
iv) Disputed Trade receivables considered doubtful	-	-	-	-	-	-

Note 12.1b: Trade Receivable Ageing Schedule as on 31.03.2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years	
i) Undisputed Trade receivables - considered good	1,131.06	10.74	-	-	-	1,141.80
ii) Undisputed Trade receivables - considered doubtful	-	-	-	-	-	-
iii) Disputed Trade receivables - considered good	-	-	-	-	-	-
iv) Disputed Trade receivables considered doubtful	-	-	-	-	-	-

Note 13 Cash and cash equivalents

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Cash in hand	4.95	6.44
(b) Balances with banks including FD and RD	119.00	75.43
Total	123.95	81.87

Note 14 Short-term loans and advances

Particulars	As at 31st March 2024	As at 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
Advance to Suppliers	320.60	238.47
Total	320.60	238.47

Notes forming part of the financial statements
Note 15 Other current assets

	Particulars	As at 31st March 2024	For the year ended 31 March, 2023
		Amount in Rs. Lacs	Amount in Rs. Lacs
	GST Receivable	731.83	595.84
	Advance Income Tax	25.00	59.00
	TDS and TCS Receivable	3.40	1.72
	Income Tax Refundable	2.73	-
	Interest Receivable	1.71	0.53
	Prepaid Expenses	10.32	5.50
	Advance to Staff	8.10	3.58
	Total	783.09	666.16

Note 16 Revenue from operations

	Particulars	As at 31st March 2024	For the year ended 31 March, 2023
		Amount in Rs. Lacs	Amount in Rs. Lacs
(a)	Sale of products	7,882.36	4,915.06
	Total	7,882.36	4,915.06

Note 17 Other Income

	Particulars	As at 31st March 2024	For the year ended 31 March, 2023
		Amount in Rs. Lacs	Amount in Rs. Lacs
(a)	Interest Subsidy Receivable	25.50	30.69
(b)	Misc Balances write off/Discounts	36.04	-
(c)	Foreign Exchange Fluctuation	6.03	23.55
(d)	Interest Income	1.43	0.53
	Total	69.00	54.77

Note 18.a Cost of Materials Consumed

	Particulars	As at 31st March 2024	For the year ended 31 March, 2023
		Amount in Rs. Lacs	Amount in Rs. Lacs
	Opening stock	695.27	303.01
	Add: Purchases	5,359.43	3,709.58
		6,054.70	4,012.59
	Less: Closing stock	565.40	695.27
	Cost of material consumed	5,489.29	3,317.33
	Total	5,489.29	3,317.33

Note 19 Employee benefits expense

	Particulars	As at 31st March 2024	For the year ended 31 March, 2023
		Amount in Rs. Lacs	Amount in Rs. Lacs
	Wages and Salaries	740.18	485.87
	ESIC Expenses	5.56	2.82
	Conveyance and other allowance	33.52	9.00
	PF Expenses	14.08	5.78
	House Rent Allowance	36.51	79.29
	Bonus, Gratuity and Earned Leave	19.05	-
	Overtime Expenses	-	14.66
	Staff Welfare	0.08	1.47
	Total	848.98	598.88

Note 20 Selling and Distribution Costs

	Particulars	As at 31st March 2024	For the year ended 31 March, 2023
		Amount in Rs. Lacs	Amount in Rs. Lacs
	Advertisement and Business promotion	63.23	3.64
	Total	63.23	3.64

Note 21 Finance costs

Particulars	As at 31st March 2024	For the year ended 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
(a) Interest expense		
On Term Loan	75.61	64.54
On Cash Credit	95.35	62.55
(b) Other borrowing costs	6.90	4.13
Total	177.86	131.23

Note 22 Other expenses

Particulars	As at 31st March 2024	For the year ended 31 March, 2023
	Amount in Rs. Lacs	Amount in Rs. Lacs
Power and Fuel	271.89	185.06
Job Work	184.00	18.29
Repair and Maintenance Expenses	64.68	40.44
Factory Rent	156.80	139.20
Freight and cartage	153.98	64.99
Testing and Calibration Expenses	2.18	2.82
Security Service expenses	16.01	1.26
Auditors Remuneration :-		
Audit Fee	1.00	0.50
Bank Charges	5.18	2.82
General Expenses	-	3.45
Festival Expenses	5.50	1.90
Fees And Filing Charges	3.63	12.85
Legal and Professional Charges	36.95	21.59
Printing and Stationery Expenses	10.93	6.95
Misc Expenses	4.23	0.39
Insurance	4.43	2.42
Office Rent and office Expenses	4.38	-
Postage and Courier	7.08	2.39
Travelling and Conveyance Expenses	27.55	3.75
Communication Expenses	2.61	1.96
Interest on Income Tax ,TDS and GST	0.63	2.03
Write offs	0.38	-
Loss on Sale of Fixed Assets	45.05	0.24
Transport Expenses	28.32	18.83
Member and Subscription	-	1.28
Grand Total(a+b+c)	1,037.39	535.39

Note no 27			
S. No.	Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
I	Current Ratio (Current Assets/Current Liabilities)		
	Current Assets:-	4,994.79	3,235.23
	Inventories	1,734.84	1,106.93
	Trade receivables	2,032.31	1,141.81
	Cash and bank balances	123.95	81.87
	Short-term loans and advances	320.60	238.47
	Other current assets	783.09	666.16
	Current Liabilities:-	3,863.74	2,177.34
	Short Term Borrowings	1,857.35	1,111.51
	Trade payables	1,806.09	922.97
	Other current liabilities	14.13	22.21
	Short-term provisions	186.17	120.65
	Current Ratio	1.29	1.49
II	Debt Equity Ratio (Total Debt/Shareholder's Equity)		
	Debt:-	2,897.13	1,921.09
	Long term Borrowings	1,039.78	809.58
	Short Term Borrowings	1,857.35	1,111.51
	Shareholders Equity:-	3,526.06	2,601.59
	Share Capital	557.21	553.21
	Reserve & Surplus	2,968.85	2,048.38
	Debt Equity Ratio	0.82	0.74
III	Debt Service Coverage Ratio (Earnings available for Debt/Debt Service)		
	Earning Available for Debt Service:-	1,122.94	784.51
	Net Profit (Earning before tax)	822.73	498.46
	(+) Depreciation	269.65	221.75
	(+) Interest on Term and Unsecured Loan during the year	75.61	64.54
	(-) Profit/(Loss) on sale of PPE	(45.05)	(0.24)
	Debt Service:-	399.25	192.82
	Interest on term and unsecured loan	75.61	64.54
	Principal Repayments of Term and Unsecured Loan (+) during the year	323.64	128.28
	Debt Service Coverage Ratio	2.81	4.07
IV	Return on Equity (ROE) [Net Profit After Tax/Shareholder's Fund]		
	Net Profit After Tax	704.46	418.43
	Net profits After Taxes	704.46	418.43
	Shareholders Fund	3,526.06	2,601.59
	Share Capital	557.21	553.21
	(+) Reserve & Surplus	2,968.85	2,048.38
	Return on Equity	0.20	0.16
V	Inventory Turnover Ratio [T/o from Sale of Products/Average Inventory]		
	Turnover from Sale of Products	7,882.36	4,915.06
	Average Inventory:-	1,420.88	742.38
	Opening Inventory	1,106.93	377.83
	(+) Closing Inventory	1,734.84	1,106.93
	Inventory Turnover Ratio	5.55	6.62

VI	Trade Receivables turnover ratio [Revenue from Operations/Average Trade Receivable]				
			7,882.36	4,915.06	
	Revenue from Operations		7,882.36	4,915.06	
	Average of Trade Receivable:-		1,587.06	797.06	
	(+) Opening Balance of Trade Receivable		1,141.81	452.32	
	(+) Closing Balance of Trade Receivable		2,032.31	1,141.81	
Trade Receivable Turnover Ratio			4.97	6.17	
VII	Trade payables turnover ratio [Total Purchase/Average Trade Payable]				
	Total Purchase:-		5,359.43	3,709.58	
			5,359.43	3,709.58	
			-	-	
	Closing Balance of Trade Payable (Average):-		1,364.53	775.08	
	Opening Balance of Trade Payable		922.97	627.19	
	(+) Closing Balance of Trade Payable		1,806.09	922.97	
Trade Payable Turnover Ratio			3.93	4.79	
VIII	Net capital turnover ratio [Revenue from Operations/Working Capital]				
			7,882.36	4,915.06	
	Revenue from Operations		7,882.36	4,915.06	
			-	-	
	Working Capital:-		1,131.05	1,057.89	
	Current Assets		4,994.79	3,235.23	
	(-) Current Liabilities		3,863.74	2,177.34	
Net capital turnover ratio			6.97	4.65	
IX	Net profit ratio [Net Profit (after Tax)/Revenue from Operations]				
	Net Profit after tax:-		704.46	418.43	
	Revenue from Operations		7,882.36	4,915.06	
			7,882.36	4,915.06	
Net Profit Ratio			0.09	0.09	
X	Return on Capital Employed [EBIT/Capital Employed]				
	Earning Before Interest & Tax :-		993.69	625.55	
		Net Profit (After tax)		704.46	418.43
		(+) Taxes		118.27	80.03
		(+) Interest		170.96	127.09
	Capital Employed:-		6,485.40	4,552.87	
		(+) Shareholder's Fund		3,526.06	2,601.59
		(+) Total Debt		2,897.13	1,921.09
		(+) Deferred Tax Liability/(Assets)		62.21	30.19
	Return on Capital Employed			0.15	0.14
XI	Return on Investment [Net Profit (After Tax)/(Share Capital+Securities Premium)]				
	Net Profit (After Tax)		704.46	418.43	
	Share Capital + Securities Premium		2,165.37	1,945.37	
Return on Investment			0.33	0.22	

DEEPAK HOUSEWARE & TOYS LIMITED

(Formerly known as on Deepak Houseware & Toys Private Limited)

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES:

- (a) Recognition of Income and Expenditure:
- (1) Revenue/income and costs/expenditure are generally accounted on accrual as they are earned or incurred
 - (2) Sale of goods is recognized on transfer of significant risk and reward of ownership.
- (b) Property, Plant and Equipment:-Property, Plant and Equipment are stated at their original Cost including incidental expenses relating to acquisition & installation less accumulated depreciation
- (c) (1) Depreciation is charged on SLM method on the basis of useful life of the Property, Plant & Equipment on prorata basis. The Company has adopted useful life of fixed assets as given in Part 'C' of Schedule II of the Companies Act, 2013 in respect of all Property, Plant & Equipment.
- (2) An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit & Loss in the year in which as asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.
- (d) Inventories:-
- (i) Inventories of consumable store and packing material are valued at cost.
 - (ii) Semi - finished are valued at average cost.
 - (iii) Raw Material- At cost.
 - (iv) Finished Goods- At cost or Net realizable value whichever is lower
- (e) Foreign Currency Transaction:-Foreign currency transactions are accounted for at the exchange rate prevailing on the transaction date. Monetary assets & liabilities related to foreign currency transactions remaining unsettled at the end of the year are translated at the year end rates. Gain or Loss arising on settlement of asset & liabilities have been charged to profit and loss account.
- (f) Deferred Tax :- Deferred Tax is recognized, subject to the consideration of prudence on timely difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

Note 23: Related Party disclosures as per Accounting Standard - 18 are as Follows :

i) Related Parties and their relationships

a) Directors

Deepak Chaudhary
Satya Chaudhary
Anmol Arora
Ankit Mittal

b) Relatives of Directors

Tarsem Lal

c) Related Concern

Deepak Polymers
Deepak Industries
Mehar Industries
Mehar Tableware Private Limited

ii) Note: Related party relationship is as identified by the Company and relied upon by the Auditors.

Transactions with related parties	2023-24	2022-23
Nature of Transactions	2023-24	2022-23
Rent Paid to Relative of Director Tarsem Lal	Rs. 152.00 Lacs	Rs. 134.40 Lacs
Remuneration paid to Director Deepak Chaudhary	Rs. 42.00 lacs	Rs. 21.00 lacs
Remuneration paid to Director Satya Chaudhary	Rs. 30.00 lacs	Rs. 15.00 lacs
Purchase from Deepak Polymers Related Concern	Rs. 49.72 lacs	--
Purchase from Mehar Tableware Private limited Related Concern	Rs. 0.36 Lacs	Rs. 0.35 lacs
Purchase/Job Work from Deepak Industries Related Concern	Rs.1.78 Lacs	--
Purchase from Mehar Industries Related Concern	Rs. 0.64 Lacs	--

Note 24: Segment Reporting

The Company is manufacturing Toys. The Company is a single Segment Company, which is manufacturing Toys. Accordingly the disclosure requirement as prescribed in the Accounting Standard (AS-17) on "Segment Reporting" specified under Section 133 of companies Act 2013 is not applicable on the Company.

Note 25: Auditor's Remuneration includes fees in respect of:

	Amount in lacs Rs.	Amount in Lacs Rs.
	-----	-----
(i) Statutory Audit	0.70	(0.30)
(ii) Tax Audit	0.30	(0.20)
Taxes Extra		

Note 26 :

Additional Regulatory Information

Additional Regulatory Information - 1				Remarks
Quarterly returns or statements of current assets - Reconciliation				
	Stock as per Books (A)	Stock as filed with Bank (B)	Difference (A-B)	
Qtr - 1	1309.26	1309.26	--	Na
Qtr - 2	1166.14	1166.14	--	Na
Qtr - 3	1257.99	1257.99	--	Na
Qtr - 4	1734.84	1734.84	--	Na

Additional Regulatory Information - 1				Remarks
Quarterly returns or statements of current assets - Reconciliation				
	Trade Receivables as per Books (A)	Trade Receivables as filed with Bank (B)	Difference (A-B)	
Qtr - 1	1232.70	1232.70	--	Na
Qtr - 2	Rs. 1492.66	1492.66	--	Na
Qtr - 3	2003.05	2003.05	--	Na
Qtr - 4	2019.82	2019.82	--	na

28.1 EXPENDITURE IN FOREIGN CURRENCY Rs.99941162/- (Rs. 94889194)

28.2 Previous year's figures have been re-group re-arrange wherever necessary to confirm this years classification and in this schedule the same are appearing in brackets.

28.3 The figures are rounded off nearest to Lakhs.

In term of our report of even date.

For AMG & Associates
CHARTERED ACCOUNTANTS

Sd/-
(ASHWANI MADAN)
PARTNER
M.no 513079

Sd/-
(DEEPAK CHAUDHARY)
DIRECTOR
DIN: 00074249

Sd/-
(ANMOL ARORA)
DIRECTOR
DIN: 10465342

PLACE: BHIWADI

DATED : 04th September 2024