



Flywings Simulator Training Centre Ltd.

CIN-U80903HR2011PLC101229

(formerly known as Flywings Simulator Training Centre Private Limited)

SHORTER NOTICE IS HEREBY GIVEN THAT THE FOURTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF FLYWINGS SIMULATOR TRAINING CENTRE LIMITED (FORMERLY KNOWN AS FLYWINGS SIMULATOR TRAINING CENTRE PRIVATE LIMITED) ("COMPANY") WILL BE HELD ON TUESDAY, 29TH JULY, 2025, AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT GROUND FLOOR, KILLA NO. 13, BEGAMPUR KHATOLA, SECTOR 35, GURGAON, GURGAON, SADAR BAZAR-122001, HARYANA, INDIA.

ORDINARY BUSINESS:

- 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

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

"RESOLVED THAT the audited financial statements of the Company for the year ended 31st March 2025 including the audited Balance Sheet as at 31st March 2025, the statement of Profit and Loss for the year ended on that date, Statement of Changes in Equity, Cash Flow Statement and Notes forming part thereof, along with the Auditors' Report and the reports of the Board of Directors thereon be and are hereby considered and adopted."

- 2. APPOINTMENT OF THE STATUTORY AUDITOR OF THE COMPANY**

To appoint statutory auditor of the Company and to fix their remuneration and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any of the Companies Act, 2013, read with the underlying rules viz. Companies (Audit and Auditors) Rules, 2014, as may be applicable, M/s. Jain & Jain, Chartered Accountants, Mumbai (Firm registration number: 103869W/W100630) be and are hereby appointed as Statutory Auditors of the Company to hold the office for a period of 5 years from the financial year 2025-2026 till the financial year 2029-2030 at such remuneration as may be recommended by the audit committee in consultation with the Auditor and agreed upon between the Board of Directors and statutory auditors, in addition to the reimbursement of tax and actual out of pocket expenses incurred in the relation with the audit of accounts of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorized to intimate the Auditors of their appointment and to do all such acts, deeds, things, and filings with ROC as may be necessary to give effect to the foregoing resolution.

SPECIAL BUSINESS:

- 3. TO APPROVE THE INITIAL PUBLIC OFFERING OF EQUITY SHARES OF THE COMPANY**

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



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“RESOLVED THAT in accordance with and subject to Section 23, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended, the Companies (Share Capital and Debenture) Rules, 2014, as amended, the Securities Contracts Regulation Act, 1956 (“SCRA”), and the rules framed thereunder, each as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“SEBI ICDR Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and other applicable regulations, circulars, notifications, and guidelines issued by the Securities and Exchange Board of India (“SEBI”), the Foreign Exchange Management Act, 1999, as amended, and the rules and regulations made thereunder including the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, as amended, other applicable laws, regulations, policies or guidelines including any foreign investment law, policy, notification, circular, clarification or guideline in India prescribed by the Government of India, the SEBI, or any other competent authority from time to time, (collectively referred to as the “Applicable Laws”), the provisions of the Memorandum and Articles of Association of the Company and the equity listing agreements to be entered into between the Company and the respective stock exchanges where the equity shares of the Company of face value of ₹10.00 (“Equity Shares”) are proposed to be listed (“Stock Exchanges”), and subject to the approval of relevant government, statutory and/or regulatory authorities, including the Department of Industrial Policy and Promotion, Ministry of Commerce and Industry, Government of India (“DIPP”), the SEBI, the Reserve Bank of India (“RBI”), the Registrar of Companies, Delhi (“RoC”), the Stock Exchange and such other approvals, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, consents, permissions and sanctions, the consent, approval and sanction of the members of the Company, be and is hereby granted to create, issue, offer and allot Equity Shares, for cash either at par or premium, such that the amount being raised pursuant to such issue aggregates up to ₹ 80 Crores (Indian Rupees Eighty Crores Only) (“Issue”), through “Fresh Issue” together with or without an offer for sale by certain existing shareholders of the Company, for up to such number of Equity Shares held by them that are eligible for the offer for sale in accordance with the SEBI ICDR Regulations (“Offer for Sale” and such shareholders, the “Selling Shareholders”; the Offer for Sale together with the Fresh Issue, the “Issue”), (with an option to the Company to retain an over-subscription to the extent of 10% of the Issue Size, or such other extent as may be permitted under the Applicable Laws, for the purpose of rounding off to the nearest integer while finalising the basis of allotment) in terms of the SEBI ICDR Regulations at a price at such premium or at par per Equity Shares to be determined, by the Company and Selling Shareholders, in consultation with the Book Running Lead Managers so appointed by the book building Price in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws.”

“RESOLVED FURTHER THAT in accordance with Applicable Laws, the Issue may include, without limitation, issuance and allotment of Equity Shares, in terms of the SEBI ICDR Regulations and reservation of a certain number of Equity Shares to be offered to such person or persons, who may or may not be the members of the Company and as the Board may at its discretion decide in consultation with the Book Running Lead Managers and as may be permissible under Applicable Laws.”

“RESOLVED FURTHER THAT the board may invite the existing shareholders of the Company to participate in the Issue by making an Offer for Sale in relation to such number of Equity Shares held by them, and which are eligible for the Offer for Sale in accordance with the SEBI ICDR Regulations, as the Board may determine in consultation with the Book Running Lead Managers, subject to the consent, approvals, permissions and sanctions of such concerned regulatory/statutory authorities, if and to the extent applicable, at a price to be determined, by the Company and the Selling Shareholder(s) in consultation with Book Running Lead Managers through the book building Price in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable laws, at such premium or discount or at par per Equity Share as permitted under Applicable Laws which shall be fixed and determined by the



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company and the Selling Shareholders, in consultation with the Book Running Lead Managers, in accordance with the SEBI ICDR Regulations.”

“RESOLVED FURTHER THAT the Issue may be made to foreign investors such as registered foreign portfolio investors, alternative investment funds, foreign venture capital investors, non-resident Indians, as well as state industrial development corporations, venture capital funds, insurance companies registered with the Insurance Regulatory and Development Authority of India, insurance funds set up and managed by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, Ministry of Communications and Information Technology, India, scheduled commercial banks, provident funds, pension funds, national investment fund, trusts/ societies registered under the Societies Registration Act, 1850, as amended, systemically important non-banking financial companies, development financial institutions and/or multilateral and bilateral development financial institutions, Hindu undivided families, mutual funds, employees and/or workers of the Company, in or out of India (through a reservation or otherwise), Indian public, bodies corporate, any other company/companies, private or public or other body corporate(s) or entities whether incorporated or not, and such other persons, including high net worth individuals, retail individual investors or other entities, in one or more combinations thereof and/or any other categories of investors as may be permitted under Applicable Laws, including anchor investors as defined under the SEBI ICDR Regulations, whether they be holders of Equity Shares or not, in a manner, and in one or more tranches in consultation with the Book Running Lead Managers and/or underwriters and/or other advisors or such persons appointed for the Issue and on the terms and conditions as the Board may in its discretion, in consultation with the Book Running Lead Managers, decide including the price at which the Equity Shares are to be issued, at par or at premium and for cash as determined in accordance with the provisions of the SEBI ICDR Regulations or other considerations that the Board may, in consultation with the Book Running Lead Managers, deem fit.”

“RESOLVED FURTHER THAT the Equity Shares so allotted (including pursuant to any Reservation) shall be subject to the Memorandum and the Articles of Association of the Company and shall rank pari passu in all respects with existing Equity Shares of the Company including rights in respect of dividend after the date of allotment.”

“RESOLVED FURTHER THAT Either BSE Limited or National Stock Exchange of India Limited shall be the Designated Stock Exchange.”

“RESOLVED FURTHER THAT subject to the Applicable Laws, the Equity Shares allotted or transferred pursuant to the Issue shall be listed on Designated Stock Exchange.”

“RESOLVED FURTHER THAT subject to the Applicable Laws, the Board be and is hereby authorized to delegate all or any of the powers herein conferred in such manner as it may deem fit.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do such acts, deeds and things as the Board in its absolute discretion deems necessary or desirable in connection with the Issue, including without limitation, the following:

(i) To make applications to seek clarifications and obtain approvals from, where necessary, the SEBI, the Reserve Bank of India (“RBI”), and any other governmental or statutory/regulatory authorities as may be required in connection with the Issue and accept on behalf of the Board such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions and sanctions as may be required;

(ii) To appoint and enter into arrangements with Book Running Lead Managers, underwriters to the Issue, advisors to the Issue (if any), escrow collection bank to the Issue, registrar to the Issue, sponsor bank, refund bank(s) to the Issue, public issue account bank to the Issue, advertising agency(ies), legal



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counsel and any other agencies or persons or intermediaries to the Issue and to negotiate and finalise and amend the terms of their appointment, including but not limited to execution of the Book Running Lead Managers mandate letter, negotiation, finalization, execution and, if required, the amendment of the Issue agreement with the Book Running Lead Managers and the underwriting agreement with the underwriters;

(iii) To invite the existing shareholders of the Company to participate in the Issue by offering for sale the Equity Shares held by them at the same price as in the Issue;

(iv) To take all actions as may be necessary and authorized in connection with the Offer for Sale and to approve and take on record the approval of the Selling Shareholder(s) for offering their Equity Shares in the Offer for Sale and the transfer of Equity Shares in the Offer for Sale;

(v) To negotiate, finalize, settle, execute, and deliver or arrange the delivery of the Issue agreement, registrar agreement, underwriting agreement, cash escrow agreement, share escrow agreement, sponsor bank agreement, and all other documents, deeds, agreements, memorandum of understanding and any notices, supplements and corrigenda thereto, as may be required or desirable, and other instruments whatsoever with the registrar to the Issue, legal advisors, auditors, Stock Exchange, Book Running Lead Managers and any other agencies/intermediaries in connection with the Issue with the power to authorize one or more officers of the Company to negotiate, execute and deliver all or any of the afore-stated documents;

(vi) To decide with the Selling Shareholders and in consultation with the Book Running Lead Managers on the size, timing, pricing, reservation, and all the terms and conditions of the Issue, including Issue Price, Issue period, and to accept any amendments, modifications, variations or alterations thereto;

(vii) To take all actions as may be necessary in connection with the Issue, including extending the Issue period, allowing revision of the Offer for sale portion in case the Selling Shareholders decide to revise it, in accordance with the Applicable laws;

(viii) To finalize, approve, adopt, deliver, and arrange for, in consultation with the Lead Manager, submission of the Draft Prospectus and the Prospectus (including amending, varying or modifying the same, as may be considered desirable or expedient), and any amendments, supplements, notices or corrigenda thereto for the offer of Equity Shares including incorporating such alterations/corrections/modifications as may be required by Stock Exchange, RoC, or any other relevant governmental and statutory authorities or in accordance with all Applicable Law;

(ix) To seek, if required, the consent of the lenders of the Company, parties with whom the Company has entered into various commercial and other agreements, all concerned government and regulatory authorities in India or outside India, and any other consents that may be required in relation to the Issue or any actions connected therewith;

(x) To make applications to seek clarifications and obtain approvals from, if necessary, the Stock Exchange, the Registrar of Companies, or any other statutory or governmental authorities in connection with the Issue and, wherever necessary, incorporate such modifications/amendments/alterations/corrections as may be required in the Draft Prospectus, and the Prospectus;

(xi) To open and operate bank account(s) of the Company in terms of the cash escrow agreement and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;



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(xii) To authorize and approve incurring of expenditure and payment of fees, commissions, brokerage, remuneration and reimbursement of expenses in connection with the Issue;

(xiii) To approve code of conduct as may be considered necessary or as required under Applicable Laws for the Board, officers of the Company and other employees of the Company;

(xiv) To authorize any concerned person on behalf of the Company to give such declarations, affidavits, certificates, consents and authorities as may be required from time to time in relation to the Issue;

(xv) To approve suitable policies in relation to the Issue as may be required under Applicable Laws;

(xvi) To approve any corporate governance requirement that may be considered necessary by the Board or as may be required under Applicable Laws, in connection with the Issue;

(xvii) To authorize and approve notices, and advertisements in relation to the Issue in consultation with the relevant intermediaries appointed for the Issue;

(xviii) To open and operate bank accounts of the Company in terms of Section 40(3) of the Companies Act, 2013 or as may be required by the regulations issued by SEBI and to authorize one or more officers of the Company to execute all documents/deeds as may be necessary in this regard;

(xix) To determine and finalise the issue opening and issue closing dates, the Issue price, approve the basis for allocation/allotment and confirm allocation/allotment of the Equity Shares to various categories of persons as disclosed in the Draft Prospectus and the Prospectus, in consultation with the Book Running Lead Managers;

(xx) To issue receipts/allotment letters/confirmation of allocation notes either in physical or electronic mode representing the underlying Equity Shares in the capital of the Company with such features and attributes as may be required and to provide for the tradability and free transferability thereof as per market practices and regulations, including listing on the Stock Exchange, with power to authorise one or more officers of the Company to sign all or any of the afore-stated documents;

(xxi) To withdraw the Draft Prospectus or the Prospectus or not to proceed with the Issue at any stage, if considered necessary and expedient, in accordance with Applicable laws;

(xxii) To authorize and approve notices, and advertisements in relation to the Issue in consultation with the relevant intermediaries appointed for the Issue;

(xxiii) To make applications for listing of Equity Shares on the Stock Exchange and to execute and to deliver or arrange the delivery of necessary documentation to the Stock Exchange and to take all such other actions as may be necessary in connection with obtaining such listing;

(xxiv) To do all such deeds and acts as may be required to dematerialize the Equity Shares and to sign and/or modify, as the case may be, agreements and/or such other documents as may be required with National Securities Depository Limited, Central Depository Services (India) Limited, registrar and transfer agents and such other agencies, as may be required in this connection with power to authorize one or more officers of the Company to execute all or any of the afore-stated documents;

(xxv) To do all such acts, deeds, matters, and things and execute all such other documents, etc., as it may, in its absolute discretion, deem necessary or desirable for the Issue, in consultation with the Book Running Lead Managers, including without limitation, finalizing the basis of allocation and allotment of Equity Shares to the successful allottees and credit of Equity Shares to the demat accounts of the successful allottees in accordance with Applicable Laws;



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(xxvi) To settle all questions, difficulties, or doubts that may arise in regard to the Issue, including such issues or allotment and matters incidental thereto as it may deem fit and to delegate such of its powers as may be deemed necessary and permissible under Applicable laws to the officials of the Company;

(xxvii) To approve the expenditure in relation to the Issue;

(xxviii) To take such action, give such directions, as may be necessary or desirable as regards the Issue and to do all such acts, matters, deeds, and things, including but not limited to the allotment of Equity Shares against the valid applications received in the Issue, as are in the best interests of the Company;

(xxix) To negotiate, finalize, settle, execute, and deliver any and all other documents or instruments and doing or causing to be done any and all acts or things as the Board may deem necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing or in connection with the Issue and any documents or instruments so executed and delivered or acts and things done or caused to be done by the Board shall be conclusive evidence of the authority of the Board in so doing;

(xxx) To accept and appropriate the proceeds of the Fresh Issue in accordance with Applicable Laws.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions and any issue, transfer and allotment of Equity Shares pursuant to the Issue, the Board be and is hereby authorised to settle all questions, remove any difficulties or doubts that may arise from time to time in regard to the issue, offer or allotment of the Equity Shares in the Issue and the utilisation of the Issue proceeds in accordance with the purposes specified in the Issue documents, and to give such directions and/or instructions as it may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions, to vary the size of the Issue, determine the class of investors to whom the securities are to be allotted, the number of securities to be allotted in each tranche, issue price, premium amount on issue, listing on one or more stock exchanges in India, appoint Book Running Lead Managers, appoint in consultation with the Book Running Lead Managers, other intermediaries such as legal counsels, banks or agencies concerned, enter into any agreements or other instruments for such purpose, remunerate all such intermediaries/agencies including the payments of commissions, brokerages, fees and the like, and to take such actions or give such directions as may be necessary or desirable and to obtain any approvals, permissions, sanctions which may be necessary or desirable, as it may deem fit or as the Board may decide in its absolute discretion in the best interests of the Company without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution and to do all such acts, deeds, matters to do things whatsoever, including settle any question, doubt or difficulty that may arise with regard to or in relation to raising of funds as authorised herein, and that all or any of the powers conferred on the Board or a committee thereof vide this resolution may be exercised by the Board or such committee.”

“RESOLVED FURTHER THAT Any of the Directors or Company Secretary of the Company be and hereby authorized to file necessary forms with the Registrar of Companies and execute and sign all relevant documents including but not limited to consent letters, powers of attorney, certificates etc., as may be required in order to give effect to these resolutions and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.”

“RESOLVED FURTHER THAT in relation to the Issue, any decision regarding the Issue may be made by the Company together with, or in consultation with the Selling Shareholders and the Book



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Running Lead Managers as may be mutually agreed upon in terms of any agreement in connection with the Issue.”

“**RESOLVED FURTHER THAT** the certified copies of this resolution be provided to those concerned under the hands of a Director or Company Secretary of the Company wherever required.”

For and on behalf of,
Flywings Simulator Training Centre Limited
(Formerly known as Flywings Simulator Training Centre Private Limited)

Rupal Sanjay Mandavia
Managing Director
DIN: 02275347



Date: 28/07/2025
Place: Gurgaon



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NOTES

1. A Member entitled to attend and vote at the Meeting is entitled to appoint a Proxy to attend and vote on his behalf. A Proxy need not be a Member of the Company.
2. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the registered office of the Company not less than forty-eight hours before the time fixed for the Meeting.
3. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as Proxy and such person shall not act as a Proxy for any other person or Shareholder.
4. A Corporate Member intending to send its authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
5. Members/Proxies/Authorized Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their Folio Number in the attendance slip for attending the Meeting.
6. During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All documents referred to in the Notice and accompanying explanatory statement are open for inspection at the registered office of the Company on all working days of the Company between 11:00 a.m. to 1:00 p.m. up to the date of the Annual General Meeting and at the venue of the Meeting for the duration of the Meeting.
7. A route map to the venue of the Meeting is not provided as the venue of the Meeting is at the registered office of the Company which is generally known to its members.
8. EGM will be convened at the Registered office of the company.



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EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

The following is the Explanatory Statement as required by section 102 of the Companies Act, 2013, which sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

APPROVAL FOR INITIAL PUBLIC OFFERING OF EQUITY SHARES OF THE COMPANY:

The Company was incorporated in the year 2011, under the Companies Act, 1956 as a Private Limited Company. The promoter of the Company intends to expand the business of the Company, and therefore it is planned to come out with an Initial Public Offer of equity shares.

The Board of Directors of Flywings Simulator Training Centre Limited (Formerly known as Flywings Simulator Training Centre Private Limited), at its meeting held on July 28, 2025, had approved an initial public offering ("IPO") of its equity shares and intends to list its equity shares at the SME Platform of BSE or Emerge Platform of National Stock Exchange of India to enable the shareholders to have a formal market place for dealing with the Company's equity shares. The IPO is subject to relevant regulatory and other approvals.

None of the Directors, managers, Key managerial personnel of the Company and their respective relatives are in any way interested in the resolution except to the extent of their shareholding in the company.

The above statement is to be considered and construed as disclosures as per the provisions of section 102 of the Companies Act, 2013.

The Board recommends the resolution for the approval of the members as a special resolution.

For and on behalf of,
Flywings Simulator Training Centre Limited
(Formerly known as Flywings Simulator Training Centre Private Limited)

Rupal Sanjay Mandavia
Managing Director
DIN: 02275347



Date: 28/07/2025
Place: Gurgaon



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**FLYWINGS SIMULATOR TRAINING CENTRE LIMITED (FORMERLY KNOWN AS
FLYWINGS SIMULATOR TRAINING CENTRE PRIVATE LIMITED)
ATTENDANCE SLIP**

Folio No.		D.P. Id.*		Client Id.*	
No. of Shares					
Name of the Shareholder					
Address of the Shareholder					

I/ We hereby record my/ our presence at the Annual General Meeting of the Company at the Registered Office of the Company at the registered office at Ground Floor, Killa No.13, Begumpur Khatola, Sector 35, Gurgaon – 122001, Haryana on Tuesday, July 29, 2025, at 11:00 A.M.

Signature of the Shareholder / Proxy

NOTES:

- You are requested to fill out this attendance slip and hand it over at the entrance of the hall.
 - If you are attending the Meeting in person or by proxy, a copy of the Notice may please be brought by you/your proxy for reference at the Meeting.
- *Applicable for investor(s) holding share(s) in demat form.



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Form No. MGT - 11

Proxy form

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

Name of Company: Flywings Simulator Training Centre Limited (Formerly Known As Flywings Simulator Training Centre Private Limited)

CIN: U80903HR2011PLC101229

Add: Ground Floor, Killa No. 13, Begampur Khatola, Sector 35, Gurgaon, Sadar Bazar, Haryana, India, 122001

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

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

1. Name:

Address:

EmailId:

Signature:

Or falling him/her

2. Name:.....

Address:

E-mail Id:

Signature:.....

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at Annual General Meeting of the Company at the Registered Office of the Company at registered office at Ground Floor, Killa No.13, Begumpur Khatola, Sector 35, Gurgaon – 122001, Haryana on Tuesday, July 29, 2025, at 11:00 A.M.

and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended 31st March 2025, the Reports of the Board of Directors and Auditors thereon;
2. Appointment of the Statutory Auditor of the Company

Special Business:

3. To approve the Initial Public Offering of Equity shares of the Company.



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Signed this day of 2025

AFFIX
REVENUE
STAMP

Signature of shareholder

Signature of Proxy holder(s)

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



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DIRECTOR'S REPORT

To,
The Members of
Flywings Simulator Training Centre Limited

Your directors are pleased in presenting their 14th (**Fourteenth**) Directors Report on the business and operations of your Company together with the Audited Financial Statements and the Auditors' Report of your Company for the financial year ended, 31st March, 2025.

The summarized financial results for the year ended 31st March, 2025 as compared to the previous financial year are as under:-

FINANCIAL SUMMARY (STANDALONE)

(Amount in Rs. Lakhs)

Particulars	2024-2025	2023-2024
Total Revenue	2364.33	2308.37
Profit / Loss before depreciation and Tax and exceptional items	1616.92	1571.96
Less:- Depreciation	73.14	71.69
Profit/Loss before Tax and exceptional items	1543.78	1500.27
Profit/Loss before Tax	1513.76	1496.13
Less-Current year tax	390.62	402.03
Deferred Tax	(22.75)	91.26
Earlier year tax	67.80	00.00
Profit/ Loss for the year	1078.09	1002.84

FINANCIAL SUMMARY (CONSOLIDATED)

(Amount in Rs. Lakhs)

Particulars	2024-2025
Total Revenue	2364.33
Profit / Loss before depreciation and Tax and exceptional items	1616.92
Less:- Depreciation	73.14
Profit/Loss before Tax and exceptional items	1543.78
Profit/Loss before Tax	1513.76
Less-Current year tax	390.62
Deferred Tax	(22.75)
Earlier year tax	67.80
Profit/ Loss for the year	1078.09



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INDUSTRY SCENARIO AND STATE OF COMPANY'S AFFAIRS

The Performance of your Company during F.Y 2024-2025 is given above.

The Company has closed its books of account with a PROFIT of Rs. **1078.09 Lakhs** for the financial year ended 31.03.2025 as compared to the profit of Rs. of **Rs. 1002.84 Lakhs** for the financial year ended 31.03.2024.

CHANGE IN THE NATURE OF BUSINESS

The Company has diversified into the MRO (Maintenance, Repair, and Overhaul) segment of aviation w.e.f., 24th March 2025, leveraging its existing capabilities to enhance operational growth and profitability.

CHANGE IN THE REGISTERED OFFICE OF THE COMPANY

There was no change in the registered office of the company during the financial year 2024-2025.

DIVIDEND

As the Company has not made adequate profits during the year, the Directors of your Company do not recommend any dividend for the financial year ended March 31, 2025.

UNPAID DIVDEND & IEPF

The Company has not transferred any amount to the Investor Education & Protection Fund (IEPF) and no amount is lying in Unpaid Dividend A/c of the Company.

CAPITAL STRUCTURE

During the year under consideration, the Company has not changed its capital structure and the authorized and paid-up share capital as on 31st March 2025 stands as follow:

The Authorized Share Capital of the Company is Rs. 12,00,00,000 (Rupees Twelve Crore Only) divided into 1,20,00,000 (One crore twenty lakh only) Equity Shares of Rs. 10/- each.

During the F.Y. 2024-2025, the Paid-up Share capital of the Company stands as Rs. 7,66,43,280 (Rupees Seven Crores Sixty-Six Lakhs Forty-Three Thousand Two Hundred and Eighty Only) divided into 76,64,328 (Seventy-Six Lakh Sixty-Four Thousand Three Hundred Twenty-Eight Only) Equity Shares of Rs. 10/- each.

HOLDING/SUBSIDIARY/ASSOCIATE COMPANIES

The details of holding/subsidiary company of the Company are given below:

S.N.	Name	Address	Number of Shares of Rs. 10 each	% of holding
1	Ambitions Flying Club Private Limited	MS-10 NH-91, Aligarh Airstrip, Dhanipur , Post Panethi, Aligarh, Aligarh, Uttar Pradesh, India, 202001	522300	42.12%



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AMOUNT TRANSFERED TO RESERVES

Your directors do not propose to carry any reserve during the financial year ended March 31, 2025.

DIRECTORS

Your Company's Board comprises of the following directors: -

Directors/KMP/Signatory Details				
DIN/PAN	Name	Designation	Begin date	End date
02275347	RUPAL SANJAY MANDAVIA	Managing Director	02/12/2021	-
03382684	SIVASUBRAMANIAN NATRAJHEN	Independent Director	17/05/2024	-
08776330	MANITA RANI	Independent Director	07/06/2024	-
10505115	MITUL NATVARLAL MANDAVIA	Director	13/02/2024	-
08768887	KRIPA BHARGAV MANDAVIA	Director	03/10/2023	-
AAGPM4663B	RUPAL SANJAY MANDAVIA	CFO	04/03/2024	-
BUDPA8996H	PARUL AGARWAL	CS	01/05/2025	-

Mr. Sivasubramanian Natrajhen (Independent Director) and Ms. Manita Rani (Independent Director) was appointed during the year under review dated 17/05/2024 and 07/06/2024. Further Sandeep Kumar (Company Secretary) has resigned w.e.f, 09/06/2024 and Mr. Robbin (Company Secretary) then appointed w.e.f, 10/06/2024 who also resigned after the end of financial year 2024-25 w.e.f., April 30, 2025 and Ms. Parul Agarwal was appointed new Company Secretary w.e.f, 01/05/2025.

STATEMENT ON DECLARATION FROM INDEPENDENT DIRECTORS:

The Company has received necessary declarations from all Independent Directors of the Company in accordance with the provisions of Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors of the Company met "12" times during the year under review on 22-04-2024, 13.05.2024, 22.05.2024, 26.05.2024, 30.05.2024, 10.06.2024, 05.09.2024, 03.10.2024, 24.10.2024, 04.11.2024, 04.12.2024, and 01.03.2025 in respect of which proper notices were given and the proceedings were properly recorded, signed and maintained in the minute's book kept by the Company for the purpose. The intervening period between the Board Meetings were well within the maximum time between the two meetings prescribed under section 173 of the Companies Act, 2013 and special Measures under companies act in view of Covid outbreak.

The annual calendar of meetings is broadly determined at the beginning of each year. The details of the meetings held during the year are as under:



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S. No.	Name of the Directors	Category	No. of meetings held	No. of meetings attended	Last AGM attendance
1.	RUPAL SANJAY MANDAVIA	Director	12	12	Present
2.	SIVASUBRAMANIAN NATRAJHEN	Independent Director	12	8	Present
3	MANITA RANI	Independent Director	12	7	Present
4.	MITUL NATVARLAL MANDAVIA	Director	12	12	Present
5.	KRIPA BHARGAV MANDAVIA	Director	12	12	Present

COMMITTEES OF THE BOARD OF DIRECTORS OF THE COMPANY

There are following committee constituted in the company.

COMPOSITION OF THE AUDIT COMMITTEE AND ATTENDANCE OF MEMBERS FOR

FY2025: During FY2025, the Audit Committee met 3 (Three) times: 05th September 2024, 03rd October 2024, and 01st March 2025.

Sr. No.	Name	Designation	No. of meetings attended
1	Mr. Sivasubramanian Natrajhen	Chairman	3/3
2	Ms. Manita Rani	MEMBER	3/3
3	Ms. Rupal Sanjay Mandavia	MEMBER	3/3

COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE AND

ATTENDANCE OF ITS MEMBERS FOR FY2025: During FY2025, the Committee met one time i.e., 05th September 2024.

Sr. No.	Name	Designation	No. of meetings attended
1	Mr. Sivasubramanian Natrajhen	Chairman	1/1
2	Ms. Manita Rani	MEMBER	1/1



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3	Ms. Kripa Bhargav Mandavia	MEMBER	1/1
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COMPOSITION OF STAKEHOLDERS' RELATIONSHIP COMMITTEE AND ATTENDANCE RECORD OF MEMBERS FOR FY2025: During FY2025, the Committee met one time i.e., 05th September 2024.

Sr. No.	Name	Designation	No. of meetings attended
1	Mr. Sivasubramanian Natrajhen	Chairman	1/1
2	Ms. Manita Rani	MEMBER	1/1
3	Ms. Rupal Sanjay Mandavia	MEMBER	1/1

COMPOSITION OF CSR COMMITTEE AND ATTENDANCE FOR FY 2025: During FY2025, the Committee met one time i.e., 01st March, 2025.

Sr. No.	Name	Designation	No. of meetings attended
1	Ms Manita Rani	Chairperson	1/1
2	Ms Rupal Sanjay Mandavia	MEMBER	1/1
3	Kripa Bhargav Mandavia	MEMBER	1/1

REMUNERATION / COMMISSION DRAWN FROM HOLDING / SUBSIDIARY COMPANY:

None of the Directors of the Company have drawn any remuneration / commission from the Company's holding Company / subsidiary Companies.

PERFORMANCE EVALUATION OF DIRECTORS, COMMITTEES AND BOARD:

Pursuant to the provisions of the Act, the Board has carried out an annual evaluation of its own performance, performance of the Directors individually and the Committees of the Board.

MEETINGS OF THE MEMBERS

The Last i.e. the 13th Annual General Meeting of the Company for the financial year 2023-2024 was held on 30/09/2024 at the Registered Office of the Company.



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Particulars of the Extra-Ordinary General Meeting of the Company held during the year

There were 4 (Four) Extra Ordinary General Meeting held during the year under consideration dated 17-05-2024, 07-06-2024, 05-10-2024 and 24.02.2025.

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

During the year under review, there are no particulars of loans, guarantees or investments made under section 186 of the Companies Act, 2013 except as disclosed in financial statement of the company.

MATERIAL CHANGES AND COMMITMENTS 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 have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

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

No significant and material orders were passed by the regulators or courts or tribunals which affect the going concern status and future operation of the Company.

PARTICULARS OF CONTRACTS OR ARRANGMENTS MADE WITH THE RELATED PARTIES

During the year under review, all related party transactions entered into are in ordinary course of business and at arm's length basis only, in compliance with the applicable provisions of the Companies Act, 2013. The details of the transactions consummated during the year are reviewed and approved by the Audit Committee & Board of Directors.

Further, during the year under review, the Company has entered into material related party transactions in compliance with Section 188 of the Companies Act, 2013.

The details of related party transactions as required under provisions of section 134(3) of the Companies Act 2013 are provided in Form AOC-2, which is annexed to this Directors' Report as 'Annexure I'.

DISCLOSURE OF REMUNERATION OF EMPLOYEES COVERED UNDER RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

None of the employee of your Company, who was employed throughout the financial year, was in receipt of remuneration in aggregate of Rupees One Crore and Two Lakhs or more or if employed for the part of the financial year was in receipt of remuneration of Rupees Eight Lakh & Fifty Thousand or more per month.

DEPOSITS

The Company has not accepted any deposits under the applicable provisions of the Companies Act, 2013 and the rules framed there under.



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AUDITORS

The Company in its 13th Annual General Meeting (AGM) held on 30/09/2024 appointed M/s. Shah Kailash & Associates, Chartered Accountants, (FRN No.- 109647W) as Statutory Auditors of the Company pursuant to Section 139 of the Companies Act, 2013 and the rules framed there under, for a term of 5 consecutive years commencing from the conclusion of the this Annual General Meeting held on 30/09/2024 until the conclusion of 18th Annual General Meeting of the Company to be held in the Financial year 2029-2030.

AUDITORS' REPORT

There is no qualification, reservation or adverse remarks or disclaimer made by the auditors in their report.

FRAUD'S REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT U/S 143(12)

There were no frauds reported by the auditors under section 143(12) of Companies Act, 2013 during their course of audit for the financial year 2024-2025.

COST AUDITOR

The Company does not fall within the purview of section 148 of the Companies Act, 2013 and hence, it is not required to appoint a cost auditor for the financial year 2024-2025.

DISCLOSURES AS MAINTENANCE OF COST RECORDS UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

The Company does not fall under the preview of section 148 of the Companies Act, 2013, and hence it is not required to maintain any cost records and accordingly such accounts and records are not made and maintained by the company.

INTERNAL AUDITOR

The Company is not required to appoint Internal Auditor as it does not fall within purview of section 138(1) of Companies Act, 2013 and Rule 13 of Companies (Accounts) Rules, 2014 and it is not applicable to your Company.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

There was no complaint received by Internal Complaints Committee (ICC) during the year 2024-25 pursuant to the legislation 'Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act 2013'.

PREVENTION OF SEXUAL HARASSMENT)

The Company is committed to a safe, inclusive workplace where everyone feels respected and empowered. In line with the PoSH Act, it has adopted an anti-sexual harassment policy and constituted an Internal Committee. No complaints, including those related to sexual harassment, were received during the year under review.



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MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

The Company confirms that it has followed the Maternity Benefit Act, 1961. All eligible women employees received the required benefits, including paid leave, continued salary and service, and post-maternity support like nursing breaks and flexible work options.

DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the financial year under review, there were NO application/s made or proceeding were pending in the name of the company under the Insolvency and Bankruptcy Code, 2016.

DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the Financial year under review, there were NO one time settlement of Loans taken from Banks and Financial institutions.

SECRETARIAL STANDARDS

Your Company has complied with Secretarial Standard-1 (Board Meeting) and Secretarial Standards-2 (General Meetings) (together referred to as the Secretarial Standards) w.e.f. **1st October, 2017** as approved by the Central Government and issued by the Institute of Company Secretaries of India (ICSI) under the provisions of Section 118(10) of the Companies Act, 2013.

INTERNAL CONTROL SYSTEMS

The Company's internal control systems are adequate and commensurate with the nature and size of the Company and it ensures:

- Timely and accurate financial reporting in accordance with applicable accounting standards.
- Optimum utilization, efficient monitoring, timely maintenance and safety of its assets.
- Compliance with applicable laws, regulations and management policies.

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

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

As the business and activities of the Company does not involve any manufacturing activity right now, the information required to be provided under the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of Conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the Company during the financial year under review.

FOREIGN EXCHANGE EARNINGS AND OUTGO

<u>Earnings:</u>	00.00
<u>Outgo:</u>	1,41,192.76 USD



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a) **Conservation of Energy:**

As there are no ongoing operations in your Company. Hence there is no need to conserve energy.

b) **Technology Absorption:**

Efforts made for technology absorption	N.A.
Benefits derived	N.A.
Expenditure on Research & Development, if any	N.A.
Details of technology imported, if any	N.A.
Year of import	N.A.
Whether imported technology fully absorbed	N.A.
Areas where absorption of imported technology has not taken place, if any	N.A.

LIQUIDITY

Your Company maintains sufficient cash to meet our strategic objectives. We clearly understand that the liquidity in the Balance Sheet is to ensure balance between earning adequate returns and the need to cover financial and business risks. Liquidity also enables your Company to position itself for quick responses to market dynamics.

VIGIL MECHANISM

The provisions regarding vigil mechanism as provided in Section 177(9) of the Companies Act, 2013 read with rules framed thereunder are not applicable on the Company.

CORPORATE SOCIAL RESPONSIBILITY

As per the provisions of Section 135 of the Companies Act, 2013, read with rules framed there under, every company including its holding or subsidiary and a foreign company, which fulfills the criteria specified in sub-section (1) of section 135 of the Act shall comply with the provisions of Section 135 of the Act and its rules.

The company has made Contribution of CSR Rs. 11,00,000/- (Rupees Eleven Lakhs Only) during the financial year 2024-25.

STATEMENT SHOWING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

During the year, the risk assessment parameters were reviewed. In the opinion of the Board, since there are no business activities. Hence, there are no major elements of risk which has the potential of threatening the existence of the Company.

During the year under review, the company have not developed and implemented risk management policy.

WEBSITE LINK OF ANNUAL RETURN:



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In accordance with Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, Interested parties can access the copy of Annual Returns from Download section of the website of the company.

DATA PRIVACY, DATA PROTECTION, AND CYBERSECURITY

The Company is committed to upholding the highest standards of data privacy and protection. In light of the increasing reliance on digital infrastructure, the Company has implemented comprehensive cybersecurity and data protection policies, aligned with industry best practices and the evolving regulatory framework, including provisions under the Information Technology Act, 2000, and applicable data protection regulations.

Key initiatives undertaken during the year include:

- Deployment of end-to-end encryption and multi-layered security protocols for data storage and transfer.
- Regular third-party cybersecurity audits and vulnerability assessments.
- Employee training programs on data protection and cybersecurity awareness.
- Strict access control mechanisms and implementation of role-based permissions.
- Data breach response protocols in accordance with the CERT-In guidelines.

The Company continues to invest in digital infrastructure to ensure robust protection of stakeholder information and business continuity.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of Section 134(5) of the Companies Act, 2013, it is hereby confirmed:

- a) That in the preparation of the annual accounts for the period ended 31.03.2025, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and the loss of the Company for the period ended 31.03.2025;
- c) That the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) That the Directors had prepared the annual accounts on a going concern basis and
- e) That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



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AUDIT TRAIL APPLICABILITY (AUDIT AND AUDITORS) RULES 2014 - RULE 11 OF THE COMPANIES ACT 2013.

The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES 2014 - RULE 9 OF THE COMPANIES ACT 2013.

In accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the company to designate a responsible individual for ensuring compliance with statutory obligations.

The company has proposed and appointed a Designated person in a Board meeting and the same has been reported in Annual Return of the company.

OBTAINING ISIN COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) SECOND AMENDMENT RULES, 2023 OF THE COMPANIES ACT 2013.

Recent amendments under the Companies (Prospectus and Allotment of Securities) Second Amendment Rules, 2023, stipulate that companies except non-small companies must obtain an International Securities Identification Number (ISIN) for their securities to facilitate smoother trading and enhance marketability. The Companies ISIN for equity share is INE0SQZ01015.

DISCLOSURE UNDER SECTION 43(a)(ii) OF THE COMPANIES ACT, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 54(1)(d) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 62(1)(b) OF THE COMPANIES ACT, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013:



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During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014 is furnished.

ACKNOWLEDGEMENT

Your Board takes this opportunity to place on record their appreciation for the dedication and commitment of employees shown at all levels. Your Board also wishes to place on record its appreciation for the services rendered by its auditor, consultants business partners, Bankers, Service Providers as well as regulatory and government authorities for extending support and placing their faith and trust on the Board.

For and on behalf of the Board of Directors

FLYWINGS SIMULATOR TRAINING CENTRE LIMITED

RUPAL SANJAY MANDAVIA
DIN: 02275347
Managing Director
DATE: 28.07.2025
PLACE: Gurgaon

MITUL NATVARLAL MANDAVIA
DIN: 10505115
Director





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Form AOC- 1

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

Statement containing salient features of the financial statement of subsidiaries or associate companies or Joint ventures

Part A Subsidiaries/Associates

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

1. Name of the subsidiary/Associates: Ambitions Flying Club Private Limited
2. The date since when subsidiary/Associates was acquired: 31.03.2025
3. Reporting period for the subsidiary/Associates concerned, if different from the holding company's reporting period.: NA
4. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.: NA
5. Share capital: Rs. 124.00 Lakhs
6. Reserves and surplus: Rs. (141.96) Lakhs
7. Total assets: Rs. 1330.83 Lakhs
8. Total Liabilities: Rs. 1330.83 Lakhs
9. Investments: NA
10. Turnover: Rs. 1027.50 Lakhs
11. Profit before taxation: Rs. 961.96 Lakhs
12. Provision for taxation: NA
13. Profit after taxation: Rs. 44.70 Lakhs
14. Proposed Dividend: NA
15. Extent of shareholding (in percentage): 42.12%



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

1. Names of subsidiaries/associates which are yet to commence operations: NA
2. Names of subsidiaries/ Associates which have been liquidated or sold during the year.: NA



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ANNEXURE - II

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
(a)	Name (s) of the related party & nature of relationship	NA
(b)	Nature of contracts/arrangements/transaction	NA
(c)	Duration of the contracts/arrangements/transaction	NA
(d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions.	NA
(f)	Date of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	NA

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL No.	Particulars	Details
(a)	Name(s) of the related party and nature of relationship:	As per Note 26 of the Notes to the Audited Financial Statements for the year ended March 31, 2025.

