

Sopan Lifestyle



34th Annual Report 2024 - 2025



PUROHIT CONSTRUCTION LIMITED

CIN No. L45200GJ1991PLC015878

Regd. Office: 401, PUROHIT House, Opp. S.P Stadium,
Navrangpura, Ahmedabad 380 009.

Ph.: (079) 26426486 • E-mail : cs@purohitconstruction.com

Purohit Construction Ltd.

CIN : L45200GJ1991PLC015878

Sopan Elegance



Sopan Elevation



Sopan Heights



Sopan Lifestyle



Sopan Palladium



Devarsh Sopan



Projects by Purohit Construction Limited



Projects by Purohit Construction Limited

CORPORATE INFORMATION

BOARD OF DIRECTORS

Shri Narendra Purohit	Chairman & Managing Director
Shri Saumil Purohit	Jt. Managing Director & CFO
Shri Daarrpan Shah	Independent Director
Shri Karan Shah	Independent Director
Smt. Fatima Iyer	Independent Director (Ceased w.e.f. 01.04.2025)
Ms. Dhvani Solanki	Independent Director (Appointed w.e.f. 26.06.2025)

COMPANY SECRETARY & COMPLIANCE OFFICER

Shri Nishitkumar Sandhani

BANKERS

Kotak Bank Limited

STATUTORY AUDITORS

M/s. Naresh J. Patel & Co.
Chartered Accountants

SECRETARIAL AUDITOR

M/s. Parikh Dave & Associates
Company Secretaries

INTERNAL AUDITOR

M/s. Paresh Rupabhinda & Associates
Chartered Accountants

REGISTERED OFFICE

401, Purohit House,
Opp. Sardar Patel Stadium, Navrangpura,
Ahmedabad - 380 009, Gujarat.
Tel. (079) 66620104
Email Id. - cs@purohitconstruction.com
Website - www.purohitconstruction.com
CIN: L45200GJ1991PLC015878

REGISTRAR AND SHARE TRANSFER AGENTS

Bigshare Services Pvt. Ltd.
A/802, Samudra Complex,
Near Girish Cold Drink,
Off C. G. Road,
Ahmedabad - 380009, Gujarat.

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34th Annual General Meeting

Date : 24th September, 2025
Day : Wednesday
Time : 11:30 a.m.
The meeting will be convened through Video Conferencing or other audio-visual means.

NOTICE

NOTICE is hereby given that the 34th Annual General Meeting of **PUROHIT CONSTRUCTION LIMITED** will be held on Wednesday, September, 24, 2025 at 11:30 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business and the venue of the meeting shall be deemed to be the registered office of the Company:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the financial statements of the Company including Audited Balance Sheet as at 31st March, 2025 and Statement of Profit and Loss and Cash Flow statement for the year ended on that date together with the Directors' Report and the Auditors' Report thereon.
2. To appoint a director in place of Shri. Saumil Narendrabhai Purohit (DIN: 01861110), who retires by rotation and being eligible offers himself for re- appointment as a Director.
3. **To appoint Statutory Auditors and fix their remuneration.**

RESOLVED THAT pursuant to the provisions of the section 139(8) of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or reenactment thereof for the time being in force), appointment of M/s. B N P S and Associates LLP, Chartered Accountants (Firm Registration Number : 008127S/S200013), Ahmedabad, who were appointed by the Board of directors as the Statutory Auditors of the Company w.e.f. 14th August, 2025 till the conclusion of this Annual General Meeting of the Company, to fill the casual vacancy caused by the resignation of M/s. Naresh J Patel & Co., Chartered Accountants (Firm Registration No. 123227W), Ahmedabad the Statutory auditors of the Company be and is hereby approved at such remuneration as may be decided by Managing Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013, and the Companies (Audit & Auditors) Rules 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation made by the Audit Committee of the Board, M/s. B N P S and Associates LLP, Chartered Accountants (Firm Registration Number : 008127S/S200013), Ahmedabad, be and are hereby appointed as the Statutory Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this Annual General Meeting (AGM) to the conclusion of the AGM to be held for the financial year ending on 31st March, 2030 at such remuneration and out of pocket expenses, as may be decided by Managing Director of the Company.

SPECIAL BUSINESSES:

4. **To consider and if thought fit, to pass with or without modification(s), the following resolution as an ORDINARY RESOLUTION.**

RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions, if any, 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), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company approval of members of the Company be and is hereby granted for reappointment of Shri Saumil Purohit (DIN: 01861110) as a Joint Managing Director (Key Managerial Personnel) for a period of three years with effect from 1st January, 2026 liable to retire by rotation without any remuneration on the terms and conditions as set out in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) or the Chief Executive Officer or the Chief Financial Officer or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to issue and deliver certified copy of the above resolution to any person as they may deem fit.

5. Appointment of Ms. Dhvani Jaspalsinh Solanki (DIN: 10299290) as an Independent Director of the company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**.

RESOLVED THAT Ms. Dhvani Jaspalsinh Solanki (DIN: 10299290), who was appointed as an Additional Director of the Company with effect from June 26, 2025, by the Board of Directors, based on recommendation of the Nomination and Remuneration Committee, and who holds office upto the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act, 2013 ('the Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, who is eligible for appointment and consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a Member proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17, 25 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, the appointment of Ms. Dhvani Jaspalsinh Solanki, who had submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years, i.e., from June 26, 2025, to June 25, 2030 (both days inclusive), be and is hereby approved.

6. Approval of Related Party Transactions.

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

RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended till date, read with Section 188 of the Companies Act, 2013 ('the Act'), the rules made thereunder (including any other applicable provision(s) or statutory modification(s) or re-enactment thereof for the time being in force) and company's 'Policy on Related Party Transactions' and as per the recommendation / approval of the Audit Committee and the Board of Directors of the Company and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, approval of the Members be and is hereby accorded to the Company for entering into and/or continuing with transactions / contracts / arrangements / agreements with the Related Party as mentioned in the explanatory statement for a period of three years commencing from financial year 2025-26 to financial year 2027-28 which are in ordinary course of business and on arm's length basis provided that the aggregate amount/value of such arrangements/transactions/contracts that may be entered into by the Company with the Related Party for the amount remaining outstanding at any one point in time shall not exceed the limits during any one financial year as enumerated in the explanatory statement.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps, as the Board may in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and

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intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

Date : 14.08.2025
Place : Ahmedabad

BY ORDER OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED

REGISTERED OFFICE:
401, Purohit House,
Opp. Sardar Patel Stadium,
Navrangpura, Ahmedabad-380009.

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

Notes:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 20/2020 dated 5th May 2020 and 9/2024 dated 19th September, 2024, and other circulars issued in this respect ("MCA Circulars") has allowed, inter alia, conduct of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility on or before 30th September, 2025 in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI Circulars HO/CFD/ CFD-PoD-2/ P/CIR/2023/167 dated 7th October, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (LODR) Regulations, 2015 ("Listing Regulations"). Accordingly, in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (LODR) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM, without the physical presence of the members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company. The facility of casting votes by a member using remote e-voting system as well as venue e-voting on the date of the AGM will be provided by NSDL.
2. In compliance with the MCA Circulars and SEBI Circulars Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. The Annual Report for the financial year 2024-25 together with the Notice of convening this AGM is available on the website of the Company at www.purohitconstruction.com; Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

Members who have not registered their email address are requested to get their email address registered with their DP in case the shares are held in electronic mode and with Company's Registrar and Share Transfer Agent in case shares are held in Physical Form. This may be treated as an advance opportunity in terms of proviso to Rule 18(3)(i) of the Companies (Management and Administration) Rules, 2014.
3. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG Format) of its Board or governing body Resolution / Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through its registered email address to evoting@parikhdave.com with a copy marked to helpdesk.evoting@cdslindia.com. Members are requested to intimate changes, if any, pertaining to their Name, Postal Address, Email Address, Telephone / Mobile Numbers, Permanent Account Number (PAN), Mandates, Nominations, Power of Attorney, Bank details such as Name of the Bank and Branch details, Bank Account Number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Share Transfer Agent of the Company in case the shares are held by them in physical form.
5. As the AGM is to be convened through VC/OAVM the requirement of attaching the route map for the venue of meeting does not arise.
6. Statement pursuant to provisions of Section 102 of the Companies Act, 2013 and SEBI Listing Regulations, in respect of special business in the annual general meeting is annexed herewith and forms integral part of the Notice.
7. SEBI Master circular no. SEBI/HO/MIRSD/POD-1/P/ CIR/2023/ 70 dated 17th May, 2023 and other circulars issued on time to time, provides simplified norms for processing investor's service request, the shareholders holding shares in Physical mode are mandatorily require to record their PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination with the Company/Registrar & Share Transfer Agent (RTA) of the Company. Shareholders are also requested to make sure that their PAN is successfully linked with Aadhaar Card. Original cancelled cheque leaf bearing the name of the first holder failing which first

security holder is required to submit copy of bank passbook / statement attested by the bank which is mandatory for registering the new bank details at the earliest to Share Transfer Agent.

Shareholders (holding securities in physical form), whose folio(s) are not updated with the KYC details (any of the details viz., PAN, Contact Details, Mobile Number and Bank Account Details and signature, if any) shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only upon furnishing of above-mentioned details. The payment shall be made through electronic mode only with effect from April 01, 2024.

The relevant formats for Change/ Updation of KYC Details like, Mobile Number, Email ID, Bank Details, Signature and Registration of Nomination or Opting Out of Nomination are in Form ISR-1, ISR-2, ISR-3, SH-13, SH-14. All these form and SEBI circulars are available on Company website as well as the website of Share Transfer Agent. Nomination facility is available for the Members as per Section 72 of the Act. Members of the Company have an option to nominate any person as their nominee to whom their shares shall vest in the unfortunate event of their death. It is advisable to avail this facility, especially by the Members who currently hold shares in their single name. Nomination can avoid the process of acquiring any right in shares through transmission of shares by law. In case of nomination for the shares held by the joint holders, such nomination will be effective only on death of all the holders. In case the shares are held in dematerialised form, the nomination form needs to be forwarded to Depository Participant (DP).

8. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL on all resolution set forth in this Notice.
9. SEBI vide circular nos. SEBI/HO/OIAE/OIAE_IAD- 1/P/CIR/2023/131 dated July 31, 2023 and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 and December 20, 2023 read with master circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated August 11, 2023, had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ('ODR') through a common ODR portal. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievance with the Company/its Registrar and Share Transfer Agent directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through our website. Members can access the SEBI Circulars on the website of SEBI at <https://www.sebi.gov.in/> and the same are also available on the website of the Company at <https://www.purohitconstruction.com/>
10. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
11. In light of the above MCA Circulars, the shareholders who have not submitted their email addresses and in consequence to whom the Notice of AGM along with Annual Report could not be serviced, may temporarily get their e-mail addresses registered with the Company's Registrar and Share Transfer Agent or with the Company by sending an e-mail at cs@purohitconstruction.com. Post successful registration of the e-mail address, the shareholder would get soft copy of Notice of AGM along with Annual Report with user-id and the password to enable e-voting for AGM. In case of any queries, shareholder may write to the Company at cs@purohitconstruction.com to Registrar and Transfer Agent. Only those Shareholders whose name is recorded in the Register of Members or

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in the Register of Beneficial Owners maintained by the Depositories as on cut-off date shall be entitled to avail the facility of remote e-voting or voting at the Annual General Meeting.

12. 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 Companies Act, 2013.
13. Members who would like to express their views or ask questions during the AGM may register themselves at cs@purohitconstructions.com. The Speaker Registration will be open till Wednesday September 17, 2025. Only those Members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
14. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 17, 2025 through email on cs@purohitconstruction.com. The same will be replied by the Company suitably. All the documents, if any, referred to in this notice are available for inspection of the members at the Registered Office of the Company on any working day except Saturday, between 10:00 a.m. to 1:00 p.m. up to the conclusion of this meeting.
15. Brief Profile of Directors seeking appointment / re-appointment at the Annual General Meeting pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the ICSI, are given below:

Name of Director	Saumil Narendrabhai Purohit	Ms. Dhvani Jaspalsinh Solanki
DIN	01861110	10299290
Date of Birth	21/09/1983	18/03/1982
Date of Appointment	01/01/2010	26/06/2025
Qualification, Experience and Expertise	Commerce Graduate Finance and Strategic business planning.	Qualified Company Secretary more than 10 years' experience working in Private and Public listed company
Terms and conditions of appointment / re-appointment	Liable to retire by rotation As per Explanatory Statement annexed to this notice	As per Explanatory Statement annexed to this notice
Shareholding in the Company as on 31st March, 2025	4,45,910 (10.12%)	Nil
Disclosure of relationship between Directors inter-se	Son of Narendra Purohit, Managing Director	None of the existing Directors are related to Ms. Dhvani Jaspalsinh Solanki
Promoter / Non-Promoter	Promoter	Non-Promoter
No. of Board meetings attended in the F.Y.: 2024-25	4/4	N.A.
*Details of Directorship held in other Companies as on 31/03/2025	NIL	2
#Details of Membership / Chairmanship of Committee as on 31/03/2025	NIL	2
Listed entities from which the person has resigned in the past 3 years	NIL	1

*Excludes the Private Limited Companies, Foreign Companies and Companies regd. under Section 8 of the Companies Act, 2013.

#Under this column, membership / Chairmanship of Audit Committee and Stakeholders Relationship Committee only is considered.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Sunday, September 21, 2025 at 10:00 a.m. (IST) and ends on Tuesday, September 23, 2025 at 5:00 p.m. (IST). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Wednesday, September 17, 2025 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of the aforesaid period.

As per the SEBI circular dated 9th December, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various e-voting service providers (ESP) portals directly from their demat accounts.

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: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

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 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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. Your password details 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.co.in** mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - 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.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

- 1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles and General Meeting is in active status.
- 2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
- 3. Select "EVEN" of company for which you wish to cast your vote.
- 4. Now you are ready for e-Voting as the Voting page opens.
- 5. 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.
- 6. Upon confirmation, the message "Vote cast successfully" will be displayed.
- 7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders / Corporate 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 **evoting@parikhdave.com** with a copy marked to **evoting@nsdl.co.in**. Institutional / Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ 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 toll free no.: 022 4886 7000 and 022 2499 7000 or send a request at **evoting@nsdl.co.in**

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 **cs@purohitconstruction.com**
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 **cs@purohitconstruction.com**
3. Alternatively, shareholders 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 no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on 'e-voting facility provided by Listed Companies' read with SEBI Master Circular No. SEBI/HO/CFD/ PoD2/CIR/P/2023/120 dated July 11, 2023, 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 AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members / shareholders, who will be present in the 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will

be available in shareholder/members 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. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.

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 **cs@purohitconstruction.com** The same will be replied by the company suitably.
6. Any person who acquire shares and become Member of the Company after the date of dispatch of this Notice and holding shares as on the cut-off date, may obtain the login ID and password by following the instructions as mentioned in the Notice or sending a request at evoting@nsdl.com.
7. The Board of Directors appointed Shri Uday Dave failing him Shri Umesh Parikh, Partner of Parikh Dave & Associates, Practicing Company Secretaries, Ahmedabad as the Scrutinizer to scrutinize the remote e-voting process and voting process at AGM in a fair and transparent manner.
8. The Scrutinizer will, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company: www.purohitconstruction.com and on the website of www.evotingindia.com. The result will simultaneously be communicated to the Stock Exchange.
9. Members holding shares in electronic form are requested to intimate immediately the change, if any in their registered address to their Depository Participants with whom they are maintaining their de-mat accounts. Members holding shares in physical form are requested to intimate any such change to the Company or its Share Transfer Agent i.e. Bigshare Services Pvt. Ltd., quoting their folio numbers.
10. Members holding shares in demat form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service [NECS], Electronic Clearing Services [ECS] mandates, nominations, power of attorneys, change in address, change of name, email address, contact numbers, etc. if any to their Depository Participant [DP]. Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agents to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the Company or Bigshare Services Pvt. Ltd., Registrar and Transfer Agents of the Company.
11. Pursuant to SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018-49 dated 30th November, 2018, all shareholders holding equity shares in physical form are informed that requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 1st April, 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, Shareholders are requested to take action to dematerialize the Equity Shares of the Company promptly.
12. Mr. Nishitkumar Sandhani, Company Secretary & Compliance Officer of the Company, shall be responsible for addressing all the grievances in relation to this Annual General Meeting including e-voting. His contact details are - Email: **cs@purohitconstructions.com**.

Other Information:

13. Non-Resident Indian members are requested to inform the Company (if shareholding is in physical mode) / respective DPs (if shareholding is in demat mode), immediately of change in their residential status on return to India for permanent settlement.
14. Members may please note that the Listing Regulations mandate transfer, transmission and transposition of securities of listed companies held in physical form only in demat mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Purva Shareregistry as per the requirement of the aforesaid circular.
15. The aforesaid forms can be downloaded from the Company's website at **www.purohitconstruction.com** and is also available on the website of NSDL at **www.evoting.nsdl.com**.

EXPLANATORY STATEMENT

(PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013)

ITEM NO. 3:

M/s. Naresh J Patel & Co., Chartered Accountants (Firm Reg. No. 123227W), Ahmedabad were appointed as Statutory Auditors of the Company at 31st Annual General Meeting ('AGM') held on 12th August, 2022, until the conclusion of AGM to be held for the financial year ending on 31st March, 2027. The auditors have tendered their resignation with effect from 14th July 2025 due to merger of firm with B N P S and Associates LLP.

To fill this casual vacancy, based on the recommendations of Audit Committee, Board of Directors of the Company at their Meeting held on 14th August, 2025, approved appointment of M/s. B N P S and Associates LLP, Chartered Accountants (Firm Reg. No. 008127S/S200013), Ahmedabad as the Statutory Auditors of the Company till the conclusion of this Annual General Meeting and further for the term of five years from the conclusion of this Annual General Meeting (AGM) until the conclusion of AGM to be held for the financial year ending on 31st March, 2030 at an annual remuneration of Rs. 83000 (Rupees Eighty Three Thousand only) for the financial year ending 31st March, 2026 plus out of pocket expenses and applicable taxes, if any, which is subject to approval of shareholders in Annual General Meeting. The remuneration of the subsequent years of their tenure shall be finalised / determined based on the recommendations of the Audit Committee considering their scope of work and other relevant facts and as will be mutually decided. There is no material change in the fee payable to the incoming auditor from that paid to the outgoing auditor.

Considering wide experience and expertise of M/s. B N P S and Associates LLP, Chartered Accountants their appointment is proposed by the Board. M/s. B N P S and Associates LLP, Chartered Accountants have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act. They have further confirmed that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to Section 139(1) and Section 141(3) of the Act and the provisions of the Companies (Audit and Auditors) Rules, 2014. The firm also holds valid 'Peer Review' certificate as issued by 'ICAI'.

As per the provisions of Companies Act, 2013 read with rules made thereunder a casual vacancy caused due to resignation of Statutory Auditor needs to be approved by the members in a general meeting within three months.

Accordingly, the Board of Directors recommends the resolution set at Item No. 3 of the Notice for the approval of the members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise in the proposed resolution.

ITEM NO. 4:

The term of Shri Saumil Purohit as a Joint Managing Director will expire on 31st December, 2025. Considering his experience, knowledge and skills the Board of Directors at their meeting held on 14.08.2025 upon recommendation of Nomination and Remuneration Committee, has re-appointed him as a Joint Managing Director (Key Managerial Personnel) for further period of three years with effect from 1st January, 2026.

Shri Saumil Purohit is a Commerce Graduate and has been associated with the Company for more than 15 years. He is actively involved in accomplishment of the Company's various projects. He has contributed immensely in the growth of the Company.

Pursuant to the provision of section 196, 197 read with Schedule V of the Companies Act, 2013 the Company shall be required to take approval of members by way of Ordinary resolution for re-appointment of Managing Director (Executive Director).

In the opinion of the Board, Shri Saumil Purohit fulfills the conditions specified in the Companies Act, 2013 and rules made there under for his re-appointment as a Joint Managing Director of the Company.

Your Directors recommend the resolution as embodied in the notice to be passed with or without modifications as a Special Resolution.

Except Shri Narendra M. Purohit, Managing Director and Shri Saumil Purohit, Joint Managing Director along with their relatives, none of the other Director, Key Managerial Personnel of the Company is concerned or interested in the above resolution.

ITEM NO. 5:

Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Ms. Dhvani Jaspalsinh Solanki (DIN: 10299290) as an Additional Director of the Company who shall hold office till the date of the ensuing Annual General Meeting pursuant to the provisions of Section 161 of the Act and rules made thereunder and the Articles of Association of the Company.

Further, her appointment as an Independent Director not liable to retire by rotation, for a term of five years, i.e., from June 26, 2025 to June 25, 2030 (both days inclusive) is also proposed to be approved by Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') Ms. Dhvani Jaspalsinh Solanki shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing notice from a Member, proposing her candidature for the office of Director. The profile and specific areas of expertise of Ms. Dhvani Jaspalsinh Solanki are provided as an Annexure to this Notice.

Ms. Dhvani Jaspalsinh Solanki has given her declaration to the Board, inter alia, that:

- a) She meets the criteria of independence as provided under Section 149(6) of the Act and the rules made thereunder, and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations');
- b) She is not restrained/debarred from acting as a Director by virtue of any Order passed by SEBI or any such authority; and
- c) She is eligible to be appointed as a Director in terms of Section 164 of the Act; and
- d) She is not aware of any circumstance which exists or may be reasonably anticipated that could impair or impact his ability to discharge her duties with an objective independent judgement and without any external influence. She has also given her consent to act as a Director.

In the opinion of the Board, Ms. Dhvani Jaspalsinh Solanki is a person of integrity, possesses relevant expertise/experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and she is independent of the Management.

Given her experience, the Board considers it desirable and in the interest of the Company to have Ms. Dhvani Jaspalsinh Solanki on the Board of the Company and accordingly the Board recommends the appointment of Ms. Dhvani Jaspalsinh Solanki as an Independent Director, as proposed in the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members.

Except for Ms. Dhvani Jaspalsinh Solanki and/or her relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ITEM NO. 6:

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called as "the Listing Regulations"), all Related Party Transactions shall require prior approval of the Audit Committee and all material transactions with related parties shall require approval of the Members of the Company through a resolution.

A transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

The Company envisages that the transaction(s) to be entered into with following related parties whether individually and/or in aggregate would exceed the stipulated threshold of ten percent of the annual consolidated turnover of the Company as per the latest audited financial statements.

Hence, the approval of the Members will be required for the same. It is therefore proposed to obtain the Members' approval for the following arrangements/transactions/ contracts which may be entered into by the Company with its related party from time to time.

Hence, the approval of the Members will be required for the same. It is therefore proposed to obtain the

PUROHIT CONSTRUCTION LIMITED

Members' approval for the following arrangements/transactions/ contracts which may be entered into by the Company with its related party from time to time:

Name of the related party	Type of Transactions	Maximum Amount per annum for each Financial Year
Shri Narendra M Purohit	Rendering services related to development of land and works contracts.	Rs. 200 Lacs

Keeping in view the significance of the proposed transactions, the Audit Committee and Board have approved the aforesaid Related Party Transactions subject to approval of members and noted that these transactions shall be in the Ordinary Course of Business and at arm's length basis.

Members may note that as per the provisions of the Listing Regulations, no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

Details of the Material Related Party Transactions, as required, under the SEBI Circular No. SEBI/HO/CFD/ CMD1/ CIR/P/2021/662 dated 22nd November, 2021 are as follows:

Sr. No.	Particulars	Details
1)	Name of the Related Party(ies) and Nature of Relationship	Shri Narendra M Purohit – Managing Director of the Company
2)	Nature, duration, tenure, material terms, monetary value and particulars of the contract or arrangement	Duration of contract will be as per contract to contract basis and depending upon the quantum of contract, rest of other details are as mentioned above.
3)	Percentage of the Company's annual consolidated turnover for the immediately preceding financial year that is represented by the value of the proposed transaction	Above turnover.
4)	Justification as to why the RPTs are in the interest of the listed entity	Related parties are in business and providing services since long period and having expertise in respect of the work / contract and services which are to be derived from related party.
5)	A copy of the valuation or other external party report, if any such report has been relied upon;	The transactions do not contemplate any valuation.
6)	Percentage of the counterparty's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	Not Applicable
7)	Name of the Director or KMP who is related, if any	Shri Narendra M Purohit and Shri Saumil Purohit
8)	Any other information that may be relevant	NIL

Apart from the above, none of the other directors and key managerial personnel or their relatives are interested in the resolution as set out in notice.

The Board recommends the resolution set forth in the above item for the approval of the members by way of Ordinary Resolution.

Date : 14/08/2025

Place : Ahmedabad

REGISTERED OFFICE:

401, Purohit House,
Opp. Sardar Patel Stadium,
Navrangpura, Ahmedabad-380009.

**FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED**

NARENDRA PUROHIT
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00755195)

DIRECTORS' REPORT

To,
The Members,
PUROHIT CONSTRUCTION LIMITED

Your directors present 34th Annual Report together with the Audited Financial Statements and Auditors' Report thereon for the year ended on **31st March, 2025**.

1. FINANCIAL RESULTS:

(Rs. In Lakhs)

Particulars	For the year ended 31 st March, 2025	For the year ended 31 st March, 2024
Total Income (incl. Other Income)	12.03	0.05
Financial Expenses	0.00	0.04
Depreciation	0.70	0.70
Profit/ (Loss) Before Taxation	-26.61	-43.98
Exceptional Item	-	-
Less: Provision for Income Tax	-	-
Less: Provision for Deferred Tax	-1.39	2.25
Profit After Taxation	-25.21	-46.24
Other Comprehensive Income	-0.32	0.28
Total Comprehensive Income	-25.53	-46.52

2. OPERATIONS / STATE OF AFFAIRS :

The total income of the Company has been increased from Rs. 0.05 Lakh in previous year to Rs. 12.03 Lakh in current year. Consequently, the Loss before tax of the Company has been decrease from (Rs. 43.98 Lakhs) to (Rs. 26.61 Lakhs) and Loss after Tax from Rs. (46.24) Lakhs to Rs. (25.21) Lakhs in the current financial year.

3. DIVIDEND:

In view of losses, the Board of directors do not recommend any payment of dividend for the financial year under review.

4. AMOUNT TRANSFERRED TO RESERVES:

During the year, Company has not transferred any amount to reserves.

5. DEPOSITS:

The Company has not accepted any deposit within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014, during financial year under review.

The Details of loans accepted by the Company from Directors are as under:

Outstanding at 01/04/2024 Rs.	Accepted During The Year	Repaid During The year	Closing Balance As on 31/03/2025 Rs.
Rs. 6,46,000/-	Rs. 39,21,471/-	Rs. 30,00,000/-	Rs. 15,67,471/-

6. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY FROM THE CONCLUSION OF THE FINANCIAL YEAR TILL THE DATE OF THIS REPORT:

No material changes or commitments, affecting the financial position of the Company have occurred between the end of the financial year of the Company, to which the financial statements relate i.e. 31st March, 2025 and the date of the Board's Report.

7. CHANGE IN THE NATURE OF BUSINESS:

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

8. CHANGES IN SHARE CAPITAL:

During the year under review, there was no change in the Company's issued, subscribed and paid - up equity share capital. As on 31st March, 2025, it stood at Rs. 4,40,56,000/- consisting of 44,05,600 equity shares of Rs. 10/- each.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

9.1 Pursuant to the provisions of Section 152 and other applicable provisions if any, of the Companies Act, 2013, Shri Saumil Narendrabhai Purohit (DIN: 01861110), Managing Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for reappointment. The Board recommends his reappointment.

9.2 After the closure of year during the year under review,

- Shri Saumil Purohit (DIN: 01861110) was re-appointed as Joint Managing Director for a further period of 3 years w.e.f. 1st January, 2026 by the Board.
- Ms. Fatima Iyer, (DIN: :07047815) ceased to be Non-Executive, Independent Directors of the Company w.e.f. 1st April, 2025 due to other pre occupation as Independent Directors.
- Ms. Dhvani Jaspalsinh Solanki, (DIN:10299290) is appointed as an Additional Director (Non-Executive, Independent) on the Board of the Company w.e.f 26th June, 2025 for a period of 5 years, Accordingly, appointment for a period of 5 years have been included in the notice convening the 34th Annual General Meeting of the Company and necessary explanation and details have been mentioned in the explanatory statement to the Notice.

Necessary resolutions have been put in ensuing Annual General Meeting for approval of shareholders. The Board recommends passing of necessary resolutions.

9.3 As on 31.03.2025, following are the Key Managerial Personnel of the Company:

Mr. Narendra Purohit – Chairman and Managing Director

Mr. Saumil Narendrabhai Purohit – Managing Director and CFO

Mr. Nishitkumar Sandhani – Company Secretary & Compliance Officer

9.4 Declaration by Independent Directors

Pursuant to the provisions of Section 134 of Companies Act, 2013 with respect to the declaration given by the Independent Directors of the Company under Section 149(6) of the Companies Act, 2013, the Board hereby confirms that all the Independent Directors have given declarations and further confirms that they meet the criteria of Independence as per the provisions of Section 149 (6) and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they were not aware of any circumstances or situation which exists or may be anticipated that could impair or impact their ability to discharge their duties.

In the opinion of the Board, all the Independent Directors possess requisite qualifications, experience, expertise including Proficiency and hold high standards of integrity for the purpose of Rule 8(5)(iia) of the Companies (Accounts) Rules, 2014.

9.5 Policy on Appointment and Remuneration of Directors, KMP and Senior Management Personnel.

The Policy of the Company on Appointment and remuneration of Directors, Key Managerial Personnel and other employees of the company pursuant to sub – Section (3) of Section 178 is appended as Annexure 1 to this Report. The Policy has been posted on the website of the Company <http://www.purohitconstruction.com/InvestorRelations.aspx>.

9.6 Familiarization Programme for Independent Directors:

The policy and details of familiarization programme imparted to the Independent Directors of the Company are available on the website of the Company at the link: <http://www.purohitconstruction.com/InvestorRelations.aspx>

9.7 Formal Annual Evaluation Process by Board:

Pursuant to the provisions of Companies Act, 2013 and Rules made thereunder, Schedule – IV of the Act and SEBI (LODR) Regulations, 2015, the Company has in place a formal mechanism for evaluating its performance as well as that of its Committees and individual Directors, including the Chairman of the Board. The Board after taking into consideration the criteria of evaluation laid down by the Nomination and Remuneration Committee in its policy such as Board Composition, level of involvement, performance of duties, attendance etc. had evaluated its own performance, the performance of its committees, individual directors and Independent Directors (excluding the Director being evaluated) and that of the Chairman. The performance evaluation of Non-Independent Directors was carried out by the Independent Directors in their separate meeting held.

The Board of Directors was satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

In terms of section 134 (5) of the Companies Act, 2013, in relation to financial statements for the year the Board of Directors state that:

- (a) In the preparation of Annual Accounts for the period ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Loss of the Company for the year ended March 31, 2025.
- (c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The Directors have prepared the annual accounts on a going concern basis.
- (e) The Directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

11. NUMBER OF MEETINGS OF BOARD:

During the year under review, four meetings of the Board of Directors were held on 24th May, 2024, 14th August, 2024, 14th November, 2024, and 12th February, 2025. This intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

Details of Directors' attendance in Board Meetings held during year are set out below:

Name of Director	No. of Board Meeting attended / Total Meetings held
Shri Narendra Purohit	4/4
Shri Saumil Purohit	4/4
Shri Daarrpan Shah	4/4
Shri Karan Shah	4/4
Smt. Fatima Iyer*	4/4

*After the closure of year, Smt. Fatima Iyer ceased to be Non-Executive, Independent Directors of the Company w.e.f. 1st April, 2025.

12. DISCLOSURE UNDER RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Details pertaining to remuneration and other details as required under Section 197 (12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as Annexure 2 to this report.

In terms of provisions of Section 136(1) of the Act, the Annual Report excluding the disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is being sent to the members of the Company. The said information is open for inspection at the registered office of the Company during working hours except on Saturday and Sunday till the date of Annual General Meeting and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

13. CORPORATE GOVERNANCE:

Since the paid-up share capital and net worth of the Company do not exceed Rupees Ten Crore and Rupees Twenty Five Crore respectively as on the last day of previous financial year, the compliance with the Corporate Governance provisions as specified in Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall not apply to the Company. Hence no corporate governance report is disclosed in this Annual Report. However, as a good corporate governance practice, the Company has been complying some of the important compliance in connection with the aforesaid provisions / regulations voluntarily.

14. MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis Report on the operations of the Company as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as Annexure 3.

15. PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTY:

All Transaction entered into with the Related Parties during the financial year under the review were on arm's length basis and were in the ordinary course of business.

The Policy on materiality of related Party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website <http://www.purohitconstruction.com/InvestorRelations.aspx>

The summary of related party transaction is given in AOC-2 is annexed herewith as Annexure 4 which forms part of this report.

16. AUDITORS AND AUDITORS' REPORT:

16.1 STATUTORY AUDITORS:

Pursuant to the provisions of the Section 139 of Companies Act and the Rules made thereunder, at the AGM of the Company held on August 12, 2022 M/s. Naresh J. Patel & Co., Chartered Accountants (Firm Reg. No. 132988W), were appointed as Statutory Auditors of the Company till the conclusion of the AGM to be held for the financial year ending on 31st March, 2027. However, they have tendered their resignation to act as the Statutory auditors of the Company with effect from 15th July, 2025.

In view of casual vacancy, the Company had approached M/s. B N P S and Associates LLP, Chartered Accountant (FRN: 008127S/S200013) for their appointment as Statutory Auditors of the Company. They have consented to act as the Statutory Auditors of the Company and have also given the confirmation to the effect that their appointment, if made by the Company would be within the limits prescribed under Section 139 of the Companies Act, 2013. Accordingly, Board has appointed them as Statutory Auditors of the Company w.e.f. 14 August, 2025 till the conclusion of ensuing Annual General Meeting.

Further, as per provision of Section 139 of the Companies Act, 2013 the statutory auditor shall be appointed by the members for the term of 5 consecutive years.

Accordingly, a resolution seeking members' approval for their appointment as Statutory Auditors of the Company for the period of 5 consecutive years from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held for the financial year 2029-30 is proposed. The Board recommends passing of the proposed resolution.

The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer and they have not reported any incident of fraud pursuant to the provision of Section 143(12) of the Act, accordingly, no such details are required to be reported under Section 134(3) (ca) of the Act

16.2 INTERNAL AUDITORS:

The Board on the recommendation of Audit Committee had appointed M/s. Paresh Rupabhinda & Associates, Chartered Accountants (FRN: 135056W) as an Internal Auditors for the financial year 2025-26.

16.3 SECRETARIAL AUDITORS:

The Board on the recommendation of Audit Committee has appointed M/s. Parikh Dave & Associates, Practicing Company Secretaries as the Secretarial Auditors for the financial year 2025-26.

The report of Secretarial Auditors for the FY 2024- 2025 is annexed as Annexure 5. Their report does not contain any adverse remark or observation.

17. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has a proper and adequate system of internal control in all spheres of its activities to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported diligently.

The Company ensures adherence to all internal control policies and procedures as well as compliances with all regulatory guidelines.

The Audit Committee of the Company periodically reviews the adequacy of internal financial controls.

18. SECRETARIAL STANDARDS:

The Board of Directors of the company confirms to the best of their knowledge and belief that the Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India as amended from time to time and made applicable by the Ministry of Corporate Affairs during the financial year under review.

19. INDUSTRIAL RELATIONS:

The Company has maintained cordial relations with the employees of the Company throughout the year. The Directors wishes to place on record sincere appreciation for the services rendered by the employees of the Company during the year.

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

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

21. RISK MANAGEMENT:

The Company has formulated the Risk Management Policy in order to safeguard the organization from various risks through timely actions and to mitigate the effect of risk bearing impact on the Business.

In the opinion of the Board there has been no identification of element of Risk that may threaten the existence of the Company.

22. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees, Investment made if any, are mentioned in notes to the Financial Statement.

23. ANNUAL RETURN:

Pursuant to Section 134(3)(a) and Section 92(3) of the Act, the Copy of Annual Return of the Company for the financial year ended March 31, 2025 is placed on the Company's website at www.purohitconstruction.com.

24. AUDIT COMMITTEE:

As on 31st March, 2025 the Audit committee consist of following directors as its members:

Name of the Member	Position	Category
Shri Karan Shah	Chairman	Independent Director
Shri Daarrpan Shah	Member	Independent Director
Smt. Fatima Iyer*	Member	Independent Director

During the year under review, four Audit committee meetings were held on (1) 24th May, 2024 (2) 14th August, 2024 (3) 14th November, 2024 (4) 12th February, 2025 which has been attended by all the members.

The recommendations of Audit Committee were duly accepted by the Board of Directors.

25. NOMINATION AND REMUNERATION COMMITTEE:

As on 31st March, 2025 the Nomination and Remuneration committee consist of following directors as its members:

Name of the Member	Position	Category
Shri Karan Shah	Chairman	Independent Director
Shri Karan Shah	Chairman	Independent Director
Shri Daarrpan Shah	Member	Independent Director
Smt. Fatima Iyer*	Member	Independent Director

During the year under review, One Nomination and Remuneration committee meetings were held on 14th August, 2024 which has been attended by all the members.

26. STAKEHOLDER'S RELATIONSHIP COMMITTEE:

As on 31st March, 2025 the Stakeholder's Relationship Committee consist of following directors as its members:

Name of the Member	Position	Category
Shri Karan Shah	Chairman	Independent Director
Shri Daarrpan Shah	Member	Independent Director
Smt. Fatima Iyer*	Member	Independent Director

During the year under review, one stakeholder's relationship committee meetings were held on 24th May, 2024 which has been attended by all the members.

*After the closure of year, Smt. Fatima Iyer ceased to be Non-Executive, Independent Directors of the Company w.e.f. 1st April, 2025.

27. SUBSIDIARIES COMPANIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The Company doesn't have any Subsidiaries, Associates or Joint Venture Companies.

28. SAFETY, HEALTH AND ENVIRONMENT:

- (a) **Safety:** The Company encourages a high level of awareness of safety issues among its employees and strives for continuous improvement. All incidents are analysed in the safety committee meetings and corrective actions are taken immediately. Employees are trained in safe practices to be followed at work place.
- (b) **Health:** Your Company attaches utmost importance to the health of its employees. Periodic checkup of employees is done to monitor their health. Health related issues if any are discussed with visiting Medical Officer.
- (c) **Environment:** Company always strives hard to give importance to environmental issues in normal course of operations. Adherence to Environmental and pollution control Norms as per Gujarat Pollution Control guidelines is of high concern to the Company.

29. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

Pursuant to Section 177 of the Companies Act, 2013 read with the rules made thereunder and the Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a Vigil Mechanism for directors and employees to report genuine concerns about any instance of any irregularity, unethical practice and/or misconduct. The policy is available on the website of the Company <http://www.purohitconstruction.com/InvestorRelations.aspx>

It is affirmed that no personnel of the Company have been denied access to the Audit Committee during the year under review.

30. MAINTENANCE OF COST RECORDS AND COST AUDIT:

The Company is not required to maintain any cost records prescribed under section 148 of the Companies Act, 2013 and rules made thereunder and hence cost audit is also not applicable.

31. DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

Considering gender equality, the Company has zero tolerance for sexual harassment at workplace. The Company has an Anti Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

No complaints were received during the year.

This policy is posted on the website of the <http://www.purohitconstruction.com/InvestorRelations.aspx>

32. COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961.

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensuring a safe, inclusive, and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave. The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

During the year under review, no women employees availed maternity leave. The Company also provides flexible working arrangements and nursing breaks to support employees in balancing work and family responsibilities.

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

The Statement of particulars with respect to Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo pursuant to provisions of 134 of the Companies Act, 2013 is given in Annexure 6 to this Report.

34. CODE OF CONDUCT:

The Company has laid down a Code of Conduct applicable to the Board of Directors and Senior management which is available on Company's website. All Board members and senior management personnel have affirmed compliance with the Code of Conduct.

35. CODE OF FAIR DISCLOSURE:

As required under the new Insider Trading Policy Regulations of SEBI, your directors have framed new Insider Trading Regulations and Code of Internal Procedures and Conducts for Regulating, Monitoring and Reporting of Trading by Insider. For details, please refer to the company's website on following link <http://www.purohitconstruction.com/InvestorRelations.aspx>.

36. ENHANCING SHAREHOLDERS' VALUE:

Your Company believes that its Members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

37. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2013 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

During the year under review, there were no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2013.

38. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONGWITH THE REASONS THEREOF.

During the year under review, there were no difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the banks or financial institutions.

39. INSURANCE:

The Company has taken adequate insurance to cover its assets.

40. LISTING:

Your company's shares are listed with The BSE Limited, Mumbai. (Stock Code: - 538993) and Ahmedabad Stock Exchange Limited (scrip code: - PCL). The Company has already paid Annual Listing fees to BSE Limited.

41. CAUTIONARY STATEMENT:

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

42. ACKNOWLEDGMENTS:

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Customers, Suppliers, vendors and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

**FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED**

Date : 14/08/2025
Place : Ahmedabad

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

Annexure-1

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

In terms of Section 178 of the Companies Act, 2013 read with the applicable rules thereunder and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Nomination and Remuneration Committee recommended the policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management of the Company which was approved and adopted by the Board of Directors of the Company.

Objectives:

- To provide guidance to the Board for appointment and removal of Directors, KMP and Senior Management;
- To formulate criteria for performance evaluation of Directors, KMP and Senior Management and to provide necessary evaluation report to the Board;
- To recommend to the Board remuneration payable to the Directors, KMP and Senior Management.

Role of Nomination and Remuneration Committee:

The Committee shall perform the role for following matters:

Criteria for appointment of Director:

- To determine the age, qualifications, qualities, skills, positive attributes and independence of a director and other expertise required to be a Director.

Nomination of directors:

- Identifying, screening and reviewing candidates qualified to be appointed as Executive Directors, Non-Executive Directors and Independent Directors.
- Recommending to the Board candidature for appointment or re-appointment of Directors;
- The Nomination and Remuneration Committee may act on its own in identifying potential candidates, inside or outside the Company, or may act upon proposals submitted by the Chairman of the Board of Directors. The Committee will review and discuss all documents pertaining to candidates and will conduct evaluation of candidates in accordance with a process that it deem fit and appropriate, passing on the recommendations for the nomination to the Board.

Evaluation of Director:

- The Committee develops, subject to approval by the Board, a process for an annual evaluation of the performance of the Board, the individual directors on the basis of detailed performance parameters set for directors at the beginning of the year.
- The Committee may, from time-to-time, also evaluate the usefulness of such performance parameters, and make necessary amendments.

Consultative role:

- The Nomination and Remuneration Committee plays a consultative role for any appointment requiring Board approval, as stipulated by law or regulation, for senior management positions. It provides its advice and recommendations to the Board.

Senior Management of the Company consist of:

All the officers / personnel of the Company involved in the core management team and all the members excluding the Board of Directors of the management that are one level below CEO / MD / WTD / Manager and includes the Chief financial officer and Company Secretary of the Company.

Evaluation of KMP and Senior Management:

- The committee shall annually review and approve for the KMP and Senior Management the corporate goals and objectives applicable to them, evaluate at least annually their performance in light of those goals and objectives, and determine and approve their (a) annual base salary, (b)

annual incentive bonus, including the specific goals and amount, (c) any other benefits, compensation or arrangements, based on this evaluation.

- The Committee may also make recommendations to the Board with respect to incentive compensation plans. The committee may review the Company's incentive compensation arrangements to determine whether they encourage excessive risk-taking, review and discuss at least annually the relationship between risk management policies and practices and compensation, and evaluate compensation policies and practices that could mitigate any such risk.

Duties of Nomination and Remuneration Committee:

- A. The duties of the Committee in relation to nomination matters include:
- To ensure that appropriate induction and training programme are in place for new Directors and members of Senior Management and to periodically review its effectiveness;
 - To ensure that on appointment, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;
 - To ensure that the Independent Directors continues to fulfill the Independence criteria as specified in the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
 - To determine the appropriate size, diversity and composition of the Board;
 - To identify and recommend names of Directors who are to retire by rotation;
 - To set up a formal and transparent procedure for selecting Directors for appointment to the Board;
 - To evaluate the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;
 - To develop a succession plan for the Board and Senior Management and to regularly review the plan;
 - To recommend necessary changes in the Board;
 - To delegate any of its powers to the members or the Secretary of the Committee;
 - To decide for extension or to continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
 - To consider any other matters as may be requested by the Board.
- B. The duties of the Committee in relation to remuneration matters include:
- To recommend the remuneration payable to the Senior Management of the Company in accordance with the Remuneration Policy of the Company and while designing the remuneration package it must consider that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - To ensure that the remuneration to Directors, KMP and Senior Management of the Company involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals;
 - To delegate any of its powers to the members or the Secretary of the Committee;
 - To consider any other matters as may be requested by the Board.

**FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED**

Date : 14.08.2025
Place : Ahmedabad

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

Annexure - 2

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

- i. Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year ended 31st March, 2025:

(Amt. in Rs.)

No.	Director	Remuneration	Median Remuneration	Ratio
1.	Shri Narendra Purohit	Nil	N/A	N/A
2.	Shri Saumil Purohit	Nil	N/A	N/A

- ii. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

No.	Key Managerial Personnel	% increase
1.	Shri Narendra Purohit	Nil
2.	Shri Saumil Purohit	N/A
3.	Shri Nishit Sandhani - Company Secretary	3.03%

- iii. **Percentage increase in the median remuneration of employees in the financial year:** There is no increase in the median remuneration of employees.
- iv. **The number of permanent employees on the rolls of company:** 6
- v. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:** Not applicable as there is no increase in salaries of employees other than the managerial personnel.
- vi. **The key parameters for any variable component of remuneration availed by the Directors:** The Managing Directors have not availed any variable remuneration components.
- vii. **Affirmation that the remuneration is as per the remuneration policy of the company:** It is affirmed that the remuneration paid is as per the remuneration policy of the company.

**FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED**

Date : 14.08.2025
Place : Ahmedabad

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

ANNEXURE 3

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. INTRODUCTION:

Purohit Construction Limited, established in 1991, is one of Gujarat's leading construction companies, with over three decades of expertise in civil construction and infrastructure development. Leveraging its engineering experience, skilled manpower, and robust project execution capabilities, the Company successfully undertakes projects both independently and through strategic subcontracting partnerships.

B. ECONOMIC OVERVIEW:

The global economy is expected to maintain stable growth in 2025, driven by easing inflationary pressures, improved consumer sentiment, and renewed investor confidence. Developed economies, including the US, have largely recovered from pandemic-era employment challenges, with rising disposable incomes expected to further stimulate growth.

Emerging economies, led by infrastructure and manufacturing investments, are also on a stable growth trajectory. According to the IMF World Economic Outlook (April 2025), global GDP is projected to grow at 2.8% in CY25, with developing economies like India expected to register growth of 6.2%.

(Source - IMF World Economic Outlook, April, 2025)

C. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian real estate sector, the nation's second-largest employment generator, is projected to reach USD 1 trillion by 2030. The sector has demonstrated resilience in 2025, supported by strong demand across residential and commercial segments. Festive season demand and positive consumer sentiment have contributed to a robust recovery, despite macroeconomic headwinds.

D. STRENGTHS & OPPORTUNITIES:

As India awaits policy reforms to pick up speed, your Company firmly believes that the demand for Real Estate in a country like India should remain strong in the medium to long term.

Your Company continues to capitalize on the market opportunities by leveraging its key strengths like Brand Reputation, Transparency, outsourcing, significant leveraging opportunity.

The infrastructure and construction market in India are particularly affected in an atmosphere of lack of complete inertia in new project development and execution. Issues like environment clearances and financial difficulties for large developers have led to very little new opportunities in terms of infrastructure related development.

E. THREATS & CHALLENGES:

While we are well prepared to capture the opportunities, few challenges in the near to medium term may have an impact on performance:

- Wars,
- Unanticipated delays in project approvals;
- Availability of accomplished and trained labour force
- Concerns due to ongoing pandemic situation;
- Increased cost of manpower;
- Rising cost of construction lead by increase in commodity prices;
- Over regulated environment.

F. RISKS AND CONCERNS

Operating in a highly regulated and dynamic industry, the Company has implemented a robust risk management framework to mitigate financial, operational, strategic, and regulatory risks

G DISCUSSION ON FINANCIAL PERFORMANCE:

(Rs. in Lakhs)

Particulars	For the year ended 31 st March,2025	For the year ended 31 st March,2024
Total Income (incl. Other Income)	12.03	0.05
Financial Expenses	0.00	0.04
Depreciation	0.70	0.70
Profit/ (Loss) Before Taxation	-26.61	-43.98
Exceptional Item	-	-
Less: Provision for Income Tax	-	-
Less: Provision for Deferred Tax	-1.39	2.25
Profit After Taxation	-25.21	-46.24
Less: Prior Period adjustment	-	-
Less : Other Comprehensive Income	-0.32	-0.28
Total Comprehensive Income	-25.53	-46.52
Surplus Brought Forward	(240.56)	(194.04)
Net Balance carried to Balance Sheet	(266.09)	(240.56)

The total income of the Company has been increased from Rs. 0.05 Lakh in previous year to Rs. 12.03 Lakh in current year. Consequently, the Loss before tax of the Company has been decrease from Rs. 43.98 Lakhs to Rs. 26.61 Lakhs and Loss after Tax from Rs. (46.24) Lakhs to Rs. (25.21) Lakhs in the current financial year.

H. INTERNAL CONTROL SYSTEM & THEIR ADEQUACY:

The Company maintains comprehensive internal controls to safeguard assets, ensure accurate financial reporting, and prevent unauthorized use. Internal audits are conducted by an independent firm of Chartered Accountants, with periodic reviews by management and oversight by the Audit Committee. The Vigil Mechanism (Whistle Blower Policy) allows stakeholders to report unethical practices confidentially.

I. KEY FINANCIAL RATIO ANALYSIS:

A comparative table showing synopsis of FY 2023-24 versus FY 2022-23 of Key Financial Ratio is provided below:

Sr. No.	Type of Financial Ratios	FY 2024-25	FY 2023-24	Explanation,
1	Debtor Turnover Ratio (In Days)	11.50	N.A.	As no sales reported during previous financial year.
2	Inventory Turnover Ratio (Month)	N.A.	N.A.	No Inventory at year end for current year as well as previous financial year.
3	Interest Coverage Ratio	N.A.	N.A.	No Interest paid during the current year as well as previous financial year
4	Current Ratio	6.07	11.66	Due to decrease in Debtors and increase in borrowings

PUROHIT CONSTRUCTION LIMITED

Sr. No.	Type of Financial Ratios	FY 2024-25	FY 2023-24	Explanation,
5	Debt Equity Ratio	0.09	0.03	There was no loan taken last year
6	Operating Profit Margin (%)	-2.22	NA	Operating profit Margin declines as the operating expenses are higher than sales generated during the year.
7	Net Profit Margin (%)	-2.13	NA	There were no sales in previous financial year. Also, during the current financial year, ratio decline due to operating expenses is higher than revenue generated.

J. HUMAN RESOURCES DEVELOPMENT:

The Company fosters a professional, respectful, and collaborative work environment. Recognizing that human resources are its most valuable asset, the Company ensures optimal resource allocation, skill enhancement, and efficient project execution. Special emphasis is placed on employee engagement, training, and retention to maintain productivity and ensure timely project completion.

K. CAUTIONARY STATEMENT:

This report contains forward-looking statements subject to risks and uncertainties, including but not limited to economic fluctuations, competitive pressures, regulatory changes, skilled manpower availability, and cost overruns. Actual results may differ materially from those expressed herein.

**FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED**

Date : 14/08/2025
Place : Ahmedabad

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

Annexure - 4

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 subsection (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 at Arm's length basis.

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

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

(Rs. in Thousands)

Name(s) of the related party and nature of relationship	Nature of Relationship	Nature of contracts / arrangements/ transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts / arrangements / transactions including the value, if any:	Date(s) of approval by the Board if any:	Amount paid as advances, if any
(a)	(b)	(c)	(d)	(e)	(f)	(g)
No such transaction						

Note: All the related party transactions are entered on arm's length basis and in ordinary course of business and at prevailing industrial contract price and terms for said transaction.

FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED

Date : 14/08/2025
Place : Ahmedabad

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

Annexure - 5

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
PUROHIT CONSTRUCTION LIMITED
CIN- L45200GJ1991PLC015878
401, Purohit House,
Opp. Sardar Patel Stadium,
Navrangpura, Ahmedabad – 380009.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PUROHIT CONSTRUCTION LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives whether electronically or otherwise during the conduct of secretarial audit; we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;- Not applicable;
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - Not applicable during the year under review;
 - (d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - Not applicable during the year under review;
 - (e) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (f) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - Not applicable during the year under review;

- (g) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 - Not applicable during the year under review;
- (h) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not applicable during the year under review;

We have also examined compliance with the applicable Standards / Clauses / Regulations of the following:

- i. Secretarial Standards issued by The Institute of the Company Secretaries of India (ICSI) and made effective from time to time.
- ii. The Uniform Listing Agreement entered into by the Company with BSE Limited (BSE).

During the Audit period under review, the Company has generally complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

Since the paid-up share capital and net worth of the Company do not exceed Rupees Ten Crore and Rupees Twenty-Five Crore respectively as on the last day of previous financial year, the compliance with the Corporate Governance provisions as specified in Regulation 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, shall not apply to the Company. However, as a good corporate governance practice, the Company has been complying some of the important compliance in connection with the aforesaid provisions / regulations voluntarily.

During the Audit period under review, the Company has generally complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards etc. as mentioned above.

We further report that:

During the audit period under review there were no specific laws which were exclusively applicable to the Company / Industry. However, having regard to the Compliance system prevailing in the Company and on examination of relevant documents and records on test - check basis, the Company has complied with the material aspects of the following significant laws applicable to the Company being engaged in the Construction activities:

1. Town Planning and Urban Development Act, 1976
2. Transfer of Property Act, 1882
3. Gujarat Land Revenue Rules, 1972
4. The Building and other Construction Workers (Regulation of Employment and Conditions of Service) Act, 1996
5. The Land Acquisition Act, 1894
6. Registration Act, 1908
7. The Gujarat Ownership Flats Act, 1973

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of Board during the year under review.

Adequate notice is given to all Directors to schedule the Board and Committee Meetings, agenda and detailed notes on agenda were sent atleast seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of Board of Directors and Committees of the Company were carried unanimously.

We were informed that there were no dissenting views of the members on any of the matters during the year that were required to be captured and recorded as part of the minutes.

We further report that:

Based on the review of compliance mechanism established by the Company, the information provided by the Company, its officers and authorized representatives during the conduct of the audit and compliance certificate(s) placed before the Board Meetings, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable general laws, rules, regulations and guidelines.

We further report that:

The Compliance by the Company of the applicable financial laws like Direct and Indirect Tax laws, has not been reviewed in this Audit since the same have been subject to the review by the Statutory Auditors and other designated professionals.

We further report that:

During the audit period under review, there were no instances of:

- a) Public/Right issue of shares/ debentures/sweat equity etc.;
- b) Redemption / buy-back of securities;
- c) Obtaining the approval from Shareholders under Section 180 of the Companies Act, 2013;
- d) Merger / amalgamation / reconstruction, etc.;
- e) Foreign technical collaborations.

**FOR PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES**

**UDAY DAVE
Practicing Company Secretary
Partner**

ICSI Unique Code No.: P2006GJ009900

Peer review Certificate No.: 6576/2025

FCS No.: 6545 C. P. No.: 7158

UDIN: F006545G001014233

Place : Ahmedabad

Date : 14/08/2025

Note:- This report is to be read with our letter of even date which is annexed as Annexure –A and forms an integral part of this report.

Annexure - A

To,
The Members,
PUROHIT CONSTRUCTION LIMITED
CIN- L45200GJ1991PLC015878

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

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

**FOR PARIKH DAVE & ASSOCIATES
COMPANY SECRETARIES**

UDAY DAVE
Practicing Company Secretary
Partner

ICSI Unique Code No.: P2006GJ009900
Peer review Certificate No.: 6576/2025
FCS No.: 6545 C. P. No.: 7158
UDIN: F006545G001014233

Place : Ahmedabad
Date : 14/08/2025

Annexure - 6

Additional information as per Section 134 of The Companies Act, 2013 and forming part of the Director's Report for the year ended on 31st March, 2025.

(A) CONSERVATION OF ENERGY:

(A) Conservation of Energy-		
(i)	the steps taken or impact on conservation of energy	Necessary precautions have been taken while designing process and equipment to ensure conservation of energy through the use of fuel efficient devices and advanced instrumentation systems.
(ii)	the steps taken by the company for utilizing alternate sources of energy;	Not Applicable.
(iii)	the capital investment on energy conservation equipments;	There is no specific investment plan for energy conservation.

(B) TECHNOLOGY ABSORPTION – NIL

(C) FOREIGN EXCHANGE EARNING AND OUTGO: (Rs. In Lac)

For the year Ended on	31st March, 2025	31st March, 2024
Foreign Exchange earnings	Nil	Nil
Foreign Exchange outgo	Nil	Nil

**FOR AND ON BEHALF OF THE BOARD
FOR PUROHIT CONSTRUCTION LIMITED**

Date : 14/08/2025
Place : Ahmedabad

Narendra Purohit
Chairman & Managing Director
(DIN: 00755195)

INDEPENDENT AUDITOR'S REPORT

To,
The members of Purohit Construction Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Purohit Construction Limited ("the Company"), which comprise the balance sheet as at 31st March 2025, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information [herein to referred as "the financial statements"].

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 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

We have determined that there are no key audit matters to communicate in our report.

Emphasis Matter:

We draw attention to Note 11 of the financial statements, which describes that the Company has paid Rs.20.83 lakhs under protest in respect of a demand raised by the Goods and Services Tax (GST) department. The Company has filed an appeal against the said demand, and the matter is currently pending adjudication. Our opinion is not modified in respect of this matter.

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

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, (changes in equity) 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) Planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity 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 Ind AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statement.
 - (g) 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. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner

whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v.. No Dividend is declared or paid during the year.
- vi. Based on our examination, which includes test checks, the company has used an accounting software for maintaining its books of account for the period ended as on 31st March, 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 software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Place : Ahmedabad
Date : 27/05/2025
UDIN : 25155228BMGZAA5226

For Naresh J. Patel & Co.
Chartered Accountants
(FRN: 123227W)

Romit Shethwala
(Partner)
Membership No.: 155228

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in of our report of even date

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:-

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets
 - (a) A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
 - B) The Company does not have any intangible assets.
 - (b) The Company do not have physical inventory during the year and hence this clause is not applicable.
 - (c) Based on our examination of the property tax receipts and lease agreement for land on which building is constructed, registered sale deed / transfer deed / conveyance deed provided to us, we report that, the title deeds of all immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements are held in the name of the Company as at the balance sheet date.
 - (d) The company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
 - (e) There are neither proceedings initiated nor pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.
- ii. (a) The Company does not have any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.
- (b) The Company does not have working capital limits in excess of five crore rupees (at any point of time during the year), in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- iii. The Company has not made investments in, companies, firms, Limited Liability Partnerships, and granted unsecured loans to other parties, during the year, in respect of which:
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) The Company has not made the investments during the previous year. Accordingly, reporting under paragraph 3(iii)(b) of the Order is not applicable to the Company;
 - (c) The company has not granted any loans during the previous year. Accordingly, reporting under paragraph 3(iii)(c) of the Order is not applicable to the Company;
 - (d) As stated above the company has not granted any loans during the previous year and Accordingly, reporting under paragraph 3(iii)(d) of the Order is not applicable to the Company;.
 - (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
 - (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Accordingly, reporting under clause 3(iii) (f) is not applicable.

- iv. The Company has not granted loans, guarantees and made securities, during the year under audit, which require compliance in terms of the provisions contained in the section 185 or section 186 of the Act. Accordingly, reporting under paragraph 3(iv) of the Order is not applicable to the Company;.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits in contravention of Directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. We have been informed by the management that no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. (a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2025 on account of disputes are given below:

(Amounts in Million)

Name of the statute	Nature of the Dues	Forum where dispute is pending	Period to which the amount relates	Amount involved (in Rs.)	Amount unpaid (in Rs.)
GST Act, 2017	Demand of GST	Appellate authority u/s 107 of CGST, 2017	FY 2017-18	4.16 Cr	3.95 Cr.

- 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 (43 of 1961).
- ix. (a) the Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (ix)(a) of the Order is not applicable to the Company.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

- x. (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instrument) and term loans and hence reporting under clause 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. (a) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of our audit that causes the financial statements to be materially misstated.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c) We have taken into consideration the whistle blower complaints, if any received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.
- xii. The company is not a Nidhi Company and Nidhi Rules, 2014 are not applicable to it Accordingly, reporting under clause (xii) of the Order is not applicable.
- xiii. Based upon the audit procedures performed and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered the internal audit report of the company issued till date for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses during the financial year covered by our audit and the immediately preceding financial year, the details of the same is as below.

Sr. No.	Financial Year	Amount (In Lacs)
1	FY 2023-24	(43.29)
2	FY 2024-25	(25.90)

- xviii. There has been no resignation of the statutory auditors of the Company during the year and accordingly this clause is not applicable to the company.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, 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 indicating that company is incapable 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. (a) The provisions of Section 135 towards corporate social responsibility is not applicable on the company. Accordingly, the provisions of clause 3(xx)(a) of the Order is not applicable.
- (b) There are no unspent amounts towards Corporate Social Responsibility (CSR) pursuant to ongoing projects, accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

Place : Ahmedabad
Date : 27/05/2025
UDIN : 25155228BMGZAA5226

For Naresh J. Patel & Co.
Chartered Accountants
(FRN: 123227W)

Romit Shethwala
(Partner)
Membership No.: 155228

ANNEXURE B TO THE AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **PUROHIT CONSTRUCTION LIMITED** ("the Company") as of 31 March, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards

and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations 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 over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place : Ahmedabad
Date : 27/05/2025
UDIN : 25155228BMGZAA5226

For Naresh J. Patel & Co.
Chartered Accountants
(FRN: 123227W)

Romit Shethwala
(Partner)
Membership No.: 155228

PUROHIT CONSTRUCTION LIMITED

BALANCE SHEET AS AT MARCH 31, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	Note	As at March 31, 2025	As at March 31, 2024
ASSETS			
Non-current assets			
Property, plant and equipment	2	1,019	1,172
Financial assets			
i. Investments	3	2	2
ii. Loan	4	116	100
iii. Other financial asset	5	543	543
Deferred tax assets (net)	23	559	420
Non-Current tax (net)	6	777	777
Other non-current assets	7	1,285	1,285
Total non-current assets		4,301	4,299
Current assets			
Financial assets			
i. Trade receivables	8	13,796	16,456
ii. Cash and cash equivalents	9	501	119
Current tax asset (net)	10	120	-
Other current assets	11	2,213	1,276
Total current assets		16,629	17,851
Total Assets		20,931	22,150
EQUITY AND LIABILITIES			
Equity			
Equity share capital	12(a)	44,056	44,056
Other equity	12(b)	(26,609)	(24,057)
Total Equity		17,447	19,999
Liabilities			
Non-current liabilities			
Provisions	24	744	619
Total non-current liabilities		744	619
Current liabilities			
Financial liabilities			
i. Borrowings	13	1,567	646
ii. Trade payables	14		
- Total outstanding dues of micro enterprises and small enterprises		33	26
- Total outstanding dues of creditors other than micro enterprises and small enterprises		792	788
iii. Other financial liabilities	15	111	42
Other current liabilities	16	222	15
Provisions	25	15	14
Total current liabilities		2,740	1,531
Total equity & liabilities		20,931	22,150
The notes are an integral part of these financial statements ¹ to 30			

In terms of our report of even date

For and on Behalf of Board of Directors

For **Naresh J Patel & Co.**
Chartered Accountants
Firm Registration No. : 123227W

Narendra M. Purohit
Chairman & Managing Director
DIN: 00755195

Karan Shah
Director
DIN: 09666627

Romit Shethwala
Partner
Membership No.: 115228
UDIN: 25155228BMGZAA5226
Place : Ahmedabad
Date : 27/05/2025

Saumil N. Purohit
Chief Financial Officer

Nishit Kumar Sandhani
Comapany Secretary

Place : Ahmedabad
Date : 27/05/2025

PUROHIT CONSTRUCTION LIMITED

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	Note	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from operations	17	1,200	-
Other income	18	3	5
Total Income		1,203	5
Expenses			
Employees benefit expenses	19	1,909	1,778
Finance costs	20	-	4
Depreciation and amortisation expenses	21	70	70
Other expenses	22	1,885	2,552
Total Expenses		3,864	4,403
Profit / (Loss) before tax		(2,661)	(4,398)
Tax expense	23		
Current tax		-	-
Deferred tax		(139)	225
Total tax expenses		(139)	225
Profit for the year		(2,521)	(4,624)
Other comprehensive income		-	-
A. (i) Items that will not be reclassified to profit / (loss)		(32)	(28)
(ii) Income tax relating to items that will not be reclassified to profit / (loss)		-	-
B. (i) Items that will be reclassified to profit / (loss)		-	-
(ii) Income tax relating to items that will be reclassified to profit / (loss)		-	-
Total comprehensive income and other comprehensive income		(2,553)	(4,652)
Paid up Equity Share Capital (Face value of Rs. 10 each)		44,056	44,056
Earnings per equity share (in Rs.)			
(Nominal value per share Rs.10)			
Basic earning per share (In Rs.)		(0.57)	(1.05)
Diluted earning per share (In Rs.)		(0.57)	(1.05)
The notes are an integral part of these financial statements	1 to 30		

In terms of our report of even date

For **Naresh J Patel & Co.**

Chartered Accountants

Firm Registration No. : 123227W

Romit Shethwala

Partner

Membership No.: 115228

UDIN: 25155228BMGZAA5226

Place : Ahmedabad

Date : 27/05/2025

For and on Behalf of Board of Directors

Narendra M. Purohit

Chairman & Managing Director

DIN: 00755195

Saumil N. Purohit

Chief Financial Officer

Place : Ahmedabad

Date : 27/05/2025

Karan Shah

Director

DIN: 09666627

Nishit Kumar Sandhani

Company Secretary

PUROHIT CONSTRUCTION LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	Year ended March 31, 2025	Year ended March 31, 2024
A. CASH FROM OPERATING ACTIVITIES		
PROFIT BEFORE TAX	(2,661)	(4,398)
Adjustment For :		
Depreciation	70	70
Interest expenses	-	4
Interest income	-	-
Profit or loss of sale of assets	83	(4)
Employer expense/ (income) recognised as OCI	(32)	(28)
Operating Profit Before Working Capital Changes	(2,540)	(4,357)
Adjustment For :		
(Increase) / decrease in trade receivables	2,660	2,473
(Increase) / decrease in other assets	(1,072)	(118)
(Increase) / decrease in inventories	-	-
Increase / (decrease) in trade payables	10	(1,419)
Increase / (decrease) in other financial liabilities	69	(0)
Increase / (decrease) in provisions	127	125
Increase /(decrease) in other liabilities	207	(139)
Cash generated from operations	(539)	(3,435)
Taxes paid (net of refunds)	-	-
Net cash flow from operating activities	(539)	(3,435)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sale/ (purchase) of property, plant and equipment	-	200
Interest received	-	-
Interest paid	-	(4)
Net cash flow from investing activities	-	196
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from / (repayment of) short -term borrowings	921	646
(Increase) / decrease in loan	-	1,239
Net cash flow from financing activities	921	1,885
Net increase/(decrease) in cash & cash equivalent: (a+b+c)	382	(1,354)
Cash and cash equivalents at the beginning of the year	119	1,473
Cash and cash equivalents at the end of the year	501	119
Cash & cash equivalents comprise:		
Cash on hand	34	43
Balance with banks	467	76
Total	501	119
Note: The statement of cash flow has been prepared under the indirect method as set out in Ind AS 7 on 'Statements of Cash Flows'.		

In terms of our report of even date

For and on Behalf of Board of Directors

For **Naresh J Patel & Co.**
Chartered Accountants
Firm Registration No. : 123227W

Narendra M. Purohit
Chairman & Managing Director
DIN: 00755195

Karan Shah
Director
DIN: 09666627

Romit Shethwala
Partner
Membership No.: 115228
UDIN: 25155228BMGZAA5226
Place : Ahemdabad
Date : 27/05/2025

Saumil N. Purohit
Chief Financial Officer

Nishit Kumar Sandhani
Comapany Secretary

Place : Ahemdabad
Date : 27/05/2025

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

A. EQUITY SHARE CAPITAL:

Current reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
44,056	-	-	-	44,056

Previous reporting period

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
44,056	-	-	-	44,056

B. OTHER EQUITY:

Particulars		Reserves and surplus		Money received against share warrants	Total
		Securities premium reserve	Retained earnings		
1. Current reporting period (As at March 31, 2025)					
Balance at the beginning of the current reporting period		1,000	(25,028)	(28)	(24,057)
Profit/(loss) for the year		-	(2,521)	(32)	(2,553)
Balance at the end of the current reporting period		1,000	(27,550)	(60)	(26,610)
2. Previous reporting period (As at March 31, 2024)					
Balance at the beginning of the previous reporting period		1,000	(20,405)	-	(19,405)
Profit/(loss) for the year		-	(4,624)	(28)	(4,652)
Balance at the end of the previous reporting period		1,000	(25,028)	(28)	(24,057)

Notes to the Financial Statements for the year ended 31st March, 2025

CORPORATE INFORMATION:

Purohit Construction Limited is a public company domiciled in India, incorporated under the provisions of the Companies Act 1956, on 02nd July, 1991. The company is engaged in the business of providing civil construction services. The equity shares of the Company are listed on BSE Limited. The registered office of the Company is located at Purohit House, Navrangpura, Ahmedabad- 380009 (Gujarat) India.

The board of Directors of the Company approved the financial statements for the year ended 31 March, 2025 and authorised for issue on 27 May, 2025

NOTE - 1 - MATERIAL ACCOUNTING POLICIES:

(a) Basis of preparation

(i) Compliance with Ind AS

The financial statements of the Company comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 4 of the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value amount:

- Certain financial assets and financial liabilities
- Defined benefit plans

(b) Accounting estimates

The preparation of the financial statements, in conformity with the recognition and measurement principles of Ind AS, requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

(c) Critical estimates and judgements

The preparation of financial statements in conformity with Ind AS requires judgements, estimates and assumptions to be made that affect the reported amount of assets, liabilities, revenue, expenses, accompanying disclosures and the disclosures of contingent liabilities. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results could differ from those estimates. These estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future period.

Application of accounting policies that require critical accounting estimates and the use of assumptions in the financial statements are as follows:

i) Estimation of current tax expense and deferred tax

The calculation of the Company's tax charge necessarily involves a degree of estimation and judgement in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. The final resolution of some of these items may give rise to material profits/losses and/or cash flows.

ii) Recognition of deferred tax assets/ liabilities

The recognition of deferred tax assets/ liabilities is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, the management considers the nature of the deferred tax assets, recent operating results, future market growth, forecasted earnings and future taxable income in the jurisdictions in which we operate and prudent and feasible tax planning strategies.

iii) Estimation of Provisions & Contingent Liabilities.

The Company exercises judgement in measuring and recognising provisions and the exposures to contingent liabilities which is related to pending litigation or other outstanding claims. If a loss arising from these litigations and/or claims is probable and can be reasonably estimated, the management record the amount of the estimated loss. If a loss is reasonably possible, but not probable, the management discloses the nature of the significant contingency and, if quantifiable, the possible loss that could result from the resolution of the matter. As additional information becomes available, the management reassess any potential liability related to these litigations and claims and may need to revise the estimates. Such revisions or ultimate resolution of these matters could materially impact the results of operations, cash flows or financial statements of the company.

iv) Estimated Useful Life of Property, Plant and Equipment

The charge in respect of periodic depreciation on Property, Plant and Equipment is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The Useful Lives and residual values of Company's Property, Plant and Equipment are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

v) Defined benefit plans

The cost and present value of the gratuity obligation and compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, attrition rate and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(d) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). The Managing Director of the Company has been identified as CODM and he assesses the financial performance and position of the Company, and makes strategic decisions.

(e) Revenue recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Amounts disclosed as revenue is net of goods and service tax and amounts collected on behalf of third parties.

The company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below.

- (i) In case of construction contracts or part thereof completed during the year, revenue is recognized based on the work bills raised on the principals of such projects.
- (ii) In respect of the construction contracts on hand, company recognizes revenue at the year-end on the basis of "Percentage of work completion" method based on the amounts admitted by principals or certified by the Architect till the year end in accordance with the agreements entered into with the principal.

(f) Income tax

The tax expenses for the period comprises of current tax and deferred income tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In which case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(i) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. The provision for current tax is made at the rate of tax as applicable for the income of the previous year as defined under the Income tax Act, 1961.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(ii) Deferred tax

Deferred tax is recognised using the Balance Sheet approach on temporary differences at the reporting date arising between the tax bases of assets and liabilities and their carrying amounts as per financial statements as at the reporting date.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognised deferred tax assets are re-assessed at the end of each reporting period and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax assets to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

(g) Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(h) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

(i) Inventories

Inventories are stated at lower of cost and net realizable value

Cost of raw material includes cost of purchases and other cost incurred in bringing the inventories to the present location and condition.

Cost is determined using the First-In, First-Out (FIFO) method.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to complete the contract

(j) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Initial recognition and measurement

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

(i) Financial Assets:

Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit or Loss), and
- those measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

Subsequent measurement

After initial recognition, financial assets are measured at:

fair value (either through other comprehensive income or through profit or loss), or amortized cost

Debt instruments

Debt instruments are subsequently measured at amortized cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till de-recognition on the basis of (i) the entity's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

(i) Amortised Cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on

a debt investment that is subsequently measured at amortised cost is recognised in the Statement of Profit and Loss when the asset is derecognised or impaired. Interest income from these financial assets is included in other income using the effective interest rate method.

(iii) Fair Value Through Other Comprehensive Income (FVOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

(iii) Fair Value Through Profit or Loss (FVTPL):

Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss in the period in which it arises. Interest income from these financial assets are recognised in the Statement of profit and loss.

Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at fair value through other comprehensive income (FVTOCI) or FVTPL.

The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in other comprehensive income (OCI). There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of such investments.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies the expected credit loss ('ECL') model for measurement and recognition of impairment loss on financial assets and credit risk exposures. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables which do not contain a significant financing component.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased

significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used.

Derecognition of Financial Assets

A financial asset is derecognized only when:

- the Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity, if any, is recognised in profit or loss, except in case of equity instruments classified as FVOCI, where such cumulative gain or loss is not recycled to statement of profit and loss.

Income Recognition

Interest income

Interest income from debt instruments is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset.

(ii) Financial Liabilities:

Subsequent Measurement

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on derecognition is also recognized in statement of profit and loss.

Derecognition of Financial Liabilities

A financial liability is derecognized when the obligation specified in the contract is discharged, cancelled or expires.

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

(k) Property, plant and equipment

All items of property, plant and equipment are stated at historical cost less accumulated depreciation and impairment. Historical Cost comprises of the purchase price including import duties and non-refundable taxes and directly attributable expenses incurred to bring the asset to the location and condition necessary for it to be capable of being operated in the manner intended by management.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, rates and residual value

Depreciation is provided on a pro-rata basis on the written down value method over the estimated useful lives of the assets, based on technical evaluation done by management's expert, which are higher than those specified by Schedule II to the Companies Act, 2013, in order to reflect the actual usage of the assets. The useful life, residual value and the depreciation method are reviewed at least at each financial year end. If the expectations differ from previous estimates, the changes are accounted for prospectively as a change in accounting estimate.

The management estimates the useful life for the property, plant and equipment as follows:

Asset	Total Useful Life
Office Building	30 Years
Plant & Machinery	12 Years
Furniture & Fixtures	10 Years
Office Equipments	5 Years
Vehicles	8 Years
Computer & IT equipments	3 Years

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

(l) Leases:

The Company's lease asset classes primarily consist of leases for building. At the date of the commencement of the lease, the Company recognises a right-of-use asset representing its right to use the underlying asset for the lease term and a corresponding lease liability for all the lease arrangements in which it is a lease, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the period of the lease.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The estimated useful life of the assets are determined on the same basis as those of property, plant and equipment.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The future lease payments are discounted using the interest rate implicit in the lease

or, if not readily determinable, using the incremental borrowing rates. For a lease with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole.

(m) Provisions and contingent liabilities

Provisions

Provisions are recognized when there is a present legal or constructive obligation as a result of a past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense.

Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

(n) Employee benefits

(i) Short term obligations

Short term employee benefits such as wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Post-employment obligations

The company operates the following post-employment schemes.

- Defined contribution plans such as provident fund, superannuation etc.
- Defined benefit plans such as gratuity

Defined contribution plans

The company pays contribution to defined contribution schemes such as provident fund, superannuation fund etc. The company has no further payment obligation once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Re-measurement, comprising of actuarial

gains and losses, in respect of gratuity are recognised in the Other Comprehensive Income, in the period in which they occur and is not eligible to be reclassified to the Statement of Profit and Loss in subsequent periods.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

(o) Cash Flow Statement :

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

(p) Earnings per share

(i) Basic earnings per share

Basic earnings per share is calculated by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year adjusted for bonus element in equity share.

(ii) Diluted earnings per share adjusts the figures used in determination of basic earnings per share to take into account the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as at the beginning of the period unless issued at a later date.

(q) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousand as per the requirement of Schedule III, unless otherwise stated.

(r) Previous year Figures has been regrouped or re arranged wherever required.

In terms of our report of even date

For **Naresh J Patel & Co.**

Chartered Accountants

Firm Registration No. : 123227W

Romit Shethwala

Partner

Membership No.: 155228

UDIN: 25155228BMGZAA5226

Place : Ahmedabad

Date : 27/05/2025

For and on Behalf of Board of Directors

Narendra M. Purohit

Chairman & Managing Director

DIN: 00755195

Karan Shah

Director

DIN: 09666627

Saumil N. Purohit

Chief Financial Officer

Nishit Kumar Sandhani

Company Secretary

Place : Ahmedabad

Date : 27/05/2025

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 2 - PROPERTY, PLANT AND EQUIPMENT:

Particulars	Office Building	Plant & Machinery	Furniture & Fixtures	Office Equipments	Vehicles	Total
For the year 2024-25						
Gross carrying amount						
Opening gross carrying amount	4,406	820	889	455	11,271	17,842
Additions	-	-	-	-	-	-
Disposals	-	(37)	(42)	(4)	-	(83)
Closing gross carrying amount (A)	4,406	857	931	460	11,271	17,758
Accumulated depreciation						
Opening accumulated depreciation	(3,924)	(756)	(823)	(273)	(10,894)	(16,670)
Depreciation charge during the year	(34)	(5)	(4)	(26)	-	(70)
Closing accumulated depreciation(B)	(3,959)	(762)	(826)	(299)	(10,894)	(16,739)
Net carrying amount (A-B)	448	95	105	160	377	1,019
For the year 2023-24						
Gross carrying amount						
Opening gross carrying amount	4,406	820	889	455	11,467	18,037
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Assets classified as held for sale	-	-	-	-	-	-
Disposals	-	-	-	-	(196)	(196)
Revaluation	-	-	-	-	-	-
Written off	-	-	-	-	-	-
Closing gross carrying amount (C)	4,406	820	889	455	11,271	17,842
Accumulated depreciation						
Opening accumulated depreciation	(3,890)	(751)	(819)	(246)	(10,894)	(16,600)
Depreciation charge during the year	(34)	(5)	(4)	(26)	-	(70)
Closing accumulated depreciation(D)	(3,924)	(756)	(823)	(273)	(10,894)	(16,670)
Net carrying amount (C-D)	482	64	66	182	377	1,172

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	As at March 31,2025	As at March 31,2024
NOTE - 3 - NON-CURRENT INVESTMENTS:		
Investment in equity instruments - carried at FVTPL		
Quoted		
12,100 Shares of Rs.10 each of Sterling Guaranty & Finance Ltd	-	-
Less : Impairment of investment	-	-
Total	-	-
Unquoted		
Shri Bhagyalaxmi Co-op. Bank Ltd	1	1
Shiv Sankalp Owner's Association	1	1
Total	2	2
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	2	2
Total	2	2
* Provision for impairment loss on 12,100 shares of Sterling Guaranty & Finance Ltd of Rs. 10 each.		
Particular	As at March 31,2025	As at March 31,2024
NOTE - 4 - LOAN:		
Advance to staff	116	100
Total	116	100
NOTE - 5 - OTHER FINANCIAL ASSET:		
Security deposits	543	543
Total	543	543
NOTE - 6 - NON CURRENT TAX (NET):		
TDS receivables	777	777
Total	777	777
NOTE - 7 - OTHER NON-CURRENT ASSETS		
Advance against development rights	1,285	1,285
Total	1,285	1,285

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	As at March 31,2025	As at March 31,2024				
NOTE - 8 - TRADE RECEIVABLES:						
Trade receivables - considered good	13,796	16,456				
Trade receivables - credit impaired	-	-				
Total trade receivables	13,796	16,456				
Less: Impairment loss	-	-				
Total trade receivables after impairment	13,796	16,456				
Particulars	Outstanding for following periods from due date of payment as on 31/03/2025					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	-	-	-	-	13,796	13,796
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables - considered good	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-
Total	-	-	-	-	13,796	13,796
Particulars	Outstanding for following periods from due date of payment as on 31/03/2024					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	-	-	-	-	16,456	16,456
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed trade receivables - considered good	-	-	-	-	-	-
(v) Disputed trade receivables which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed trade receivables credit impaired	-	-	-	-	-	-
Total	-	-	-	-	16,456	16,456

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	As at March 31,2025	As at March 31,2024
NOTE - 9 - CASH AND CASH EQUIVALENTS:		
In current accounts	467	76
In fixed deposits	-	-
Cash on hand	34	43
Total	501	119
NOTE - 10 - CURRENT TAX ASSET (NET):		
Current tax asset (net)	120	-
Total	120	-
NOTE - 11 - OTHER CURRENT ASSETS:		
Advance to staff	86	88
Balance with government authorities	2,084	1,161
Prepaid expenses and other assets	43	27
Total	2,213	1,276
Note : Contingent Liability During the quarter ended March 31, 2025, the Company received an order from the Goods and Services Tax (GST) Department for the financial year 2017-18, raising a demand of Rs.4.16 crore, comprising Rs.2.08 crore towards disallowance of input tax credit, applicable interest thereon and Rs.2.08 crore towards penalty. The Company has filed an appeal before the Commissioner (Appeals) and, based on internal evaluation and legal advice, believes that it has a strong case on merits and expects a favourable outcome. Accordingly, no provision has been made in the financials. The said amount has been disclosed as a contingent liability.		
Particular	As at March 31,2025	As at March 31,2024
NOTE 12 - SHARE CAPITAL AND OTHER EQUITY:		
NOTE 12(A) - EQUITY SHARE CAPITAL:		
Authorised share capital		
10,000,000 (10,000,000) Equity shares of Rs. 10/- each	100,000	100,000
	100,000	100,000
Issued, Subscribed and fully paid-up shares		
4,405,600 (4,405,600) Equity shares of Rs. 10/- each	44,056	44,056
	44,056	44,056
Movements in equity share capital:		
Particulars	Number of shares	Number of shares
As at March 31, 2024	4,405,600	4,405,600
Issued during the year	-	-
As at March 31, 2025	4,405,600	4,405,600

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	As at March 31,2025	As at March 31,2024
NOTE - 12(A) - EQUITY SHARE CAPITAL: (CONTD.....)		
Details of shareholders holding more than 5% shares in the Company		
Narendra M Purohit		
Number of shares held	848,700.00	848,700.00
% of Holding	19.26	19.26
Saumil N. Purohit		
Number of shares held	445,910.00	445,910.00
% of Holding	10.12	10.12
Pranav Hareshbhai Patel		
Number of shares held	574,309.00	574,309.00
% of Holding	13.03	13.03
Shareholding of Promoters		
(i) Promoter name-Narendra M Purohit		
Number of shares held	848,700.00	848,700.00
% of Holding	19.26	19.26
% Change during the year	-	-
(ii) Promoter name-Urvi Narendra Purohit		
Number of shares held	58,400.00	58,400.00
% of Holding	1.33	1.33
% Change during the year	-	-
(iii) Promoter name-Ami Narendra Purohit		
Number of shares held	78,000.00	78,000.00
% of Holding	1.77	1.77
% Change during the year	-	-
(iv) Promoter name-Foram Sapan Parikh		
Number of shares held	132,000.00	132,000.00
% of Holding	3.00	3.00
% Change during the year	-	-
(v) Promoter name-Saumil N Purohit		
Number of shares held	445,910.00	445,910.00
% of Holding	10.12	10.12
% Change during the year	-	0
(vi) Promoter name-Hemlata Narendra Purohit		
Number of shares held	209,990.00	209,990.00
% of Holding	4.77	4.77
% Change during the year	-	-
Equity Shares: The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company in proportion to their shareholding.		
Particular	As at March 31,2025	As at March 31,2024
12(B) - OTHER EQUITY:		
Retained earnings	(27,609)	(25,057)
Securities Premium Account	1,000	1,000
Total	(26,609)	(24,057)

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

12(B) - RESERVES AND SURPLUS: (CONTD.....)

For detailed movement in the balances of reserves refer statement of changes in equity.

Nature and purpose of reserves

Retained earning represents the amount of profit (Loss) of the company earned till date net of appropriation that can be distributed by the company as dividend considering the requirements of the companies act, 2013

Securities Premium represents amount received in excess of face value of equity shares issued by the company. The same shall be utilised in accordance with provisions of the companies Act, 2013.

Particular	As at March 31,2025	As at March 31,2024			
NOTE - 13 - BORROWINGS - CURRENT:					
Loan from director (refer note no 29)	1,567	646			
Total	1,567	646			
NOTE - 14 - TRADE PAYABLES:					
Total outstanding dues of micro enterprises and small enterprises	33	26			
Total outstanding dues of creditors other than micro enterprises and small enterprises	792	788			
Total	825	814			
Particulars	Outstanding for following periods from due date of payment as on 31/03/2025				Total
	Less than 6 months	1-2 years	2-3 years	More than 3 years	
(i) MSME	33				33
(ii) Others	96	-	696	-	792
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
	129	-	696	-	825
Particulars	Outstanding for following periods from due date of payment as on 31/03/2024				Total
	Less than 6 months	1-2 years	2-3 years	More than 3 years	
(i) MSME	26				26
(ii) Others	91	1	696	-	788
(iii) Disputed dues – MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-
	117	1	696	-	814

PUROHIT CONSTRUCTION LIMITED

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	As at March 31,2025	As at March 31,2024
NOTE - 15 - OTHER FINANCIAL LIABILITIES - CURRENT:		
Employee benefits payable	111	42
Total	111	42
NOTE - 16 - OTHER CURRENT LIABILITIES:		
Statutory dues	222	15
Total	222	15

Particular	Year ended March 31,2025	Year ended March 31,2024
NOTE - 17 - REVENUE FROM OPERATIONS:		
Sale of services		
Revenue from Contractual work and construction related services	1,200	-
Total	1,200	-
NOTE - 18 - OTHER INCOME:		
Interest income	-	1
Sundry balance written off	3	-
Other non-operative income	-	4
Total	3	5
NOTE - 19 - EMPLOYEE BENEFIT EXPENSES:		
Salaries and wages	1,729	1,595
Contribution to provident and other funds	171	171
Staff welfare expenses	10	12
Total	1,909	1,778
NOTE - 20 - FINANCE COSTS:		
Interest on Statutory Dues	-	4
Total	-	4
NOTE - 21 - DEPRECIATION AND AMORTISATION EXPENSE:		
Depreciation on property, plant and equipment	70	70
Total	70	70

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	Year ended March 31,2025	Year ended March 31,2024
NOTE 22 - OTHER EXPENSES:		
Bank charges	0	1
Subcontract and labour charges	-	620
Repairs & maintenance expenses	288	290
Advertisement & sales promotion expenses	36	29
Office expenses	44	75
Legal and professional charges	873	914
Rates and tax	79	85
Conveyance expenses	111	113
Electricity expenses	120	127
Rent expenses	146	146
Postage, telegram & telephone expenses	29	43
Insurance expenses	32	57
Loss on sale of shares	(0)	-
Impairment loss recognised on trade receivables	-	-
Miscellaneous expenses	125	53
Total	1,885	2,552
NOTE - 22(A)- PAYMENT TO AUDITORS:		
Audit fees	50	50
LRR Report Fees	33	33
Total	83	83
NOTE - 23 - TAXATION:		
Income Tax Expenses:		
Current tax		
Current tax on profits for the year	-	-
Adjustments for current tax of prior periods	-	-
Total current tax expense	-	-
Deferred tax		
Decrease/(increase) in deferred tax assets	(139)	(29)
Total deferred tax expense/(benefit)	(139)	(29)
Total tax expense	(139)	(29)
Reconciliation of tax expense and accounting profit multiplied by statutory tax rate		
Profit for the year	(2,661)	(4,398)
Statutory tax rate applicable to Purohit Construction Limited	26%	26%

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

Particular	Year ended March 31,2025	Year ended March 31,2024	
NOTE - 23 - TAXATION: (CONTD.....)			
Tax expense at applicable tax rate			
Tax effects of amounts which are not deductible (taxable) in calculating taxable income:			
Interest on delayed payments	-	-	
Income tax relating to previous years	-	-	
Other disallowances	-	-	
Excess Provision of current year	-	-	
Income tax expense	-	-	
Deferred tax			
Decrease/(Increase) in deferred tax assets	(139)	(29)	
Total deferred tax expense/(benefit)	(139)	(29)	
Total tax expense	(139)	(29)	
Deferred tax assets			
The balance comprises temporary differences attributable to:			
Depreciation on property, plant and equipment	559	420	
Total deferred tax assets	559	420	
Movement in deferred tax assets			
Particulars	As at April 1, 2024	Charged)/ (Credited to profit and loss	As at March 31, 2025
Depreciation on property, plant and equipment	420	(139)	559
Particulars	As at April 1, 2023	(Charged)/ Credited to profit and loss	As at March 31, 2024
Depreciation on property, plant and equipment	645	225	420
Unrecognised deferred tax assets:			
Deferred tax assets have not been recognised, because it is not probable that future taxable profit will be available against which the company can use the benefits therefrom.			
Particulars	31st March, 2025		
	Gross Amount	Unrecognised tax effect	
Tax on Business Losses	38,637	10,046	
Particulars	31st March, 2024		
	Gross Amount	Unrecognised tax effect	
Tax on Business Losses	36,141	9,397	

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 24 - EMPLOYEE BENEFIT OBLIGATIONS:**Employee Benefit Provision:**

Particulars	31-Mar-25	31-Mar-24
Current Portion	15	14
Non-current portion	744	619

(i) Defined contribution Plans

The company has certain defined contribution plans. Contributions are made to provident fund in India for employees at prescribed % of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the period towards defined contribution plan is Rs. 62 (P.Y. 62)

(ii) Defined benefit Plans

The company has certain defined benefit plans. The expense recognised during the period towards defined contribution plan is Rs. 127 (P.Y. 125)

Balance sheet disclosure:

The amounts disclosed in the balance sheet and the movements in the defined benefit obligation over the period:

Particulars	31-Mar-25	31-Mar-24
Liability at the beginning of the period	-	-
Interest costs	44	37
Current service costs	51	60
Past service cost	-	-
Liability at the end of the period	95	97

a) Net liability disclosed above relates to

Particulars	31-Mar-25	31-Mar-24
Fair value of plan assets at the end of the period	-	-
Liability as at the end of the period	95	97
Net Liability/Asset	95	97
Non-Current Portion	15	14
Current Portion	744	619

Profit & loss disclosure**(b) Expenses recognised in the profit & loss**

Particulars	31-Mar-25	31-Mar-24
Current service cost	51	60
Past service cost	-	-
Expenses recognised in the profit & loss	51	60

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 24 - EMPLOYEE BENEFIT OBLIGATIONS: (CONTD.....)

Sensitivity Analysis				
Particulars	31-Mar-25		31-Mar-24	
Defined Benefit Obligation (Base)	759		633	
Particulars	Decrease	Increase	Decrease	Increase
Discount rate (- / + 1%) (% change compared to base due to sensitivity)	888 16.97%	653 16.37%	744 18.50%	541 15.00%
Salary growth rate (- / + 1%) (% change compared to base due to sensitivity)	662 14.71%	814 7.16%	538 15.20%	709 14.00%
Attrition rate (- / + 50% of attrition rates) (% change compared to base due to sensitivity)	760 0.08%	759 0.10%	634 0.60%	632 0.60%
Financial Assumptions				
Particulars	31-Mar-25		31-Mar-24	
Discount rate (per annum)	6.71%		6.97%	
Salary growth rate (per annum)	7.00%		7.00%	
Demogrphic Assumptions				
Particulars	31-Mar-25		31-Mar-24	
Mortality table used	100% of IALM 2012-14		100% of IALM 2012-14	
Normal retirement age	58 Years		58 Years	
Attrition / withdrawal rates, based on age: (per annum)	1% - 3%		1% - 3%	

NOTE - 25 - FAIR VALUE MEASUREMENTS:

Financial instruments by category:

Particulars	As at March 31, 2025		As at March 31, 2024	
	FVTPL	Amortised cost	FVTPL	Amortised cost
Financial assets				
Investments				
Equity instruments	2	-	2	-
Mutual funds	-	-	-	-
Loans	-	-	-	-
Trade receivables	-	13,796	-	16,456
Cash and cash equivalents	-	501	-	119
Other Financial Asset	-	543	-	543
Total financial assets	2	14,840	2	17,118
Financial liabilities				
Borrowings	-	1,567	-	646
Trade payables	-	792	-	788
Other financial liabilities	-	111	-	42
Total financial liabilities	-	2,470	-	1,476

The carrying amounts of trade current loans, receivables, cash and cash equivalents, Security deposits, short term borrowings, trade payables and Other financial assets and liabilities are considered to be the same as their fair values due to their short-term nature.

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 26 - FINANCIAL RISK MANAGEMENT:

The Company's activities expose it to a variety of financial risks namely credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

(i) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Financial instruments that are subject to credit risk and concentration thereof principally consist of trade receivables, security deposits and cash and cash equivalents.

Credit risk on trade receivables is limited as the customers of the company mainly consists of the related parties, as a result the management has assessed that the credit risk is low.

Security deposits are receivable from the customers on the expiry of lease period, therefore the credit risk is limited. Credit risk on cash and cash equivalents is limited as the Company generally invest in deposits with banks and financial institutions with high credit ratings.

(ii) Liquidity risk

Liquidity is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. Company's objective is to, at all time maintain optimum levels of liquidity to meet its financial obligations. The Group manages liquidity risk by maintaining sufficient cash and cash equivalents and by having access to funding through an adequate amount of committed credit lines. In addition, processes and policies related to such risks are overseen by senior management.

Maturities of financial liabilities:

The table summarises the maturity profile of company's financial liabilities based on contractual undiscounted payments:

Particulars	Less than 1 year	1 - 3 Years	Total
March 31, 2025			
Borrowings	1,567	-	1,567
Trade payables	129	696	825
Other financial liabilities	111	-	111
	1,807	696	2,503
As at March 31, 2024			
Borrowings	646	-	646
Trade payables	117	697	814
Other financial liabilities	42	-	42
	805	697	1,502

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 27 - CAPITAL MANAGEMENT

(a) Risk Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company and borrowings.

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day-to day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets.

The Company's aim is to translate profitable growth to superior cash generation through efficient capital management. The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure. The Company is not subject to financial covenants in any of its significant financing agreements. The management also monitors the return on capital as well as the level of dividends to shareholders.

NOTE - 28 - SEGMENT INFORMATION:

The company's managing director who is identified as the chief operating decision maker of the company, examines the performance of the business and allocates funds on the basis of single operating segment 'Civil construction services' related to Construction. Accordingly segment disclosure has not been made.

Notes to the Financial Statements for the year ended 31st March, 2025

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 29 - RELATED PARTY TRANSACTIONS:

Entities in which KMP is either director / partner / having significant influence:

PCL Infracon Pvt Ltd	Abhaar Procon LLP
Shree Siddhivinayak Devstahan Trust	Aabhaar Infrastructure Pvt Ltd

Key Management Personnels:

Narendra M. Purohit (Director)	Saumil N. Purohit (CFO, Director)
Daarpan R. Shah (Director)	Nishitkumar C. Sandhani (C.S.)
Karan S. Shah (Director)	

Relatives of Key Management Personnel:

Narendra Purohit HUF

Transactions during the year

(Rupees in Thousands)

Transactions during the year	Year ended March 31,2025			Year ended March 31,2024		
	Enterprise over which Key Management Personnel exercise	Key Management Personnel & Relatives	Total	Enterprise over which Key Management Personnel exercise	Key Management Personnel & Relatives	Total
Loan Taken						
i) N.M Purohit	-	3,921	3,921	2,582	-	-
Loan Repaid						
i) N.M Purohit	-	3,000	3,000	1,936	-	-
Rent Expenses						
i) N.M. Purohit HUF	-	371	371	-	371	371

(Rupees in Thousands)

Balances at the end of the year	As at March 31, 2025		As at March 31, 2024	
	Enterprise over which Key Management Personnel exercise Significant Influence	Key Management Personnel & Relatives	Enterprise over which Key Management Personnel exercise Significant Influence	Key Management Personnel & Relatives
Borrowings				
i) N.M. Purohit	-	1,567	-	646
Rent				
i) N.M. Purohit HUF	-	28	-	28
Deposits				
i) N.M. Purohit HUF	-	5,000	-	5,000
Trade Receivables				
i) Aabhaar Procon LLP		4,900	4,900	-
ii) Aabhaar Infrastructure Pvt Ltd		1,218	1,218	-
iii) Shri Sidhivinayak Devsthan		7,678	10,338	-

Notes to the Financial Statements for the year ended 31st March, 2024

(All amounts in Rupees thousands, unless otherwise stated)

NOTE - 30 - RATIO ANALYSIS:

Sr. No.	Ratios	FY 2024-25	FY 2023-24	Variation	Reasons
1	Current ratio (Total current assets/ total current liabilities)	6.07	11.66	-47.94%	Due to decrease in Debtors and increase in borrowings
2	Debt equity ratio (Total debt/total equity)	0.09	0.00	NA	There was no loan taken last year
3	Debt service coverage ratio (Net profit+depreciation+interest/ instalments)	NA	NA	NA	NA
4	Return on equity ratio (PAT/shareholder's funds)	-0.14	-0.23	-37.49%	Due to no sales in previous year
5	Inventory turnover ratio (Net sales/average inventory)	NA	NA	NA	NA
6	Trade receivables turnover ratio Trade receivables/sales	11.50	0.00	NA	Due to no sales in previous year
7	Trade payables turnover ratio (Trade payables/sales)	0.69	0.00	NA	Due to no sales in previous year
8	Net capital turnover ratio (Shareholder's funds /sales)	14.54	0.00	NA	Due to no sales in previous year
9	Net profit ratio (PAT/sales)*100	-2.13	0.00	NA	Due to no sales in previous year
10	Return on capital employed (EBIT/capital employed)	-0.15	-0.22	-30.60%	Due to increase in sales in curent year
11	Return on investment Net return on investment/ Cost of Investment*100	NA	NA	NA	NA