QUALIANCE INTERNATIONAL PRIVATE LIMITED

AUDITOR'S REPORT

F.Y. 2023-24

MEHTA DOSHI & ASSOCIATES

CHARTERED ACCOUNTANTS

601, Ashok Heights, 6th Floor

Gundavali, Old Nagardas Cross Road

Near Bhuta School, Andheri (E)

Mumbai – 400 069

Tel: 022 – 26835971/72

Email: ashokmehtanco@gmail.com

Qualiance International Private Limited

Balance Sheet as at 31st March, 2024

(₹ in Hundred)

Particulars	Note No	31st March, 2024		31st March, 2023	
EQUITY AND LIABILITIES					
Shareholders' Funds					
(a) Share Capital	1	9,90,000		1,50,000	
(b) Reserves and Surplus	2	6,28,997		(1,14,387)	
(c) Money received against Share Warrants		-		-	
			16,18,997		35,613
Share Application Money pending allotment			-		-
Non-Current Liabilities					
(a) Long Term Borrowings	3	19,16,718		27,60,207	
(b) Deferred Tax Liabilities (Net)		-		-	
(c) Other Long Term Liabilities		-		-	
(d) Long Term Provisions		-		-	
			19,16,718		27,60,207
Current Liabilities					
(a) Short Term Borrowings		-		-	
(b) Trade Payables					
(A) Total outstanding dues of micro enterprises and small enterprises		-		-	
(B) Total outstanding dues of creditors other than micro enterprises and small	4	1,56,804		1,67,889	
(c) Other Current Liabilities	5	39,582		63,337	
(d) Short Term Provisions	6	60,637		20,213	
			2,57,023		2,51,438
TOTAL			37,92,739		30,47,257
ASSETS					
Non Current Assets					
(a) PPE and Intangible Assets					
(1) Property, Plant & Equipment (PPE)	7	14,56,541		11,19,325	
(2) Intangible Assets		-		-	
(3) Capital Work-in-progress		-		-	
(4) Intangible Assets under development		-		-	
		14,56,541		11,19,325	
(b) Non Current Investments		-		-	
(c) Deferred Tax Assets (Net)		17,998		18,388	
(d) Long Term Loans and Advances	8	12,829		17,009	
(e) Other Non Current Assets		-		-	
			14,87,368		11,54,722
Current Assets					
(a) Current Investments		-		-	
(b) Inventories	15	13,39,038		12,12,395	
(c) Trade Receivables	9	3,60,178		4,13,969	
(d) Cash and Cash Equivalents	10	1,76,571		76,333	
(e) Short Term Loans and Advances	11	2,87,514		90,763	
(f) Other Current Assets	12	1,42,068		99,076	
			23,05,370		18,92,535
TOTAL			37,92,739		30,47,257

See accompanying notes to the financial statements 23

As per my Report of even date attached
For Mehta Doshi & Associates
Chartered Accountants
FRN: 106209W
UDIN- 24016077BKBORR8519

Ashok S. Mehta
Proprietor
M. No. 016077

Place : Mumbai
Dated: July 11, 2024

For and on behalf of the Board of Directors

Mr. Vipul Badani (DIN - 00773202)

Mrs. Krupa Badani (DIN - 00186785)

Krupa R. Badani

Directors

Qualiance International Private Limited
Statement of Profit and Loss for the year ended 31st March, 2024

(₹ in Hundred)

Particulars	Note No.	31st March, 2024		31st March, 2023	
Revenue from Operations	13		37,25,132		35,45,308
Other Income	14		1,38,422		1,70,925
Total Income			**38,63,554**		**37,16,232**
Expenses					
Cost of Materials consumed			17,38,451		18,48,898
Purchases of Stock in Trade			-		-
Changes in Inventories of finished goods, Work in progress and Stock-in-Trade	15		(1,26,644)		34,204
Employee Benefits Expense	16		10,13,122		8,49,893
Finance Costs	17		1,88,415		1,79,584
Depreciation and amortization expense	7		86,912		95,622
Other Expenses	18		5,91,802		5,57,239
Total Expenses			**34,92,058**		**35,65,440**
Profit/ Loss before exceptional and extraordinary items and tax			3,71,496		1,50,792
Exceptional Items			-		-
Profit/ Loss before extraordinary items and tax			3,71,496		1,50,792
Extraordinary Items			-		-
Profit/ Loss before tax			3,71,496		1,50,792
Tax Expense					
Current Tax		-		-	
Deferred Tax		390	390	(136)	(136)
Profit for the Year			**3,71,106**		**1,50,929**
Earnings per equity share of face value of Rs. 10 each					
Basic (in ₹)			3.75		10.06
Diluted (in ₹)			3.75		10.06
See accompanying notes to the financial statements	23				

As per my Report of even date attached
For Mehta Doshi & Associates
Chartered Accountants
FRN: 106209W
UDIN- 24016077BKBORR8519

Ashok S. Mehta
Proprietor
M. No. 016077

Place : Mumbai
Dated: July 11, 2024

MEHTA DOSHI & ASSOCIATES
M. No. 016077
FRN - 106209W
Chartered Accountants

For and on behalf of the Board of Directors

Mr. Vipul Badani (DIN - 00773202)

Mrs. Krupa Badani (DIN - 00186785)

Krupa R. Badani

Directors

Qualiance International Private Limited
Cash Flow Statement for the year ended 31st March, 2024

(₹ in Hundred)

PARTICULARS	31-03-2024	31-03-2023
A Cash flows from operating activities		
Profit before taxation	3,71,496	1,50,792
Adjusted for:		
Depreciation	86,912	95,622
Income taxes paid	-	-
Interest Income	(1,643)	(20,892)
Finance Charges	1,88,415	1,79,584
Operating profit before working capital changes (Sub-total)	6,45,180	4,05,106
Working capital changes:		
Increase/ (Decrease) in Trade Payables	(11,085)	(55,000)
Increase/ (Decrease) in Other Long Term & Current Liabilities	(23,754)	(1,56,586)
Increase/ (Decrease) in Long Term & Short Term Provisions	40,424	8,065
(Increase)/ Decrease in Inventories	(1,26,644)	34,204
(Increase)/ Decrease in Trade Receivables	53,791	(2,07,896)
(Increase)/ Decrease in Other Current & Non Current Assets	(42,992)	(27,385)
Cash generated from operations	5,34,919	506
Income taxes paid	610	(1,292)
Net cash used in operating activities (Total- A)	5,35,529	(786)
B Cash flows from investing activities		
(Increase)/ Decrease in Long Term & Short Term Loans	(1,93,181)	1,16,973
Acquisition/ Sale of Fixed Assets	(51,849)	(10,814)
Interest Income	1,643	20,892
Net cash used in investing activities (Total -B)	(2,43,387)	1,27,052
C Cash flows from financing activities		
Proceeds from/ (Repayment of) Long-term & Short Term borrowings	(8,43,488)	1,11,408
Finance Charges	(1,88,415)	(1,79,584)
Net cash flow from financing activities (Total - C)	(1,91,904)	(68,175)
Net change in cash and cash equivalents (A+B+C)	1,00,238	58,091
Cash and cash equivalents at beginning of the year	76,333	18,242
Cash and cash equivalents at end of the year	1,76,571	76,333

As per my Report of even date attached
For Mehta Doshi & Associates
Chartered Accountants
FRN: 106209W
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Ashok S. Mehta
Proprietor
M. No. 016077

Place : Mumbai
Dated: July 11, 2024

Mehta Doshi & Associates Chartered Accountants FRN - 106209W M No 016077

For and on behalf of the Board of

Mr. Vipul Badani (DIN - 00773202)

Mrs. Krupa Badani (DIN - 00186785)

Krupa R. Badani

Directors

Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 1 - SHARE CAPITAL		
PARTICULARS	31-03-2024	31-03-2023
Authorised Capital		
99,00,000 Equity Shares of Rs. 10/- Each	9,90,000	1,50,000
Issued, Subscribed & Paid up		
99,00,000 Equity Shares of Rs. 10/- Each	9,90,000	1,50,000
TOTAL	9,90,000	1,50,000

Reconciliation of the number of shares outstanding and amount of share capital

PARTICULARS	31-03-2024	31-03-2023
	No. of Shares	No. of Shares
Equity Shares at the beginning of the Year	15,00,000	15,00,000
Add : Shares Issued	84,00,000	-
Equity Shares at the end of the Year	99,00,000	15,00,000

Details of Shares held by each shareholders holding more than 5% shares

PARTICULARS	31-03-2024		31-03-2023	
	No. of Shares	% Held	No. of Shares	% Held
Vipul J. Badani	5940000	60.00%	900000	60.00%
Krupa R. Badani	3960000	40.00%	600000	40.00%

Shareholding of Promoters

Current Reporting Period			
Shares held by promoters at the end of the year			% Change during the year
Promoter Name	No. of Shares	% of Total Shares	
Vipul J. Badani	5940000	60.00%	560.00%
Krupa R. Badani	3960000	40.00%	560.00%

Previous Reporting Period			
Shares held by promoters at the end of the year			% Change during the year
Promoter Name	No. of Shares	% of Total Shares	
Vipul J. Badani	900000	60.00%	0.00%
Krupa R. Badani	600000	40.00%	0.00%

MEHTA DOSHI & ASSOCIATES
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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 2 - RESERVES AND SURPLUS				
PARTICULARS	31-03-2024		31-03-2023	
Surplus				
Opening Balance	(5,41,938)		(6,92,867)	
Add : Profit/(Loss) for the year after tax	3,71,106		1,50,929	
		(1,70,832)		(5,41,938)
Revaluation Surplus				
Opening Balance	4,27,551		-	
Add : Additions during the year	4,07,211		4,27,551	
Less : Depreciation	(34,932)		-	
		7,99,829		4,27,551
TOTAL		6,28,997		(1,14,387)

(₹ in Hundred)

Note 3 - LONG TERM BORROWINGS				
PARTICULARS	31-03-2024		31-03-2023	
Secured Loans From Banks & FIs		13,61,538		11,84,413
Unsecured Loans				
From Bank & FIs	4,22,295		3,74,683	
From Directors	1,32,885	5,55,180	12,01,110	15,75,793
TOTAL		19,16,718		27,60,207

(₹ in Hundred)

Note 4 - TRADE PAYABLES		
PARTICULARS	31-03-2024	31-03-2023
Outstanding Dues of micro enterprises & small enterprises		
Outstanding Dues of creditors other than micro enterprises & small enterprises	1,56,804	1,67,889
TOTAL	1,56,804	1,67,889

(₹ in Hundred)

Note 5 - OTHER CURRENT LIABILITIES		
PARTICULARS	31-03-2024	31-03-2023
Advance from Customers	39,582	63,337
TOTAL	39,582	63,337

MEHTA DOSHI & ASSOCIATES
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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 6 - SHORT TERM PROVISIONS		
PARTICULARS	31-03-2024	31-03-2023
Income Tax	-	-
Opening Balance	-	-
Less : Paid during the year	-	-
	-	-
Add : Income Tax Provision for the Year	-	-
	-	-
Less : Transfer from/ to TDS & Advance Tax A/c	-	-
ESIC Payable	840	603
PF Payable	4,642	3,365
Professional Tax Payable	26	361
Salary Payable	15,802	4,833
TDS Payable	7,718	11,051
Wages Payable	31,609	-
TOTAL	60,637	20,213

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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 7 - PPE AND INTANGIBLE ASSETS

Particulars	Gross Block				Depreciation				Net Block	
	As at 01-04-2023	Additions (*)	Deletions	As at 31-03-2024	As at 01-04-2023	For the period	Deletions	As at 31-03-2024	As at 31-03-2024	As at 31-03-2023
Buildings	5,26,900	66,200	-	5,93,100	63,395	24,037	-	87,432	5,05,668	4,63,505
Factory Building	6,49,850	3,41,011	-	9,90,861	2,44,124	43,881	-	2,88,005	7,02,856	4,05,726
Furniture & Fixtures	1,44,393	5,100	-	1,49,494	1,13,346	8,326	-	1,21,672	27,822	31,047
Plant & Equipment	5,27,041	43,073	-	5,70,114	3,31,006	38,845	-	3,69,851	2,00,263	1,96,035
Motor Vehicles	67,425	-	23,453	43,971	57,399	1,743	20,749	38,393	5,579	10,025
Office Equipment	58,064	2,266	-	60,330	50,593	2,071	-	52,665	7,665	7,471
Computers	46,192	4,114	-	50,306	40,676	2,941	-	43,617	6,689	5,516
Total	20,19,864	4,61,764	23,453	24,58,175	9,00,539	1,21,844	20,749	10,01,634	14,56,541	11,19,325
Previous Year	15,81,499	4,38,365	-	20,19,864	8,04,917	95,622	-	9,00,539	11,19,325	7,76,582

(*) Note: Out of total additions of Rs. 4,61,764/- for F.Y. 2023-24, entire addtions in 'Buildings' of Rs. 66,200/- & 'Factory Building' of Rs. 3,41,011/- are on account of revaluation of said assets, as per reports dated 28th February, 2024, obtained from approved valuers. The Company has created a Revaluation Surplus for upward revaluation of said assets. Further, out of total depreciation of Rs. 1,21,844/- for F.Y. 2023-24, depreciation of Rs. 34,932/- corresponds to depreciation on upward revaluation and accordingly, the same has been adjusted against Revaluation Surplus and balance depreciation of Rs. 86,912/- has been shown in P&L Account.

Out of total additions of Rs. 4,38,365/- for F.Y. 2022-23, Rs. 4,27,551/- is on account of revaluation of 'Buildings' and 'Factory Building', as per revaluation reports dated 29th March, 2023 and 31st March, 2023, obtained from approved valuers. The Company has created a Revaluation Surplus for upward

MEHTA DOSHI & ASSOCIATES
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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 8 - LONG TERM LOANS AND ADVANCES		
PARTICULARS	31-03-2024	31-03-2023
Akhil Traders	1,750	1,750
Deposits	9,844	14,024
Sailesh Engg. Works Pvt. Ltd.	1,000	1,000
Winsel & Co	235	235
TOTAL	12,829	17,009

(₹ in Hundred)

Note 9 - TRADE RECEIVABLES		
PARTICULARS	31-03-2024	31-03-2023
Sundry Debtors (Unsecured, considered good)	3,60,178	4,13,969
TOTAL	3,60,178	4,13,969

(₹ in Hundred)

Note 10 - CASH AND CASH EQUIVALENTS				
PARTICULARS	31-03-2024		31-03-2023	
Cash on hand		5,850		5,426
Bank Balances	-		-	
Current A/C	1,60,285		53,947	
Fixed Deposits with Bank	10,436	1,70,721	16,961	70,908
TOTAL		1,76,571		76,333

(₹ in Hundred)

Note 11 - SHORT TERM LOANS AND ADVANCES				
PARTICULARS	31-03-2024		31-03-2023	
Advance Tax, TDS & TCS	-		-	
Opening Balance	3,907		2,615	
Add : Paid during the Year	-		-	
	3,907		2,615	
Less : Income Tax Refund	(1,894)		(583)	
	2,013		2,031	
Add : TDS for the Year	1,241		1,863	
	3,254		3,894	
Add : TCS for the Year	43		13	
	3,297		3,907	
Less : Transferred to/ from Income Tax A/c		3,297		3,907
Advance to Staff		39,387		41,992
Advances Against Goods		2,40,002		41,872
Prepaid Expenses		4,828		2,993
TOTAL		2,87,514		90,763

MEHTA DOSHI & ASSOCIATES
Chartered Accountants

Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 12 - OTHER CURRENT ASSETS		
PARTICULARS	31-03-2024	31-03-2023
Aditya Birla (TDS Reimbusment)	467	349
Bajaj Fiannace (TDS Reimbursement)	83	237
Duty Drawback Receivable (Air)	116	1,346
Duty Drawback Receivable (Sea)	874	12,104
ECL Wallet	750	-
Fed Bank (TDS Reimbursement)	144	-
Fullerton Bank (Reimbursement)	113	357
GST Receivable	1,36,567	81,773
L&T Finance (TDS Reimbursment)	59	184
MVAT Receivable	2,509	2,509
TATA Capital (TDS Reimbusment)	204	218
Urgo Capital (TDS Reimbursement)	183	-
TOTAL	1,42,068	99,076

MEHTA DOSHI & ASSOCIATES
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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 4 - TRADE PAYABLES AGEING SCHEDULE

Figures for Current Reporting Period

PARTICULARS	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-	-
Others	-	1,56,804	-	-	-	1,56,804
Disputed Dues - MSME	-	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-	-
TOTAL	-	1,56,804	-	-	-	1,56,804

(₹ in Hundred)

Figures for Previous Reporting Period

PARTICULARS	Not Due	Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
MSME	-	-	-	-	-	-
Others	-	1,67,889	-	-	-	1,67,889
Disputed Dues - MSME	-	-	-	-	-	-
Disputed Dues - Others	-	-	-	-	-	-
TOTAL	-	1,67,889	-	-	-	1,67,889

(₹ in Hundred)

Note 9 - TRADE RECEIVABLES AGEING SCHEDULE

Figures for Current Reporting Period

PARTICULARS	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables	-	-	-	-	-	-	-
Considered Good	-	3,60,112	66	-	-	-	3,60,178
Considered Doubtful	-	-	-	-	-	-	-
Disputed trade receivables	-	-	-	-	-	-	-
Considered Good	-	-	-	-	-	-	-
Considered Doubtful	-	-	-	-	-	-	-
TOTAL	-	3,60,112	66	-	-	-	3,60,178

(₹ in Hundred)

Figures for Previous Reporting Period

PARTICULARS	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables	-	-	-	-	-	-	-
Considered Good	-	4,13,483	-	236	-	249	4,13,969
Considered Doubtful	-	-	-	-	-	-	-
Disputed trade receivables	-	-	-	-	-	-	-
Considered Good	-	-	-	-	-	-	-
Considered Doubtful	-	-	-	-	-	-	-
TOTAL	-	4,13,483	-	236	-	249	4,13,969

MEHTA DOSHI & ASSOCIATES
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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 13 - REVENUE FROM OPERATIONS				
PARTICULARS	31-03-2024		31-03-2023	
Exports	32,40,563		33,25,151	
Job Work	607		1,102	
Sales	4,52,743	36,93,913	1,75,254	35,01,507
Sale of License		18,722		23,350
Duty Drawback - Air	5,496		6,096	
Duty Drawback - Sea	7,001	12,497	14,355	20,450
TOTAL		37,25,132		35,45,308

(₹ in Hundred)

Note 14 - OTHER INCOME				
PARTICULARS	31-03-2024		31-03-2023	
Interest Income		-		-
Bank FDR Interest	1,064		710	
Interest from Premium Account	503		347	
Interest on IT Refund	76		-	
Interest Subvention Received From BoB	-	1,643	19,835	20,892
Foreign Exchange Rate Difference		93,407		62,840
Other Income		39,322		84,188
Profit on Sale of Car	-	-	-	-
Rebate & Discount		110		3,004
Sample Development Charges		3,940		-
TOTAL		1,38,422		1,70,925

(₹ in Hundred)

Note 15 - CHANGES IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK-IN-TRADE				
PARTICULARS	31-03-2024		31-03-2023	
Stock at the End	13,39,038	Nil	12,12,395	Nil
Work in Progress at the End	Nil	13,39,038	Nil	12,12,395
Stock at the Beginning	12,12,395	Nil	12,46,598	Nil
Work in Progress at the Beginning	Nil	12,12,395	Nil	12,46,598
TOTAL		(1,26,644)		34,204

(₹ in Hundred)

Note 16 - EMPLOYEE BENEFITS EXPENSE		
PARTICULARS	31-03-2024	31-03-2023
Directors Remuneration	36,000	36,000
ESIC	8,506	6,328
Mediclaim for Staff	-	2,354
PF Admin Charges	1,302	852
Provident Fund	29,420	21,293
Salary	97,229	90,300
Staff Welfare Expenses	14,247	13,477
Wages	8,26,418	6,79,289
TOTAL	10,13,122	8,49,893

MEHTA DOSHI & ASSOCIATES
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Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Note 17 - FINANCE COSTS				
PARTICULARS	31-03-2024		31-03-2023	
Bank Charges		35,943		29,154
To Bank, FI	1,46,192		1,45,582	
To Related Parties		-		-
To Others		1,46,192		1,45,582
Loan Processing Charges		6,280		4,848
TOTAL		1,88,415		1,79,584

(₹ in Hundred)

Note 18 - OTHER EXPENSES				
PARTICULARS	31-03-2024		31-03-2023	
Advertising Charges		40,266		90,775
Audit Fees	900		926	
Audit Fees - Foreign	-	900	2,743	3,669
Commission		304		775
Conveyance		84		224
Donation		2,050		-
Electricity Charges		34,200		23,990
Insurance		5,363		3,562
Legal & Professional Fees	38,326		28,341	
Legal & Professional Fees - Foreign	45,624	83,950	6,835	35,176
Rent Paid		17,980		17,520
Repairs & Maintenance		38,388		35,244
Sales Promotion		2,712		-
Telephone & Mobile Expenses		3,723		3,932
Transportation & Freight		70,698		72,990
Local Travelling Expenses	15,241		17,178	
Foreign Travelling Expenses	675	15,916	7,433	24,610
Books & Subscription		254		301
Certification Charges		3,296		5,652
Computer Expenses		2,835		4,723
Delivery Charges	-	-	-	-
Factory Expenses		7,660		5,963
Forwarding & Clearing Charges		1,35,799		1,15,277
General Expenses		8,482		7,080
Interest & Late Fees		4,793		1,786
Job Work		2,890		-
License Fees		725		1,129
O/s Duty Drawback (Air) w/o		1,270		-
O/s Duty Drawback (Sea) w/o		11,825		-
Office Expenses		3,343		2,375
Packing Expenses		34,030		32,673
Postage & Courier Expenses		32,573		46,678
Printing & Stationery		8,231		10,514
Property Tax		4,967		4,204
Rent on Machinery		2,338		4,123
ROC Charges		8,850		27
Washing Charges		177		1,242
Xerox Expenses		931		1,027
TOTAL		5,91,802		5,57,239

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN 106209W
Chartered Accountants

Qualiance International Private Limited
Notes Forming Part of Financial Statements

Note 19 - OTHER REGULARTORY INFORMATION

(i) All Title Deeds of Immovable Property are held in the name of the Company.

(ii) The Company has revalued certain Property, Plant and Equipment during the year, as per valuation reports.

(iii) Details of Loans or Advances in the nature of Loans granted to promoters, Directors, KMPs and related parties that are:
(a) repayable on demand or
(b) without specifying any terms or period of repayment

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage of total Loans and Advances in the nature of loans
Promoters	-	0%
Directors	-	0%
KMPs	-	0%
Related Parties	-	0%

(iv) The Company does not have any Capital-Work-in-Progress during the year.

(v) The Company does not have any Intangible assets under development.

(vi) No proceedings have been initiated, or are pending, against the Company for holding Benami Property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(vii) The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets.

(viii) The Company has not been declared a wilful defaulter by any bank or financial institution.

(ix) The Company has not entered into any transaction with companies struck off under Section 248 of Companies Act, 2013.

(x) There are no charges or stasifaction yet to be registered with Registrar of Companies beyond the statutory period.

(xi) The Company does not own any Subsidiares. Hence the question of Complying with Section 2(87) of Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017 does not arise.

MEHTA DOSHI & ASSOCIATES
M. No. 016077
FRN 106209W
Chartered Accountants

Qualiance International Private Limited
Notes Forming Part of Financial Statements

Note 19 - OTHER REGULARTORY INFORMATION

(xii) Disclosure of Ratios

Sr. No.	Ratios	Numerator	Denominator	Current Period	Previous period	% of Change
1	Current Ratio	Current Assets	Current Liabilities	8.97	7.53	19.12
2	Debt Equity Ratio	Long Term Debt + Short Term Debt	Shareholder's Equity	1.18	77.51	(98.48)
3	Debt Service coverage ratio	Earnings available for debt service	Debt Service (Int+Principal)	.72	.69	4.35
4	Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	22.92%	423.81%	(94.59)
5	Inventory Turnover Ratio	COGS	Average	1.26 Times	1.53 Times	(17.65)
6	Trade Receivables turnover ratio	Net Revenue from Operations	Average trade receivables	9.62	11.44	(15.91)
7	Trade payables turnover ratio	Total Purchases	Closing Trade Payables	13.97	12.03	16.13
8	Net capital turnover ratio	Revenue	Working capital (CA-CL)	1.82	2.16	(15.74)
9	Net profit ratio	Net Profit	Net Revenue from Operations	9.96%	4.26%	133.80
10	Return on Capital employed	Earnings before Interest and Tax	Capital Employed	31.98%	832.22%	(96.16)
11	Return on investment	Income generated from investments	Average Investment	0.00%	0.00%	-

(xiii) The Company does not have any Scheme of Arragements approved by Competent Authority in terms of sections 230 to 237 of Companies Act, 2013.

(xiv) Utilisation of Borrowed funds and share premium:

(A) The Company has neither advanced nor loaned nor invested funds (neither borrowed funds nor share premium nor any other source/ kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall

(i) 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

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:

(i) 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

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

MEHTA DOSHI & ASSOCIATES
M. No. 116077
FRN . 106209W
Chartered Accountants

Qualiance International Private Limited
Notes Forming Part of Financial Statements

Note 20 - OTHER INFORMATION

Additional Information provided below is as completed and certified by the director
(a) All Expenses in foreign currency are recognised in Statement of Profit and Loss Account
(b) Earnings in foreign exchanges during the year is recognised in Statement of P & L Account
(c) Value of Imports calculated on CIF basis during the year is recognised in Statement of P & L Account
(d) Non resident shareholders : Not Applicable
(e) As per the information available with the Company, no amount is outstanding to small scale Industrial Unit.
(f) Name(s) of small scale industrial undertaking(s) to whom the Company owes any sum together with interest outstanding for more than thirty days : Not Applicable

Note 21 - DISCLOSURE IN ACCORDANCE WITH SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELPOMENT ACT, 2006 :

Particulars	Amount
(a) Principal amount remaining unpaid and interest dues thereon	NIL
(b) Interest paid in terms of section 16	NIL
(c) Interest due and payable for the period of delay in payments	NIL
(d) Interest accured and remaing unpaid	NIL
(e) Interest due and payable even in succeeding years	NIL

Note 22 - RELATED PARTY DISCLOSURES

Names of related parties & description of relationship

Description of relationship	Name of related parties
Key Management Personnel	Vipul J. Badani, Krupa R. Badani
Relatives of KMP	Bhoomin R. Badani, Dhriti V. Badani, Pratiksha V. Badani Rajesh J. Badani, Sneha B. Badani
Entities in which KMP/ relatives of KMP can exercise significant influence	Silvertraq International Private Limited

Note : Related parties have been identified by the Management.

MEHTA DOSHI & ASSOCIATES
M No 116077
FRN - 106209W
Chartered Accountants

Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Details of related party transactions during the year & balances outstanding at the end of period

Particulars	Holding Company	Subsidiaries/ Fellow Subsidiaries	Associates	KMP/ Relatives of KMP	Entities in which KMP/ relatives of KMP can exercise significant influence	Total
Transactions during the year						
1 Directors' Remuneration	-	-	-	36,000	-	36,000
	-	-	-	(36,000)	-	(36,000)
2 Salaries	-	-	-	48,000	-	48,000
	-	-	-	(48,000)	-	(48,000)
3 Other Income	-	-	-	-	39,322	39,322
	-	-	-	-	(84,199)	(84,199)
4 Net loans repaid	-	-	-	10,71,771	-	10,71,771
	-	-	-	(77,987)	-	(77,987)
5 Sales	-	-	-	-	2,25,656	2,25,656
	-	-	-	-	(1,60,902)	(1,60,902)
Balances at the end of the year						
1 Loans & Borrowings	-	-	-	1,29,339	-	1,29,339
	-	-	-	(12,01,110)	-	(12,01,110)
2 Trade Receivables	-	-	-	-	46,318	46,318
	-	-	-	-	(1,14,941)	(1,14,941)
3 Provisions	-	-	-	4,336	-	4,336
	-	-	-	(4,833)	-	(4,833)

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN - 106209W
Chartered Accountants

Qualiance International Private Limited
Notes Forming Part of Financial Statements

(₹ in Hundred)

Disclosure in respect of major related party transactions during the year			
Particulars	Relationship	2023-24	2022-23
1 Directors' Remuneration		-	-
Krupa R. Badani	KMP	12,000	(12,000)
Vipul J. Badani	KMP	24,000	(24,000)
2 Salaries			
Bhoomin R. Badani	Relative of KMP	12,000	(12,000)
Pratiksha V. Badani	Relative of KMP	12,000	(12,000)
Rajesh J. Badani	Relative of KMP	12,000	(12,000)
Sneha B. Badani	Relative of KMP	12,000	(12,000)
3 Other Income			
Silvertraq International Private Limited	Entities in which KMP/ relatives of KMP can exercise significant influence	39,322	(84,199)
4 Net loans repaid			
Krupa R. Badani	KMP	2,45,942	(54,517)
Vipul J. Badani	KMP	8,25,829	(23,471)
5 Sales			
Silvertraq International Private Limited	Entities in which KMP/ relatives of KMP can exercise significant influence	2,25,656	(1,60,902)
		-	-

As per my Report of even date attached
For MEHTA DOSHI & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 106209W
UDIN- 24016077BKBORR8519

ASHOK S. MEHTA
PROPRIETOR
M. No. 016077

PLACE: MUMBAI
Dated: July 11, 2024

MEHTA DOSHI & ASSOCIATES
M. No. 016077
FRN - 106209W
Chartered Accountants

For and on behalf of the Board of Directors

Mr. Vipul Badani (DIN - 00773202)

Mrs. Krupa Badani (DIN - 00186785)

Krupa R. Badani

Directors

MEHTA DOSHI & ASSOCIATES
CHARTERED ACCOUNTANTS

Tel: 022 – 26835971/72
Email: ashokmehtanco@gmail.com
601, Ashok Heights, 6th Floor
Gundavali, Old Nagardas Cross Road
Near Bhuta School, Andheri (E)
Mumbai – 400 069

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Qualiance International Private Limited

Opinion

I have audited the accompanying Financial Statements of **Qualiance International Private Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2024, the Statement of Profit and Loss account, the Cash Flow Statement for the year then ended and a Summary of significant accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

In my opinion and to the best of my information and according to the explanations given to me, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view, in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its Loss and its cash flows for the year ended on that date.

Basis for Opinion

I conducted my audit in accordance with the Standards on Auditing (SAs) specified under section 143 (10) of the Companies Act, 2013. My responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am 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 my audit of the Financial Statements under the provisions of the Companies Act, 2013 and the rules thereunder, and I have fulfilled my other ethical responsibilities in accordance with these requirements and the Code of Ethics.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key Audit Matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the Financial Statements of the current period. These matters were addressed in the context of my audit of the Financial Statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701 - Key Audit Matters are not applicable to the Company as it is an unlisted company.

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN 106209W
Chartered Accountants

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and my auditor's report thereon.

My opinion on the Financial Statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the Financial Statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or my knowledge obtained during the course of my audit or otherwise appears to be materially misstated.

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

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provision 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

My 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 my 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, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN 106209W
Chartered Accountants

- 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 my 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, I am also responsible for expressing my opinion on whether the Company has an 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my 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 standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. I consider quantitative materiality and qualitative factors in (i) planning the scope of my audit work and in evaluating the results of my work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

I 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 I identify during my audit.

I also provide those charged with governance with a statement that I 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 my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I 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. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

MEHTA DOSHI & ASSOCIATES
M No [illegible]
FRN 106209W
Chartered Accountants

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143 (11) of the Act, I have enclosed in the annexure a statement on matters specified in paragraph 3 & 4 of the said order.

2. As required by Section 143 (3) of the Act, I report that:

   a. I have sought and obtained all the information and explanations which, to the best of my knowledge and belief, were necessary for the purpose of my audit.

   b. In my opinion, proper books of account as required by law have been kept by the Company so far as it appears from my examination of those books.

   c. The Balance Sheet, the Statement of Profit and Loss account and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

   d. In my opinion, the aforesaid standalone Financial Statements comply with the Accounting Standards prescribed under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e. On the basis of the written representations received from the Directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

   f. Since the Company's turnover as per last audited Financial Statements is less than Rs. 50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs. 25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the Internal Financial Controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017.

   g. With respect to the other matters to be included in the Auditor's report in accordance with the requirements of Sec 197(16) of the Act as amended, I report that Section 197 is not applicable to a Private Company. Hence reporting as per Section 197(16) is not required.

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

      i. As informed to me, the Company does not have any pending litigations which would impact its financial position.

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

      iv. a. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

MEHTA DOSHI & ASSOCIATES
M. No. [illegible]6077
FRN 106209W
Chartered Accountants

b. The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. No dividend has been declared or paid during the year by the Company.

For Mehta Doshi & Associates
Chartered Accountants
FRN: 106209W
UDIN - 24016077BKBORR8519

(Ashok S. Mehta)
Proprietor
M. No. 016077

Mehta Doshi & Associates
M. No. 016077
FRN 106209W
Chartered Accountants

Place : Mumbai
Date : July 11, 2024

MEHTA DOSHI & ASSOCIATES
CHARTERED ACCOUNTANTS

Tel: 022 – 26835971/72
Email: ashokmehtanco@gmail.com
601, Ashok Heights, 6th Floor
Gundavali, Old Nagardas Cross Road
Near Bhuta School, Andheri (E)
Mumbai – 400 069

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

REPORT ON THE COMPANIES (AUDITOR'S REPORT) ORDER, 2020

(REFERRED TO IN PARAGRAPH 1 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF MY REPORT OF EVEN DATE)

In terms of the information and explanations sought by me and given by the Company and the books and records examined by me in the normal course of audit and to the best of my knowledge and belief, I state that: -

I. (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. Accordingly, clause 3(I)(a)(B) of the Order is not applicable to the Company.

(b) As explained to me, all Property, Plant and Equipment have not been physically verified by the management during the year but there is a regular programme of verification which, in my opinion, is reasonable having regard to the size of the Company and the nature of its Property, Plant and Equipment. No material discrepancies were noticed on such verification.

(c) The title deeds of all immoveable 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.

MEHTA DOSHI & ASSOCIATES
M. No. 116077
FRN 106209W
Chartered Accountants

(d) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. The revaluation is based on the valuation by a Registered Valuer. The amount of change in net carrying value of Property, Plant and Equipment where change is more than 10% is as under:

Description of property	Gross carrying value before Revaluation	Revaluated Value (in Rs.)	Amount of change	% change in value	Remark
Tirupur land and building	6,49,85,000	9,90,86,055	3,41,01,055	52.48%	Valuation as per report dated 04/03/2024
Commercial Premises 405, 406, 407-B Knox	3,40,56,000	3,87,38,700	46,82,700	13.75%	Valuation as per report dated 29/02/2024
Commercial Premises 206-B Knox	1,27,44,000	1,44,96,300	17,52,300	13.75%	Valuation as per report dated 29/02/2024

(e) No proceedings have been initiated nor are pending against the Company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

II. (a) As explained to me, the inventory has been physically verified at reasonable intervals during the year by the management. In my opinion, the coverage and procedure of verification is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on verification between the physical stocks and the book records.

(b) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets during any point of time of the year. The quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company.

III. As explained to me, the Company had not made any investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to any companies, firms, Limited Liability Partnerships or any other parties. Accordingly, provisions of clause 3(III)(a), 3(III)(b), 3(III)(c), 3(III)(d), 3(III)(e) and 3(III)(f) of the Order are not applicable to the Company.

IV. According to the information and explanations given to me, the Company has not given any loans, investments guarantees, or security where provision of Section 185 and 186 of the Companies Act, 2013 are to be complied with.

MEHTA DOSHI & ASSOCIATES
M. No. 016077
FRN - 106209W
Chartered Accountants

V. In my opinion and according to the information and explanations given to me, the Company has not accepted any deposits which are deemed to be deposits, covered under the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. According to the information and explanations given to me, 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, in this regard.

VI. As per information & explanation given by the management, maintenance of cost records has not been prescribed under section 148(1) of the Act.

VII. a) According to the information and explanations given to me and on the basis of my examination of the records of the Company, the Company is generally regular in depositing, with appropriate authorities, undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it.

According to the information and explanations given to me, no undisputed amounts payable in respect of Goods and Services Tax, Income Tax, Wealth Tax, Service Tax, Sales Tax, Custom Duty, Excise Duty and Cess were in arrears, as at 31st March 2024 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to me, there are no dues of Goods & Services Tax (GST), Income Tax, Custom Duty, Wealth Tax, Excise Duty and Cess which have not been deposited on account of any dispute, except following:

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which the amount relates	Forum where Dispute is pending	Remarks, if Any
GST	Tax	15,06,960	F.Y. 17-18	The Assistant Commissioner (ST) (FAC)	Appeal filed (10% of disputed tax amount Rs. 1,50,696 deposited)
GST	Interest	18,48,976	F.Y. 17-18	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Penalty	15,06,960	F.Y. 17-18	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Tax	10,88,545	F.Y. 18-19	The Assistant Commissioner (ST) (FAC)	Appeal filed (10% of disputed tax amount Rs. 1,08,855 deposited)
GST	Interest	10,76,571	F.Y. 18-19	The Assistant Commissioner (ST) (FAC)	Appeal filed

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN 106209W
Chartered Accountants

GST	Penalty	10,90,795	F.Y. 18-19	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Tax	9,01,764	F.Y. 19-20	The Assistant Commissioner (ST) (FAC)	Appeal filed (10% of disputed tax amount Rs.90,178 deposited)
GST	Interest	6,77,385	F.Y. 19-20	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Penalty	9,08,104	F.Y. 19-20	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Tax	32,59,385	F.Y. 20-21	The Assistant Commissioner (ST) (FAC)	Appeal filed (10% of disputed tax amount Rs. 3,25,941 deposited)
GST	Interest	16,06,673	F.Y. 20-21	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Penalty	33,10,503	F.Y. 20-21	The Assistant Commissioner (ST) (FAC)	Appeal filed
GST	Tax	11,06,374	F.Y. 21-22	The Assistant Commissioner (ST) (FAC)	Appeal filed (10% of disputed tax amount Rs. 1,10,636 deposited)
GST	Interest	2,95,356	F.Y. 21-22	The Assistant Commissioner (ST) (FAC)	NA
GST	Penalty	11,06,374	F.Y. 21-22	The Assistant Commissioner (ST) (FAC)	NA
	Total Rs.	**2,12,90,725**			

VIII. According to the information and explanations given to me, no transactions not recorded in the Books of Accounts have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

MEHTA DOSHI & ASSOCIATES
M. No. 016877
FRN - 106209W
Chartered Accountants

IX. (a) Based on my audit procedures and according to the information and explanations given to me, I am of the opinion that the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) The Company is not a declared willful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to me, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to me, no funds raised on short term basis have been utilized for long term purposes.

(e) According to the information and explanations given to me, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, clause 3(IX)(e) is not applicable.

(f) According to the information and explanations given to me, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, clause 3(IX)(f) is not applicable.

X. (a) The Company has not raised money by way of initial public offer or further public offer (including debt instrument) during the year. Accordingly, clause 3(X)(a) of the Order is not applicable.

(b) The Company has not made any preferential allotment or private placement of shares or fully or partly or optionally convertible debentures during the year. Accordingly, 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 me, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year.

(b) According to the information and explanations given to me, no report under sub-section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) According to the information and explanations given to me, no whistle-blower complaints were received during the year by the Company.

XII. The Company is not a Nidhi Company. Accordingly, clause 3(XII)(a), 3(XII)(b) and 3(XII)(c) of the Order are not applicable.

MEHTA DOSHI & ASSOCIATES
M. No. 036077
FRN - 106209W
Chartered Accountants

XIII. Based upon the audit procedures performed and according to the information and explanations given to me, 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. According to the information and explanations given to me, the Company has no internal audit system. Accordingly, clause 3(XIV)(a), of the Order is not applicable.

XV. In my opinion and according to the information and explanations given to me, the Company has not entered into any non-cash transactions with directors or persons connected with him.

XVI. (a) In my Opinion and based on my examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, clause 3(XVI)(a) of the Order is not applicable.

(b) In my Opinion and based on my examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(XVI)(b) of the Order is not applicable.

(c) In my Opinion and based on my examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(XVI)(c) of the Order is not applicable.

(d) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.

XVII. According to the information and explanations given to me, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

XVIII. There has not been any resignation of Statutory Auditors during the year. Hence, provisions of clause 3(XVIII) of the Order is not applicable.

XIX. According to the information and explanations given to me and 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, my knowledge of the Board of Directors and management plans and based on my examination of the evidence supporting the assumptions, nothing has come to my attention, which causes me 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. I, however, state that this is not an assurance as to the future viability of the Company. I further state that my reporting is based on the facts up to the date of the audit report and I 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.

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN 106209W
Chartered Accountants

XX. The provisions of Section 135 towards Corporate Social Responsibility are not applicable to the Company. Accordingly, clauses 3(XX)(a) and 3(XX)(b) of the Order are not applicable.

XXI. This report is being in respect of Standalone Financial Statements. Hence, provisions of clause 3(xxi) of the Order are not applicable.

For Mehta Doshi & Associates
Chartered Accountants
FRN: 106209W
UDIN - 24016077BKBORR8519

(Ashok S. Mehta)
Proprietor
M. No. 016077

MEHTA DOSHI & ASSOCIATES
M. No. 016077
FRN 106209W
Chartered Accountants

Place : Mumbai
Date : July 11, 2024

Qualiance International Private Limited

Notes Forming Part of Financial Statements

Note 23 - STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

1. CORPORATE INFORMATION

Qualiance International Private Limited ("The Company") is a Private Limited Company incorporated in India on August 24, 2006 and registered under the Companies Act, 2013 having its Registered Office at **B-406, Knox Plaza, Mindspace, Next to Tangent Showroom, Malad (W), Mumbai - 400 064. The Company is a manufacturer and exporter of garments.**

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Accounting

These Financial Statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. The Financial Statements of the Company have been prepared to comply with the Accounting Standards, including the rules notified under the relevant provisions of the Companies Act, 2013.

All assets and liabilities have been classified as current or non-current as per the Companies normal operating cycle and other criteria set out in the schedule III to the Companies Act, 2013.

Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

2.2 System of Accounting

A. The Company follows mercantile system of accounting and recognizes income and expenditure on accrual basis.

B. Financial Statements are prepared under the historical cost convention.

C. The Accounting policies adopted in the preparation of financial statement are consistence with those followed in the previous year.

D. The preparation of Financial Statements, in conformation with Indian GAAP, requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the reported income and expenses during the year. The management believes that the estimates used in the preparation of the Financial Statements are prudent and reasonable.

MEHTA DOSHI & ASSOCIATES
M. No. 116077
FRN. 106209W
Chartered Accountants

2.3 **Revenue Recognition**

A) Sale of Goods

Sales are recognized on transfer of significant risk and rewards of ownership to the buyer, which is generally on the dispatch of goods and are recognized net of discounts, rebates, and net of returns, which generally coincides with the delivery of goods to the customers. Sales are recognized as when goods are supplied to stockiest and are recorded net of taxes.

B) Income from Services

Revenue from service contracts are recognized pro-rata over the period of the contract as and when services are rendered.

C) Other Income

Interest income is accounted on accrual basis.

2.4 **Foreign Currency Transactions**

(i) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction. Any Foreign Exchange Difference during the payment is recorded in Profit & Loss Account.

(ii) Non-monetary foreign currency items are carried at cost.

2.5 **Fixed Assets**

A) Tangible Assets

Tangible assets including investment properties, are carried at cost of acquisition less accumulated depreciation. During the year under consideration, assets classified under the head 'Buildings' and 'Factory Building' have been revalued as per Valuation report by approved valuer.

B) Depreciation

Depreciation is provided on a pro rata basis over the useful life of the assets in the manner prescribed by schedule II of the Companies Act, 2013 on written down value basis.

Depreciation on revalued assets has been charged to Revaluation Surplus.

Useful life of Assets has been taken as prescribed in schedule II part C of the Act.

2.6 **Investments**

There are not long term investments.

2.7 **Inventory**

Inventories have been valued at lower of cost and market value.

MEHTA DOSHI & ASSOCIATES
M No 116077
FRN - 106209W
Chartered Accountants

2.8 Employee Benefits

(i) Short Term employee benefits are recognized as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

(ii) The Company has not provided any Post employment and other long-term employee benefits; hence, the question of further reporting does not arise.

(iii) The Company has paid the Bonus to its employees as per the provisions of the Bonus Act and it has deducted and made the payments of PF & ESIC as per the provisions of Provident Fund Act and ESIC Act.

2.9 Earnings per Share

Basic earnings per share is computed by dividing the profit/ (loss) after tax (including the post-tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year.

2.10 Goods & Services Tax

GST is charged as and when supplies are made and accounted on the preparation of Invoice.

2.11 Provision for Current and Deferred Tax

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax is recognized on timing difference, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or subsequently enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for the timing differences of items other than unabsorbed depreciation and carry forwarded losses only to the extent that reasonable certainty exist that sufficient future taxable income will be available against which this can be realized. However, if there are unabsorbed depreciation and losses, deferred tax assets are recognized only if there is virtual certainty that there will be sufficient future taxable income available to realize the assets. Deferred tax assets and liabilities are offset if such items relate to taxes or income levied by the same governing tax laws and the Company has a legally enforceable right to such setoff. Deferred tax assets are reviewed at each balance sheet date for their realizability.

2.12 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Assets are neither recognized nor disclosed in the Financial Statements.

MEHTA DOSHI & ASSOCIATES
M No 016077
FRN - 106209W
Chartered Accountants

2.1 Previous Year's figures

The figures for the previous period have been restated, regrouped and reclassified wherever required, to comply with the requirements of AS and Schedule III.

As per my report of even date attached
For Mehta Doshi & Associates
Chartered Accountants
FRN: 106209W
UDIN - 24016077BKBORR8519

(Ashok S. Mehta)
Proprietor
M. No. 016077

Place : Mumbai
Date : July 11, 2024

MEHTA DOSHI & ASSOCIATES
M. No. 016077
FRN - 106209W
Chartered Accountants

For and on behalf of the Board of Directors

Mr. Vipul Badani (DIN - 00773202)

Mrs. Krupa Badani (DIN - 00186785)

Krupa R. Badani

Directors

QUALIANCE INTERNATIONAL PRIVATE LIMITED
Corporate Identification Number: U17299MH2006PTC164026
Regd. Office: 406, B Wing, Knox Plaza, Next to Tangent Showroom, Mind space, Malad (West)
Mumbai – 400 064
Tele: (022) 4266 6003; Fax: (022) 4264 6003
Email Address: vipul@qualiance.com

DIRECTORS' REPORT

To,
The members
Qualiance International Private Limited (herein after referred as "**the Company**")

Your Directors submit their Seventeenth Annual Report on the business and operations of the Company along the financial statements for the year ended 31st March, 2024 ("**the year**") in accordance with provisions of section 134(3) of the Companies Act, 2013 ("**the Act**").

1. Financial Summary:

The financial results of the Company for the year in comparison with the previous year are summarized below.

Description	F.Y. 2023-24 Amount in Rupees	F.Y. 2022-23 Amount in Rupees
Turnover	37,25,13,200	35,45,30,800
Other Income	1,38,42,200	1,70,92,500
Total Revenue	**38,63,55,400**	**37,16,23,200**
Less: Expenses		
Cost of materials consumed	17,38,45,100	18,48,89,800
Changes in Inventories of finished goods, work in progress and Stock-in-Trade	-1,26,64,400	34,20,400
Employee Benefit Expense	10,13,12,200	8,49,89,300

Finance Costs	1,88,41,500	1,79,58,400
Depreciation and Amortization expense	86,91,200	95,62,200
Other Expenses	5,91,80,200	5,57,23,900
Total Expenses	**34,92,05,800**	**35,65,44,000**
Net Profit before Taxation (PBT)	3,71,49,600	1,50,79,200
Less: Tax Expenses	39,000	(13,600)
Net Profit/(Loss) after Taxation(PAT)	**3,71,10,600**	**1,50,92,900**

2. Dividend:

Your Directors do not recommend any Dividend.

3. Transfer to Reserves:

No amount for the year is transferred to any 'Reserve Account' of the Company.

4. Public Deposits:

During the year; the Company has neither accepted nor renewed any 'Public Deposit' within the meaning of section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014.

The Company has only availed loans from Directors and relatives of Directors.

5. State of Company's affairs:

The management of the Company continued with the core business activities of the Company. There is no change in the nature of business of the Company.

The Directors further report that post completion of the year till the present reporting date; there was neither any material change nor any commitment made, which otherwise could affect the financial position of the Company.

6. **Subsidiary Company:**

The Company has no Subsidiary Company.

7. **Associate Company:**

The Company does not have any 'Associate Company' within the meaning of section 2(6) of the Act.

8. **Directors:**

All the Directors continued their offices during the year.

The provisions of section 149(4) of the Act for having an Independent Director on the Board of Directors do not apply to the Company. Consequently; the requirement under section 134(3)(d) of the Act with respect to furnishing a statement on declaration given by Independent Director(s)do not apply to the Company

9. **Company's Policy on Directors' Appointment, Remuneration etc.:**

The provisions of section 178 of the Act stipulating having Nomination & Remuneration Committee is not applicable to the Company. Accordingly; the Company does not have any formal policy with respect to appointment, remuneration etc. of Directors. The management, however, ensures that appointment of Directors and their remuneration are decided in the best interest of stakeholders as well in alignment with the prevailing industry trend.

10. **Board Evaluation:**

The provisions of section 134(3)(p) of the Act read with rule 8(4) of the Companies (Accounts) Rules, 2014 for having formal self-annual evaluation by the Board of Directors are not applicable to the Company. Consequently; the requirement under the stated section with respect to furnishing a statement indicating manner in which formal evaluation has been made by the Board of its own performance and that of its committees and individual Directors do not apply to the Company.

11. Number of Board Meetings:

Periodically; in pursuance of provisions of the Act; the Board of Directors meet and carry on the management of the Company.

The Board of Directors duly met -8- times on 10-04-2023, 15-06-2023, 07-09-2023, 12-12-2023, 29-01-2024, 12-02-2024, 16-02-2024 and 05-03-2024 during the year ended 31st March, 2024.

12. Directors' Responsibility Statements:

In accordance with the provisions of section 134(3)(c) and 134(5) of the Act; your Directors submit the following responsibility statements:

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

13. Key Managerial Personnel:

During the year; neither any Key Managerial Personnel was appointed nor has anyone resigned.

Provisions of section 203 of the Act read with rule 8 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

14. Auditors:

a) Statutory Auditor:

Members of the Company at the Annual General Meeting that was held on 30th September, 2019 had appointed Mr. Ashok Mehta, Chartered Accountant (Membership No. 016077) as Statutory Auditors for a period of -5- years and their appointment was valid upto conclusion of Annual General Meeting of F.Y. 2024. Further, in accordance with provisions of section 139 of the Act read with applicable rules, the Board of Directors of the Company have proposed appointment of Mr. Ashok Mehta, Chartered Accountant (Membership No. 016077) for a further period of -5- years i.e. from the Annual General Meeting for F.Y. 2024-25 till the conclusion of the Annual General Meeting to be held in the year 2029.

Mr. Ashok Mehta, Chartered Accountant has confirmed his eligibility to act as the Auditor of the Company in accordance with section 141 of the Act.

The Auditors have commented on the disputed liability for GST and the comment is self-explanatory. Apart from this; the Statutory Auditors' Report does not contain any qualification, reservation or adverse remark.

15. Particulars of Loan(s), Guarantee(s) or Investment(s) made under section 186 of the Act:

Details of loans guarantee and investment of the Company to which provisions of section 186 of the Act apply are provided as part of the financial statements.

16. Statement concerning development and implementation of risk management policy:

Your Company recognizes that risk is an integral part of any business and the Board of Directors is committed to managing the risks in a proactive and efficient manner.

The Board of Directors and the management team having regard to the Company's nature and scale of business; periodically assesses risks in the internal and external environment that might affect the Company's existence. The relevant methodology being effectively developed and implemented; the Company has not opted to have any formal Risk Management Policy in pursuance of provisions of section 134(n) of the Act.

17. Vigil Mechanism:

In absence of applicability of provisions of section 177(9) of the Act read with rule 7 of the Companies (Meetings of the Board & its Powers) Rules, 2014; the Company has not established a formal Vigil Mechanism for Directors and employees to report genuine concerns. The organization hierarchy of the Company, however, adequately provides a platform to employees to have their concerns effectively communicated to the Board of Directors.

18. Internal financial controls with reference to the Financial Statements:

Your Company has deployed mechanism to ensure adequacy of Internal Financial Controls with reference to the Financial Statements. The management periodically reviews the financial performance of your Company against the approved plans and takes necessary actions, wherever necessary.

19. Significant / Material orders passed by the regulatory etc.:

During the year; there was no significant / material order passed by any regulator, court or tribunal on the Company impacting the going concern status and Company's operations in future.

20. Annual Return:

Prescribed information narrated in section 92(1) of the Act is available at the Registered office of the Company and shall be made available to any member of the Company should so needed.

In pursuance of section 92(4) of the Act read with rule 12 of the Companies (Management and administration) Rules, 2014; Annual Return shall be filed with the Registrar of Companies within prescribed time.

21. Particulars of contracts or arrangements made with related parties:

During the year; the Company has entered into transactions with related parties as defined under section 2(76) of the Act read with the Companies (Specification of Definitions Details) Rules, 2014, which were entered in the ordinary course of business and on arms' length basis.

Pursuant to section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is set out as **Annexure 1** to this Report.

22. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

The information with respect to conservation of energy, technology absorption, Foreign Exchange Earnings and Outgo, the disclosure of which being needed under section 134(3)(m) of the Act read with rule 8 of the Companies (Accounts) Rules, 2014 are furnished in **Annexure 2** to this Report.

23. Corporate Social Responsibility:

In absence of applicability of provisions of section 135 of the Act read with the Companies (Corporate Social Responsibility) Rules, 2014; the Company neither has constituted a Corporate Social Responsibility Committee nor has spent any amount for causes referred therein.

24. Disclosure relating to remuneration:

The provisions of section 197(12) of the Act read with rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 do not apply. Accordingly, details with respect to remuneration of employees are not furnished.

25. General:

During the year;

i) the Company has not issued Equity shares with differential rights as to dividend, voting or otherwise;
ii) the Company does not have any ESOP scheme for its employees / Directors;
iii) the Company has not bought back any of its securities;
iv) the Company has not issued any Sweat Equity Shares;
v) the Company has not issued any Bonus Shares.

26. Secretarial Standard:

The Company has complied with Secretarial Standard 1 and Secretarial Standard 2 relating to Board and General Meetings issued by the Institute of Company Secretaries of India.

27. Proceedings pending under the Insolvency and Bankruptcy Code, 2016:

The Company has neither made any application nor any proceeding against it is pending under the Insolvency and Bankruptcy Code, 2016. Having that in regard; the requirement stated in sub-rule (5)(xi) of rule 8 of the Companies (Accounts) Rules, 2014 pertaining to furnishing relevant details is not applicable.

28. Valuation:

In absence of Company having any 'one-time settlement' either from bank or financial institution during the period under review; the requirement stated in sub-rule (5)(xii) of rule 8 of the Companies (Accounts) Rules, 2014 pertaining to furnishing details of differential valuation etc. is not applicable.

<u>Acknowledgement and appreciation:</u>

Your Directors acknowledge and place on record their gratitude and sincere thanks to employees, bankers, business associates, consultants and all internal and external stakeholders; for their continued support extended to the Company during the year.

On behalf of the Board of Directors

(Vipul Badani)
Chairman
DIN: 00773202
Address: 803 A - Wing, Orion, Vasant Galaxy CHSL
M. G. Road, Goregaon (West)
Mumbai – 400 090

Place: Mumbai
Date: 11th July, 2024

Annexure 1

Form AOC 2

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

[Pursuant to clause (h) of sub-section (3) of section of the Act and rule 8(2) of the Companies (Accounts) Rules 2014.]

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

(a)	Name(s) of the related party and nature of relationship.	-
(b)	Nature of contracts/arrangements/transactions.	-
(c)	Duration of the contracts/ arrangements/transactions.	-
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any.	-
(e)	Justification for entering into such contracts or arrangements or transactions.	-
(f)	Date(s) of approval by the Board.	-
(g)	Amount paid as advances, if any.	-
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188.	-

2. Details of material contracts or arrangement or transactions at arm's length basis

Name(s) of the related party and nature of relationship.	Nature of contracts/ arrangements/ transactions.	Duration of the contracts/ arrangements/ transactions.	Salient terms of the contracts or arrangements or transactions including the value, if any.	Date(s) of approval by the Board.	Amount paid as advances, if any.
Mr. Bhoomin R. Badani	Service	On going	Monthly Salary of	25-04-2017	-

–Son of Mrs. Krupa Badani, Director			Rs. 1,00,000		
Mrs. Pratiksha V. Badani – Wife of Mr. Vipul J. Badani, Director	Service	On going	Monthly Salary of Rs. 1,00,000	25-04-2017	-
Mr. Rajesh J. Badani – Husband of Mrs. Krupa R. Badani, Director	Service	On going	Monthly Salary of Rs. 1,00,000	25-04-2017	-
Sneha B. Badani – Daughter in Law of Mrs. Krupa R. Badani	Service	On going	Monthly Salary of Rs. 1,00,000	25-04-2017	-
Silvertraq International Private Limited – Company with similar management	Sales income	Ongoing	As per mutual understanding	-	-

On behalf of the Board of Directors

(Vipul Badani)
Chairman
DIN: 00773202
Address: 803 A - Wing, Orion, Vasant Galaxy CHSL
M. G. Road, Goregaon (West)
Mumbai – 400 090

Place: Mumbai
Date: 11th July, 2024

Annexure 2

The information about conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows in pursuant to section 134(3)(m) of the Act.

(A) Conservation of energy:

(i) the steps taken or impact on conservation of energy;	
(ii) the steps taken by the company for utilizing alternate sources of energy;	
(iii) the capital investment on energy conservation equipments;	

(B) Technology absorption:

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

(C) Foreign exchange earnings and outgo - The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

Foreign Exchange Earning:	Rs. 32,40,56,335.49

Foreign Exchange Outgo:	Rs. 11,34,79,544.31

On behalf of the Board of Directors

(Vipul Badani)
Chairman
DIN: 00773202
Address: 803 A - Wing, Orion, Vasant Galaxy CHSL
M. G. Road, Goregaon (West)
Mumbai – 400 090

Place: Mumbai
Date: 11th July, 2024

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QUALIANCE INTERNATIONAL PRIVATE LIMITED
Corporate Identification Number: U17299MH2006PTC164026
Registered Office: 406-B Wing, Knox Plaza, Next to Tangent Showroom, Mindspace, Malad (West)
Mumbai – 400 064
Tele: (022) 4266 6003; Fax: (022) 4264 6003
Email Address: vipul@qualiance.com

11th July, 2024

Dear Members / Directors / Auditors,

You are cordially invited to attend Eighteenth Annual General Meeting (**the 'AGM'**) of the members of Qualiance International Private Limited (**'the Company'**) scheduled on Friday, 2nd August, 2024 at 10.00 a.m. at the Company's Registered Office situated at 406-B Wing, Knox Plaza, Next to Tangent Showroom, Mindspace, Malad (West), Mumbai – 400 064.

The Notice of the meeting, containing the business to be transacted, is enclosed.

Thanking You,

For Qualiance International Private Limited

(Vipul Badani)
Director
DIN: 00773202
Address: 803 A - Wing, Orion, Vasant Galaxy CHSL
M. G. Road, Goregaon (West)
Mumbai – 400 090

Enclosures:
1. Notice of the AGM
2. Attendance slip
3. Proxy form (MGT-11)
4. Route Map

QUALIANCE INTERNATIONAL PRIVATE LIMITED
Corporate Identification Number: U17299MH2006PTC164026
Registered Office: 406-B Wing, Knox Plaza, Next to Tangent Showroom, Mindspace, Malad (West)
Mumbai – 400 064
Tele: (022) 4266 6003; Fax: (022) 4264 6003
Email Address: vipul@qualiance.com

NOTICE TO THE MEMBERS

Notice is hereby given that the Eighteenth Annual General Meeting of the Members of Qualiance International Private Limited ("**the Company**") will be held on Friday, 2nd August, 2024 at 10.00 a.m. at the Registered Office of the Company to transact the following business:

ORDINARY BUSINESS

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

"**RESOLVED THAT** the Audited Balance Sheet and statement of Profit and Loss Account for the financial year ended 31st March, 2024 along with the Auditor's Report and the Directors' Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted."

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

APPOINTMENT OF AUDITOR OF THE COMPANY:

"**RESOLVED THAT** pursuant to the provisions of sections 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 and the relevant Rules thereunder including any amendments, modifications, variations or re-enactments thereof, Mr. Ashok Mehta, Chartered Accountant (Membership Number: 016077), who has offered himself for appointment and has confirmed his eligibility to be appointed as Auditor in terms of section 141 of the Companies Act, 2013 and applicable Rules, be and is hereby appointed as the Auditor of the Company to hold office for a period of -5- (Five) years with effect from the Financial Year 2024-2025 till (and including) the Financial Year 2028-2029, for a remuneration as may be mutually agreed between the Company and the said Auditor and as may be further approved by the Board from time to time, with power to the Board, to alter and vary the terms and conditions of appointment, etc. in such manner and to such extent as may be mutually agreed with the Auditor."

SPECIAL BUSINESS

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

LOANS AND INVESTMENT LIMIT UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

"**RESOLVED THAT** in accordance with the provisions of section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") as well in supersession of similar consents provided earlier, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred as "**the Board**") of the Company, to give any loan to any person or to another body corporate and/or give any guarantee or provide security in connection with a loan to any other body corporate or person and/or acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, in one or more tranches, on such terms and conditions as the Board may deem fit, notwithstanding that the amount of loan and/ or guarantee and/ or security and / or acquisition of securities proposed to be made, shall not at anytime exceed the limit of Rs. 50 Crores (Rupees Fifty Crores Only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company or any principal officer of the Company as it may consider appropriate in order to give effect to this Resolution.

RESOLVED FURTHER THAT the Board, be and are hereby severally authorized to determine the manner and amount up to which to make the loan and/or give as guarantee and/or provide a security or acquire the securities of any other body corporate within the above mentioned limits and to do all such acts, deeds matters and things including any changes(s), amendments, modification(s) thereto from time to time as they may deem necessary or desirable to give effect to this resolution."

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

LOANS TO DIRECTORS UNDER SECTION 185 OF THE COMPANIES ACT, 2013:

"**RESOLVED THAT** in accordance with the provisions of section 185 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**"), consent of the Board of Directors of the Company (hereinafter referred as "**the Board**") be and is hereby accorded to advancing any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested or to any of the Director of the Company, in one or more tranches, on such terms and conditions as the Board may deem fit, notwithstanding that the amount of loan and/ or guarantee and/ or security proposed to be made, shall not at anytime exceed the limit of Rs. 5,00,00,000 (Rupees Five Crores Only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any of the principal officer of the Company as it may consider appropriate in order to give effect to this Resolution.

RESOLVED FURTHER THAT, the Board, be and are hereby severally authorized to determine the manner and amount up to which to make the loan and/or give as guarantee and/or provide a security of any other body corporate within the above mentioned limits and to do all such acts, deeds matters and things including any changes(s), amendments, modification(s) thereto from time to time as they may deem necessary or desirable to give effect to this resolution."

For Qualiance International Private Limited

(Vipul Badani)
Director
DIN: 00773202
Address: 803 A - Wing, Orion, Vasant Galaxy CHSL
M. G. Road, Goregaon (West)
Mumbai – 400 090

Place: Mumbai
Date: 11^{th} July, 2024

NOTES

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting.

2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday, during business hours up to the date of meeting.

4. A Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.

QUALIANCE INTERNATIONAL PRIVATE LIMITED
Corporate Identification Number: U17299MH2006PTC164026
Registered Office: 406-B Wing, Knox Plaza, Next to Tangent Showroom, Mindspace, Malad (West)
Mumbai – 400 064
Tele: (022) 4266 6003; Fax: (022) 4264 6003
Email Address: vipul@qualiance.com

Annexure to notice convening the 18th Annual General Meeting on Friday, 2nd August, 2024 at 10.00 a.m. at the registered office of the Company.

The following statement sets out all the material facts relating to the special business mentioned in the accompanying Notice.

In respect of Item No. 3:

According to the sub-section (2) of section 186 of the Companies Act, 2013, no company shall directly or indirectly, give any loan to any person or to another body corporate and/or give any guarantee or provide security in connection with a loan to any other body corporate or person, and/or acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more, unless a prior approval of the members is taken at a general meeting by means of a special resolution.

During the course of operations, the Company might be needed to either to extend loans, provide guarantee or invest funds, the aggregate of which in time to come shall be in excess of the limit mentioned herein above.

In this context the Board of Directors of the Company recommends the Special Resolution as set out at Item No. 3 of the Notice for your approval.

Your consent once accorded shall enable the Board, to give loan and/or give any guarantee or provide security in connection with a loan to any other body corporate or person and/or acquire securities of any other body corporate, exceeding the limits prescribed in section 186(2) of the Companies Act, 2013, subject, however, not exceeding the limit of Rs. 50 Crores (Rupees Fifty Crores Only) approved by the members.

None of the Directors or Key Managerial Personnel of the Company or any of their relatives has or shall have any conflicting concern or interest as when the Board of Directors shall exercise such powers.

The Board of Directors believe that casting of your consent as sought is in the interest of the Company and, therefore, recommends the Resolution for approval of members.

In respect of Item No. 4:

According to section 185 of the Companies Act, 2013, no company shall directly or indirectly advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, in one or more tranches, unless a prior approval of the members is taken at a general meeting by means of a special resolution.

During the course of operations; the Company might be needed to either to extend loans to the Directors of the Company, the aggregate of which in time to come shall be in excess of the limit mentioned herein above.

In this context the Board of Directors of the Company recommends the Special Resolution as set out at Item No. 4 of the Notice for your approval.

Your consent once accorded shall enable the Board, to give loan exceeding the limits prescribed in section 185 of the Companies Act, 2013, subject, however, not exceeding the limit of Rs. 5,00,00,000 (Rupees Five Crores Only) approved by the members.

None of the Directors or Key Managerial Personnel of the Company or any of their relatives has or shall have any conflicting concern or interest as when the Board of Directors shall exercise such powers.

The Board of Directors believe that casting of your consent as sought is in the interest of the Company and, therefore, recommends the Resolution for approval of members.

For Qualiance International Private Limited

(Vipul Badani)
Director
DIN: 00773202
Address: 803 A - Wing, Orion, Vasant Galaxy CHSL
M. G. Road, Goregaon (West)
Mumbai – 400 090

Place: Mumbai
Date: 11th July, 2024

QUALIANCE INTERNATIONAL PRIVATE LIMITED
Corporate Identification Number: U17299MH2006PTC164026
Registered Office: 406-B Wing, Knox Plaza, Next to Tangent Showroom, Mindspace, Malad (West)
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ATTENDANCE SLIP

EIGHTEENTH ANNUAL GENERAL MEETING ON FRIDAY, 2ND AUGUST, 2024 AT 10.00 A.M.

Folio No. / DP ID & Client ID*	
No. of shares held	

*Applicable in case shares are held in electronic form.

I/We certify that I/We am/are registered Member/Proxy for the registered Member of the Company.

I/We hereby record my presence at the Eighteenth Annual General Meeting of the Company to be held on Friday, 2nd August, 2024 at 10.00 a.m.at the Registered Office of the Company situated at 406-B Wing, Knox Plaza, Next to Tangent Showroom, Mindspace, Malad (West), Mumbai – 400 064.

Member's / Proxy's name in Block letters   Signature of Member / Proxy

Note: Please fill in the attendance slip and hand it over at the entrance of the Meeting Hall. Joint Shareholder(s) may obtain additional attendance slip at the venue of the meeting.

Form No. MGT-11

Proxy form

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

CIN: U17299MH2006PTC164026

Name of the company: Qualiance International Private Limited

Registered office: 406, B Wing, Knox Plaza, Near Tangent Showroom, Off. Link Road, Chincholi, Malad (West), Mumbai – 400 064

Name of the member(s)	
Registered Address	
Email ID	
Folio No. / Client ID	
DP ID	

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

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

Signature: _______, or failing him

2. Name: _________
Address:
E-mail Id:

Signature: ________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighteenth Annual General Meeting of the company to be held on Friday, 2nd August, 2024 at 10.00 a.m. at the registered office and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.:

1. Approval to audited financial statements and auditor report for F.Y. 2024-25.
2. Re-appointment of Auditors.
3. Approval to give loans and advances under section 186 of the Act.
4. Approval to give loans and advances under section 185 of the Act.

Signed this ___ day of ____ 2024

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

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

Route Map