Share Samadhan™
सारे समाधान
RECOVERY OF INVESTMENT & DEBTOR

September 02, 2025

To

**BSE Limited**

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort Mumbai - 400001

**Scrip Code:** 544251

**Scrip Id:** SSL

Dear Sir/ Madam

**Sub.: Fourteenth (14th) Annual Report of the Company for the financial year 2024-25**

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are enclosing herewith copy of our 14th Annual Report including the Standalone and Consolidated Audited Financial Statements for the financial year 2024-25 along with Board's Report, Auditor's Report and other documents required to be attached thereto along with the Notice of the 14th Annual General Meeting of the members of the Company (together with the Annual Report, "the Documents"). In compliance with Regulation 36 of the Listing Regulations read with the SEBI Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024, the Documents are being sent to the members through electronic mode, who have registered their e-mail addresses with the Company/ Depositories. The Documents is also be made available on the Company's website at https://sharesamadhan.com/investors.

Kindly take the same on your record.

Thankyou,

Yours Faithfully

**For SHARE SAMADHAN LIMITED**

KUMAR RISHI
Digitally signed by KUMAR RISHI
Date: 2025.09.02 11:44:45 +05'30'

**KUMAR RISHI**

**COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Membership Number: A37292**

**Enc: a) Annual Report**

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# ANNUAL REPORT

## 2024 - 25

Share Samadhan Limited
CIN: L67190DL2011PLC229303
Regd. Office: B-35, Lower Ground Floor, South Extension Part 2, New Delhi - 110049 (Bharat)
samadhan@sharesamadhan.com | 8800 33 2200 | www.sharesamadhan.com

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# ABBREVIATIONS

| TERM | DESCRIPTIONS |
|---|---|
| Act or Companies Act | The Companies Act, 2013 to the extent in force as on the date hereof and as amended, modified or re-enacted from time to time |
| SSL | Share Smadhan Limited |
| AC | Audit Committee |
| AGM | Annual General Meeting |
| AOA | Article of Association |
| AS | Accounting Standards |
| Board/BOD | The Board of Directors of the Company |
| BSE | Bombay Stock Exchange or Stock Exchange |
| CDSL | Central Depository Services (India) Limited |
| CEO | Chief Executive Officer |
| CFO | Chief Financial Officer |
| CG | Corporate Governance |
| CIN | Corporate Identification Number |
| CS | Company Secretary |
| CSR | Corporate Social Responsibility |
| DIN | Director Identification Number |
| EBITDA | Earnings Before Interest, Taxes, Depreciation, and Amortization |
| E.G. | For Example |
| EPS | Earnings per share |
| ESPs | E-voting Service Providers |
| ETC. | Et cetera |
| FY | Financial Year from April 1 and ending on March 31 of that particular year |
| GAAP | Generally Accepted Accounting Principles |
| HO | Head Office |
| ICAI | Institute of Chartered Accountants of India |
| ICSI | Institute of Company Secretaries of India |
| I.E. | That is |
| IEPF | Investor Education and Protection Fund |
| ID | Independent Director |
| INR | Indian Rupees |
| KMP | Key Managerial Personnel |
| MCA | Ministry of Corporate Affairs |
| MD | Managing Director |

| | |
|---|---|
| MOA | Memorandum of Association |
| MR-3 | Secretarial Audit Report |
| MSME | Micro Small and Medium Enterprises |
| N.A. | Not Applicable |
| NRC | Nomination and Remuneration Committee |
| NSDL | National Securities Depository Limited |
| OAVM | Other Audio-Visual Means |
| PAT | Profit After Tax |
| PBT | Profit Before Tax |
| PIT | Prohibition of Insider Trading |
| PA | Per Annum |
| ROC | Registrar of Companies |
| ROI | Return of Interest |
| RPTs | Related Party Transactions |
| RTA | Registrar and Share Transfer Agent |
| SAs | Standards of Auditing |
| SA | Statutory Auditors |
| SEBI | Securities Exchange Board of India |
| SEBI (Listing Regulations) | SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 |
| SRC | Stakeholders Relationship Committee |
| SS | Secretarial Standard |
| URL | Uniform Resource Locator |
| VC | Video Conferencing |
| W.E.F. | With effect from |
| WTD | Whole-time Director |
| WCAG | Web Content Accessibility Guidelines |
| Y-o-Y | Year over Year |

# *Letter from the*

## Chairman & Managing Director



Dear Shareholders,

FY 2024-25 was a year of meaningful progress across our key priorities. We strengthened our financial position. Depended customers trust, and aligned our people and capabilities to face the future with confidence.

I had made always known Share Samadhan as a pioneering leader in the industry and over the years, I have come to greatly respect and admire the company, its values, its people and their capabilities. The Share Samadhan Charter and the values embedded in it remains the founding stone of our organisation, seamlessly driving the actions and behaviours of all our employees, led by an effective management team.

It is with immense pleasure and a sense of profound gratitude that I address you in our latest Annual Report. This year marks a significant milestone for us, as we complete one years since our listing on the esteemed BSE SME Board. Your continued trust and support have been the cornerstone of our journey.

I extend my deepest appreciation to our dedicated employees, whose expertise and hard work are the bedrock of our success. To our valued customers, thank you for your continued partnership and for entrusting us with your digital transformation journeys. And to you, our shareholders, thank you for your enduring faith and support as we continue to build a resilient and valuable enterprise.

**Sincerely,**
**Abhay Kumar Chandalia**
**Chairman & Managing Director**
**Share Samadhan Limited**

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# BOARD OF DIRECTORS

A strong management team is the cornerstone of any successful company. The company's success is a testament to the leadership and dedication of our management team. We are deeply grateful for the commitment and expertise of our management team, which is instrumental in achieving our goals. We strive to ensure that we maintain the highest levels of transparency, accountability, awareness and equity in all aspects of operations.



**Abhay Kumar Chandalia** is a professional with diversified skillsets. His vision to life goes beyond business proposition. He is a FCA, FCS, LLB, MBA, M.com who co-founded the Share Samadhan group after long 15 years of corporate association with prominent groups like KK Birla, L N Mittal Group, and Nikhil Gandhi promoted SKIL and Pipavav Defence, Elin Group.

- ***Chairman & Managing Director***



**Vikash Jain** is a qualified FCA and FCS, with experience in a wide range of financial facets of corporate finance, MIS, fundraising, capital market, and investment banking. He co-founded the Share Samadhan group after his illustrious service in CEAT Tyres (RPG group), KPO-major Evalueserve.

- ***Chief Executive Officer & Director***



**Shrey Ghosal** is a qualified FCS, MBA, and M. Com having over 11+ years of experience in Finance, Capital Market, Unclaimed Investments, and Commercial laws. He has an inquisitive mind and a zest for solving complex cases. He seeks to leverage his expertise as Operations Head for Share Samadhan and has served in established corporates like ICICI.

- ***Executive Director***

**Sneha Kaur** is a result-oriented professional, having over 25 years of corporate experience with skills that she has garnered from a gamut of roles she played in sales, customer success, business development, designing, research, digital marketing, and recruitment across industries. Currently, she heads our Sales and is diligent, which helps her drive the team towards achieving goals and making long-lasting customer relations.

- ***Non-Executive Director***





**Purvi Pathik Shah** a Chartered Accountant with Bachelor's Degree of Commerce acting as an Independent Director of your company having more than 8 years of experience in Finance. Mrs. Purvi Pathik Shah also serving Shanti Gold International Limited as a Women Independent Director.

- ***Independent Director***



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**Prisma Jain** an accomplished professional with a background in Political Science and Law, equipped with strong administrative and legal expertise. Holds a Master's degree in Political Science and an LLB from Rajasthan University, Known for a positive attitude, persistence, and belief in Desire, Determination, and Discipline. Has experience working with charitable trusts and community outreach programs.

- ***Independent Director***

# Chief Financial Officer & Company Secretary



**Kumar Rishi**, a Company Secretary since 2014, adept at handling Legal, Secretarial & Compliance, and Financial facets, with additional expertise in Listing Compliances. His specialties include conversion, customer relations, due diligence, legal affairs, management, and meeting facilitation. He has been an Associate Member of ICSI since 2014. Kumar is your go-to expert for comprehensive and effective solutions in the realm of corporate governance.

- ***CFO & Company Secretary***

# Our Company

***Share Samadhan Limited*** *is India's biggest organization for the recovery of unclaimed investments, money, and assets. Envisioned on 26.12.11, it operates in the financial services sector and is the sole Public Limited company in this particular area, serving a diverse range of asset classes. Our USPs include significant experience, specialized services, and a strong, client-centric attitude. So far, the group company has dealt with over 43,000+ prospects and given solutions worth over ₹600 crores, demonstrating our broad influence and trusted reputation in the market. We are based out in New Delhi with a team of 46+ professionals, including CAs, CSs, MBAs, and lawyers.*

# Vision

*"Envisioning a society where every individual has total wealth protection and litigation funding, Share Samadhan aims to lead a revolution in the recovery of unclaimed investments and assets, guaranteeing that no one is left behind due to financial constraints. Our vision is to create a society that prioritizes financial justice, allowing individuals to regain what is rightly theirs."*

# Mission

*"Share Samadhan is committed to offering comprehensive solutions for asset recovery, unclaimed investments, and total wealth protection, Litigation Funding and Consulting. By increasing awareness, incorporating technology, and providing consulting services that go beyond simple financial recovery, we hope to pave the way for a more promising and equitable future."*

# Goal

*"Our goal at Share Samadhan is two-fold: to lead the industry in the recovery of unclaimed investments while providing holistic solutions for complete wealth retrieval. We aim to enable investors all over the world to effectively recover their assets through Share Samadhan. To achieve this goal, we work to continually enhance our processes, and broaden our reach, whilst remaining up-to-date on industry trends and innovations."*

# CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Abhay Kumar Chandalia
*Chairman and Managing Director*
DIN: 01775323

Mr. Vikash Jain
*CEO and Director*
DIN: 05124177

Mr. Shrey Ghosal
*Executive Director*
DIN: 09523676

Ms. Sneha Kaur
*Non-Executive Director*
DIN: 10538759

Ms. Purvi Pathik Shah
*Independent Director*
DIN: 10694424

Ms. Prisma Jain
*Independent Director*
DIN: 11106833

### LISTING AND STOCK EXCHANGE DETAILS

**Equity Shares ISIN: INE0LY301010**
Scrip Code: 544251
Bombay Stock Exchange – SME Platform

### KEY MANAGERIAL PERSONNEL

Mr. Abhay Kumar Chandalia
*Chairman and Managing Director*
DIN: 01775323

Mr. Vikash Jain
*CEO and Director*
DIN: 05124177

Mr. Shrey Ghosal
*Executive Director*
DIN: 09523676

Kumar Rishi
*Chief Financial Officer*
PAN: AWRRR3323C

Kumar Rishi
*Company Secretary*
M.No: A37292

### AUDITORS

*Statutory Auditor*
*K.S. CHOUDHARY & Co.*
*FRN: 508095C*

*Secretarial Auditor*
CS Manoj Verma & Associates
COP: 8275

*Internal Auditor*
*BMRD & Associates*

*Registrar of Share Transfer Agent*
*M/s. Skyline Financial Services Pvt Ltd*

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**REGISTERED OFFICE**
B-35, Lower Ground Floor
South Extension Part 2,
New Delhi, India- 110049

**CORPORATE OFFICE**
B-19, Lower Ground Floor,
South Extension Part 2,
New Delhi, India- 110049

**BOARD COMMITTEES**
Audit Committee
Nomination and Remuneration Committee
Initial Public Offer Committee
Internal Complaint Committee
Stakeholder Relationship Committee

**INVESTOR RELATION CONTACT**
Kumar Rishi
Compliance Officer &
Company Secretary
9319798096
kumar.rishi@sharesamadhan.com

# Board's Report 2024-25

To,
**The Members**
**Share Samadhan Limited**
Office B-35, Lower Ground Floor,
South Extension Part 2,
New Delhi – 110049

Your Directors are pleased to present the Fourteenth (14th) Annual Report of Share Samadhan Limited ("The Company") along with Audited Standalone & Consolidated Financial Statements for the financial year ended 31st March, 2025.

Further in compliance with Companies Act 2013, ("the act") and SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015 ("SEBI Listing Regulations"), the company has made requisite disclosures in this report with the objective of accountability and transparency in its operations to make you aware about its performance and future perspective of the company.

## Financial Information

STANDALONE FINANCIAL RESULT OF YOUR COMPANY FOR THE YEAR ENDED 31ST MARCH 2025 ARE SUMMARIZED BELOW

*(Amount in Thousands)*

| Particulars | For the Financial Year ended | |
|---|---|---|
| | 31-Mar-25 | 31-Mar-24 |
| Revenue from Operation | 88,714.69 | 92,823.54 |
| Other income | 7,218.54 | 1,256.35 |
| Total Income | 95,933.23 | 94,079.89 |
| Total Expenditure | 66,029.19 | 43,202.82 |
| Profit before prior period Items, Exceptional Items, Extraordinary Items and Tax | 29,904.04 | 50,877.07 |
| Less: Exceptional Items | - | - |
| Profit/ Loss before Tax | 29,904.04 | 50,877.07 |
| Current Tax | 7,568.35 | 13,120.51 |
| Deferred Tax Expense /(Credit) | (787.52) | 62.96 |
| Income Tax Paid for Prior Year | 272.53 | - |
| Total Expense | 7,053.36 | 13,183.47 |
| Net Profit / Net Loss after Tax | 22,850.68 | 37,693.60 |
| Earnings per Share Face Value Rs. 10 | | |
| Basic | 2.12 | 4.46 |
| Diluted | 2.12 | 4.46 |

The standalone & consolidated financial statements of the company for the financial year ended March 31, 2025 have been prepared in accordance with Accounting standards (AS) as notified by the Institute of Chartered Accountants of India (ICAI) and as amended from time to time.

CONSOLIDATED FINANCIAL RESULT OF YOUR COMPANY FOR THE YEAR ENDED 31ST MARCH 2025 ARE SUMMARIZED BELOW

*(Amount in Thousands)*

| Particulars | For the Financial Year ended | |
|---|---|---|
| | 31-Mar-25 | 31-Mar-24 |
| Revenue from Operation | 14,4372.87 | 98,328.62 |
| Other income | 7,517.6 | 1,283.94 |
| Total Income | 15,1890.47 | 99,612.56 |
| Total Expenditure | 97,787.69 | 44,970.85 |
| Profit before prior period Items, Exceptional Items, Extraordinary Items and Tax | 54,102.78 | 54,641.71 |
| Less: Exceptional Items | - | - |
| Profit/ Loss before Tax | 54,102.78 | 54,641.71 |
| Current Tax | 14,051.17 | 14,102.44 |
| Deferred Tax Expense /(Credit) | (787.52) | 62.96 |
| Income Tax Paid for Prior Year | 324.35 | - |
| Total Expense | 13,588 | 14,165.4 |
| Profit before Minority Interest | 40,514.78 | 40,476.31 |
| Minority Interest | 9,052.46 | 1,375.01 |
| Profit /(Loss) after Minority Interest | 31,462.32 | 39,101.30 |
| Earnings per share Face Value of Rs. 10 | | |
| Basic | 2.92 | 4.46 |
| Diluted | 2.92 | 4.46 |

## Operation and Performance of the Company

The highlights of the company's performance are as under:

- The company has earned revenue from operation amounting to Rs. 88,714.69 thousand during the year as compared Rs. 92,823.54 thousand.
- Net profit after tax is 22,850.68 thousand in the financial year 2024-25 as compared to 37,693.60 thousand during the previous year.

## Dividend

No dividend has been recommended by the board of the company for financial year 2024-25.

## Transfer to Reserve

The company does not transfer any sum to the general reserve of the company.

### Reserves

The accounting standards permit that the amount in the profit after tax stands are included in the Reserve & Surplus. Therefore, the profit after tax of Rs. 22,850.68 thousand has been proposed to be carried forward to the Reserve & Surplus by the Board.

### Public Deposits

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 and 74 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review.

### Change in Nature of Business

During the year under review, the company has not changed its business.

### Change in The Name of the Company

During the year under review, there was no change in the name of the company.

### Transfer of Unclaimed Dividend to Investor Education and Protection Fund

The provision of Section 125(2) of the Companies Act 2013 do not apply as there was no dividend declared and paid in past years.

### Change in The Directorship

Following are the directors were appointed / resigned during the financial year:

| Name of Director | Designation | Appointed /Resignation |
|---|---|---|
| Mrs. Purvi Pathik Shah | Independent Director | Appointed on 7th February, 2025 |
| Mr. Sunil Kumar Bhansali | Independent Director | Resigned on 03rd December, 2024 |
| Mrs. Neha Baid | Independent Director | Resigned on 27th March, 2025 |

### Holding, Subsidiary, Associate Companies

Your company has the following Subsidiaries and Wholly owned Subsidiary companies.

| | |
|---|---|
| NYAYA MITRA LIMITED | SUBSIDIARY |
| WEALTH SAMADHAN PRIVATE LIMITED | WHOLLY OWNED SUBSIDIARY |

### Share Capital

The Authorized capital of the company is Rs. 20,00,00,000/- (Twenty Crore Only) and the Subscribed, paid up & issued capital of the company is Rs. 12,27,01,030/- (Twelve Crore twenty-seven lakhs one thousand thirty only).

## Directors & Key Managerial Personnel

As on March 31, 2025, the Board of Directors of your Company comprises of 6 (Six) Directors out of which 2 (Two) are Non-Executive Independent Directors and 3 (Three) are Executive Directors and 1 (One) is Non-Executive Director. The Chairman is an Executive Director. The Board composition is in compliance with the requirements of the Act, the SEBI Listing Regulations and the circulars / directions / notifications issued by therein.

All appointments of Directors are made in accordance with the relevant provisions of the Act, the SEBI Listing Regulations, and other laws, rules, guidelines as may be applicable to the Company. The Nomination & Remuneration Committee ("NRC") of the Company exercises due diligence inter-alia to ascertain the 'fit and proper' person status of person proposed to be appointed on the Board of Directors of the Company, and if deemed fit, recommends their candidature to the Board of Directors for consideration.

| Sr.no. | Name of Director | Designation |
|---|---|---|
| 1 | Mr. Abhay Kumar Chandalia | Chairman and Managing Director |
| 2 | Mr. Vikash Kumar Jain | CEO and Director |
| 3 | Ms. Shrey Ghosal | Executive Director |
| 4 | Ms. Sneha Kaur | Non-Executive Director |
| 5 | Ms. Prisma Jain | Non-Executive Independent Director |
| 6 | Ms. Puri Pathik Shah | Non-Executive Independent Director |
| 7 | Mr. Kumar Rishi | Chief Financial Officer and Company Secretary |

Disclosure of Relationship between Directors inter-se

| Sr.no. | Name of Director | Relation with Other Director |
|---|---|---|
| 1 | Mr. Abhay Kumar Chandalia | None |
| 2 | Mr. Vikash Kumar Jain | None |
| 3 | Ms. Shrey Ghosal | None |
| 4 | Ms. Sneha Kaur | None |
| 5 | Ms. Prisma Jain | None |
| 6 | Ms. Puri Pathik Shah | None |
| 7 | Mr. Kumar Rishi | None |

### Directors Disclosures

Based on the declarations and confirmation received pursuant to Section 164 and 184 of the Act, none of the directors on the board of your company are disqualified from being appointed as Directors. Further the company has received the declaration from all the Independent Directors as per the section 149(7) of the act and the board is satisfied that all the Independent Directors meet the criteria of Independence as mentioned in Section 149(6) of the act. Further declaration on compliance with Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rule, 2014 as amended by Ministry of Corporate Affairs ("MCA") vide its notification dated 22nd October, 2019, regarding the requirement relating to enrolment in the data bank created by MCA for independent directors, had been received from all Independent Directors.

### Board Evaluation

The Board have undertaken an annual evaluation of the performance of entire Board and Committees, Individual peer review of all the Directors and Independent Directors of the Company as per Section 134(3)(p) of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014. The performance evaluation forms were circulated to the Board & Committee members and the responses on the same have been received.

The outcome of the performance evaluation of the Committees of the Board and the Board is presented to the Nomination and Remuneration Committee and the Board of Directors of the Company and key outcomes, and actionable areas are discussed and acted upon.

### Board Committees

The Board of Directors, in compliance with the requirements of various laws applicable to the Company and for operational convenience, has constituted several committees to deal with specific matters and has delegated powers for different functional areas to different committees. The Board of Directors has constituted Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

The details of the Board Committees of your Company are as follows:

### Audit Committee("AC")

The Audit Committee and terms of reference of the Audit Committee are in compliance with the provisions of Section 177 of the Act. All members of the Audit Committee are financially literate and have accounting or related financial management expertise. The Audit Committee consists of the following members:

| Sr.no. | Name of Director | Designation | Category of Director |
|---|---|---|---|
| 1 | Ms. Purvi Pathik Shah | Chairman | Independent Director |
| 2 | Mr. Abhay Kumar Chandalia | Member | Executive Director |
| 3 | Ms. Prisma Jain | Member | Independent Director |

### Stakeholder Relationship Committee("SRC")

The terms of reference of the Stakeholders Relationship Committee are in compliance with the provisions of Section 178 of the Act. The Stakeholders Relationship Committee consists of the following members:

| Sr.no. | Name of Director | Designation | Category of Director |
|---|---|---|---|
| 1 | Ms. Purvi Pathik Shah | Member | Independent Director |
| 2 | Ms. Sneha Kaur | Chairman | Non-Executive Director |
| 3 | Mr. Abhay Kumar Chandalia | Member | Executive Director |

### Nomination and Remuneration Committee ("NRC")

The Nomination and Remuneration Committee and the terms of reference of the Nomination and Remuneration Committee are in compliance with the provisions of Section 178 of the Act. The Nomination and Remuneration Committee consists of the following members:

| Sr.no. | Name of Director | Designation | Category of Director |
|---|---|---|---|
| 1 | Ms. Purvi Pathik Shah | Chairman | Independent Director |
| 2 | Ms. Prisma Jain | Member | Independent Director |
| 3 | Ms. Sneha Kaur | Member | Non-Executive Director |

### Whistle Blower Policy / Vigil Mechanism Policy

In terms of Section 177(9) and Section 177(10) of the Act the Board of Directors of the Company adopted a Whistle Blower Policy/Vigil Mechanism inter alia to provide a mechanism for Directors and Employees of the Company to approach the Internal Complaint Committee and to report instances of unethical behavior, actual or suspected, fraud or violation of the Company's Code of Conduct and other genuine concerns related to the Company and provide for adequate safeguards against victimization of Director(s) or employee(s) who report genuine concerns under the mechanism.

The whistle Blower Policy / Vigil Mechanism Policy of the Company is available on the Company's website at https://sharesamadhan.com/investors

### Board meeting held during the year

The Board meets at regular intervals inter -alia to discuss and review various matters including business performance, business strategies and policies. The gap between the two consecutive board meetings was within the prescribed period of 120 days as specified under the provisions of Section 173 of the Act.

During the year under review, 16 (Sixteen) meetings of the Board of Directors of the Company were held as follows:

| Sr. No. | Date of Meeting | Total Number of directors as on the date of meeting | Attendance | |
|---|---|---|---|---|
| | | | Number of directors attended | % of attendance |
| 1 | April 03, 2024 | 6 | 4 | 67% |
| 2 | April 22, 2024 | 6 | 4 | 67% |
| 3 | May 10, 2024 | 6 | 4 | 67% |
| 4 | May 14, 2024 | 6 | 5 | 83% |
| 5 | August 06, 2024 | 6 | 4 | 67% |
| 6 | August 08, 2024 | 6 | 4 | 67% |
| 7 | August 19, 2024 | 6 | 5 | 83% |
| 8 | August 26, 2024 | 6 | 5 | 83% |
| 9 | August 28, 2024 | 6 | 4 | 67% |
| 10 | September 06, 2024 | 6 | 4 | 67% |
| 11 | September 09, 2024 | 6 | 4 | 67% |
| 12 | September 09, 2024 | 6 | 4 | 67% |
| 13 | November 12, 2024 | 6 | 6 | 100% |
| 14 | December 07, 2024 | 5 | 5 | 100% |
| 15 | February 07, 2025 | 5 | 5 | 100% |
| 16 | March 28, 2025 | 5 | 5 | 100% |

During the year under review, no. of Committee Meetings held and Members attended:

| Sr. No. | Type of Meeting | Date of Meeting | Total Number of members as on the Date of meeting | Attendance | |
|---|---|---|---|---|---|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee | May 08, 2024 | 2 | 2 | 100 |
| 2 | Audit Committee | May 10, 2024 | 2 | 2 | 100 |
| 3 | Audit Committee | Aug 26, 2024 | 2 | 2 | 100 |
| 4 | Audit Committee | November 12, 2024 | 3 | 3 | 100 |
| 5 | IPO Committee | December 10, 2024 | 3 | 3 | 100 |
| 6 | IPO Committee | March 13, 2025 | 3 | 3 | 100 |

| | | | | | |
|---|---|---|---|---|---|
| **7** | Nomination and Remuneration Committee | December 12, 2024 | 3 | 3 | 100 |
| **8** | Stakeholder and Relationship Committee | December 12, 2024 | 3 | 3 | 100 |
| **9** | ICC Committee | October 29, 2024 | 4 | 4 | 100 |

### Corporate Governance

Since your Company's Equity Shares are listed on the SME Platform of BSE Limited and therefore, the provisions of Corporate Governance provisions under SEBI Listing Regulations are not applicable to the Company.

### Prevention of Insider Trading

The Company has adopted a Code of Conduct for Prohibition of Insider Trading (the 'Code') in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015, with a view to regulate trading in securities by the Board of Directors and Employees of the Company, their immediate relatives and other insiders as defined in the Code. Also, during the period of closure of the trading window, no Employee/ Designated Person is permitted to trade with or without pre -clearance in securities of restricted companies as informed by the Secretarial Department, from time to time. Timely disclosures are made to the Stock Exchanges by the Company. No Employee/ Designated Person is permitted to communicate, provide, or allow access to any Unpublished Price Sensitive Information relating to Company, its securities or any other company (listed or proposed to be listed), to any person except where such communication is in furtherance of legitimate purpose, Performance of duties or discharge of legal obligations. The Company periodically monitors and facilitates compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

### Compliance with Secretarial Standards

During the year under review, your Company has followed the applicable Secretarial Standards, relating to the meeting of the Board of Directors (SS -1) and the General Meetings (SS-2), issued by the Institute of Company Secretaries of India (ICSI) and mandated as per the provisions of Section 118 (10) of the Act.

### Director's Responsibility Statement

As required under Section 134 of the Act, the Directors of the Company state that:

I. In the preparation of the annual accounts for the year under review, the applicable accounting standards had been followed along with the proper explanation relating to material departures;

II. 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 as on March 31, 2025, and of its profit and loss for the period ended on that date;
III. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
IV. The Director had prepared the annual accounts for the year under review on a 'going concern' basis; and
V. The Directors had devised proper systems to ensure compliance with the provisions of all the applicable laws and that such systems are adequate an d operating effectively.

**Corporate Social Responsibility ("CSR")**

The provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company and hence, your Company is not required to adopt the CSR Policy or constitute CSR Committee during the year under review.

**Particulars of Loans, Guarantee, Or Investments Made Under Section 186 Of The Act**

Pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time (including any amendment thereto or re-enactment thereof for the time being in force), the Company has given Loans to *F Mec International Financial Services Limited* of Rs. 1,00,000 thousand on 26th July 2024 and Rs. 5,000 thousand on 6th March, 2025 Respectively at the rate higher than the bank rate.

**Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

The Company is committed to provide conducive environment in which all individuals are treated with respect and dignity and promote a gender sensitive and safe work environment. Accordingly, the Board of Directors of the Company adopted a "Policy for prevention of Sexual Harassment at workplace" and also constituted an Internal Complaints Committee, in compliance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Your Directors further states that during the year under review, there were no cases filed pursuant to the Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The policy adopted by the Company for the prevention of sexual harassment is available on the Company's Website at https://sharesamadhan.com/investors

The Internal Complaint Committee consists of the following members:

| Sr.no. | Name of Director | Email id | Designation |
|---|---|---|---|
| 1 | Ms. Sneha Kaur | Sneha.kaur@sharesamadhan.com | Presiding Officer |
| 2 | Ms. Moni Jaiswal | Moni.jaiswal@sharesamadhan.com | IC Member |
| 3 | Mr. Prabhjeet Singh | Prabhjeet.singh@sharesamadhan.com | IC Member |
| 4 | Mr. Vaibhav Verma | Vaibhav.vermaadvocate@gmail.com | External member |

Number of complaints of Sexual Harassment received in the year: Nil
Number of complaints disposed off during the year: Nil
Number of cases pending for more than ninety days: Nil
The company has also filled the Annual Return with the government authority with in due date.

### Details of Significant Material Orders Passed by The Regulators/Courts/Tribunal Impacting the Going Concern Status & Company 'S Operation in Future

During the year under review, your Company has not received any significant/ material orders passed by any of the Regulators/Courts/Tribunals impacting the Going Concern status of the Company and its operations in the future.

### Annual Return

The Extract of Annual Return of your Company as on March 31, 2025, in the Form MGT-7 in accordance with Section 92(3) and 134(3)(9) of the Act as amended from time to time and the Companies (Management and Administration) Rules, 2014 available on Company's Website at https://sharesamadhan.com/investors

### Cost Records

The provisions of Section 148 of the Act regarding the maintenance of Cost records are not applicable to your Company.

### Remuneration of Directors, Key Managerial Personnel & Senior Management

The remuneration paid to the Directors, Key Managerial Personnel, and Senior Management is in accordance with the Nomination and Remuneration Policy formulated in accordance with Section 178 of the Act. Particulars of Employees as required under Section 197(12) of the Act and other disclosures as per rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is enclosed herewith as "Annexure A".

### Disclosure Regarding the Issue of Employee Stock Options

Your Company does not have any Employee Stock Option Scheme/ Plan during the year under review.

### Management Discussion and Analysis Report

Pursuant to Regulation 34 (2) (e) read with Para B of Schedule V of the Listing Regulations, the Management Discussion & Analysis Report forms part of this Report and is enclosed herewith as "Annexure B".

### Secretarial Auditor and Their Report

The Company had appointed Manoj Verma & Associates., Company Secretaries, Delhi as a Secretarial Auditor of the Company, according to the provision of section 204 of the Companies, Act 2013 read with rules for conducting Secretarial Audit of Company for the financial year 2024 -25. The Report of the Secretarial Audit is annexed herewith as "Annexure C".

### Independent Auditors and Their Report

M/s. K.S. CHOUDHARY & CO., Chartered Accountants, Delhi (FRN: 508095C) were appointed as the Statutory Auditor of the Company for a term of 5 (Five) consecutive years.

M/s. K.S. Choudhary & Co., Chartered Accountants, Delhi, Statutory Auditor in their report(s) on the Standalone Audited Financial Statements of your Company for the financial year ended March 31, 2025, have not made any qualifications, reservations, adverse remarks or disclaimers and said report forms part of the Annual Report. Further, the notes to the accounts referred to in the Auditor 's Report are self- explanatory is annexed herewith as "Annexure D"

### Internal Auditor and Their Report

The Internal Audit function provides an independent view to the Board of Directors, the Audit Committee and the senior management on the quality and impact of Internal Controls, Internal Control systems and processes. The Company has appointed BMRD & Associates, Chartered Accountants, Delhi as an Internal Auditor of the company according to the provision of section 138 of the Companies, Act 2013 read with rule 13 of Companies (Accounts) Rules, 2014 for conducting Internal Audit of Company for the financial year 2024-25. The Board and Audit Committee periodically reviews the Internal Audit Reports and the adequacy and effectiveness of the internal controls.

## Acknowledgement

Your Directors take this opportunity to offer their sincere thanks to the Shareholders, regulatory authorities including Ministry of Corporate Affairs, the Securities and Exchange Board of India, the Government of India and other Regulatory Authorities, the Depositories, the BSE Limited, Bankers, Financial Institutions and Customers of the Company for their continued support and trust. Your Directors also like to express their sincere appreciation for the commitment, dedication and hard work done by the employees of the Company.

**By the order of the Board of Directors**
**For SHARE SAMADHAN LIMITED**

Sd/-

Mr. Abhay Kumar Chandalia
Chairman and Managing Director
DIN: 01775323
Place: New Delhi

Sd/-

Mr. Vikash Jain
CEO and Director
DIN: 05124177
Place: New Delhi

Sd/-

Mr. Shrey Ghosal
Executive Director
DIN: 09523676
Place: New Delhi

Sd/-

Ms. Sneha Kaur
Non-Executive Director
DIN: 10538759
Place: New Delhi

Sd/-
KUMAR RISHI
CFO and Compliance Officer
M.No: A37292
Place: New Delhi

*"Annexure A"* to Board's Report

Details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the financial year ended March 31, 2025:

1. **The ratio of the remuneration of each Director to the median remuneration of the Employees for the financial year**
   - **a.** Mr. Abhay Kumar Chandalia - 15x
   - **b.** Mr. Vikash Jain - 15x
   - **c.** Ms. Shrey Ghosal- 5.70x
   - **d.** Ms. Sneha Kaur- 3x
2. **The percentage increase in remuneration of each Director, CFO, CEO, CS in the financial year:**
   - **a.** Mr. Abhay Kumar Chandalia - Nil
   - **b.** Mr. Vikash Jain - Nil
   - **c.** Mr. Shrey Ghosal- 62.39%
   - **d.** Ms. Sneha Kaur- 27.78%
   - **e.** Mr. Kumar Rishi – 30%
3. **The percentage increase in the median remuneration of Employees in the financial year:**
   The median remuneration of the employees of the Company was not increased or decreased in the financial year 2024 -25.

4. **The number of permanent Employees on the rolls of the Company**
   There were 48 permanent employees on the rolls of the Company as on March 31, 2025.
   Female Employees: 22
   Male Employees: 26
   Transgender Employees: Nil
5. **Average percentile increase already made in the salaries of Employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration**

Average percentile increase for Managerial Personnel for the financial year refer point 2. of this annexure.
Average percentile increase for employees other than the Managerial Personnel for the financial year refer point 3. of this annexure.
The average increase in the remuneration of employees compared to the increase in remuneration of Managerial Personnel is in line with the market bench mark study.

6. Affirmation that the remuneration is as per the remuneration policy of the Company

   Yes, it is confirmed.

   *Note: Remuneration for financial year 2023 -24 and 2024-25 has been annualized for the purpose of comparison.*

**By the order of the Board of Directors**
**For SHARE SAMADHAN LIMITED**

Sd/-

Mr. Abhay Kumar Chandalia
Chairman and Managing Director
DIN: 01775323
Place: New Delhi

Sd/-

Mr. Vikash Jain
CEO and Director
DIN: 05124177
Place: New Delhi

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**Industry Structure and Key Trends**

Share Samadhan Limited operates as a specialized financial services provider in India, focusing primarily on the recovery of unclaimed investments, wealth protection, and litigation funding solutions, making it a unique player within its niche.

**Industry Structure:** Financial services, with a specific focus on asset recovery, unclaimed investments, litigation claims, and wealth protection.

**Service Line:** Services include recovery of unclaimed investments, handling of shares transferred to the Investor Education and Protection Fund (IEPF), issuance of duplicate share certificates, asset tracing, and financial consulting

**Wealth Protection:** Through its subsidiaries Wealth Samadhan Pvt Ltd, the company offers digital solution that help clients secure and optimize their investment data and wealth position.

**Litigation Funding consulting:** Nyaya Mitra Limited a subsidiary of the company, the company provides litigation funding consultancy and advisory services for cases linked with asset disputes property, commercial conflicts, family disputes, arbitration and cross border border recovery.

**Market Position:** Share Samadhan Limited is the largest public limited company in the unclaimed investment recovery space in India, serving over 43000+ clients with claims exceeding ₹600 crores. The company is headquartered in New Delhi, with a professional workforce spanning CAs, CSs, MBAs, and lawyers etc.

**Key Trends:**

**Market Growth:** India's financial sector is expanding rapidly, leading to increased complexity in asset and investment management. This has caused a significant rise in unclaimed financial assets—a trend that supports the company's core business.

**Third Party Litigation Funding**: Share Samadhan is active in emerging areas like TPLF, where the global market is projected to exceed $57 billion by 2035. India's share is expected to grow, especially as the country develops as an arbitration and claims resolution hub.

**Technological Investment:** There is a focus on technology enhancements to streamline processes and improve efficiency in asset recovery and client management.

## Cautionary Statement

The Statements in this Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, plans, industry, conditions, and events are "forward-looking" statements within the meaning of the applicable laws or regulations. The statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance, or achievements could thus differ materially from those projected in any such forward -looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events. Unless the context otherwise requires reference in this document to "the Company", "Share Samadhan Limited".

**By the order of the Board of Directors**
**For SHARE SAMADHAN LIMITED**

Sd/-

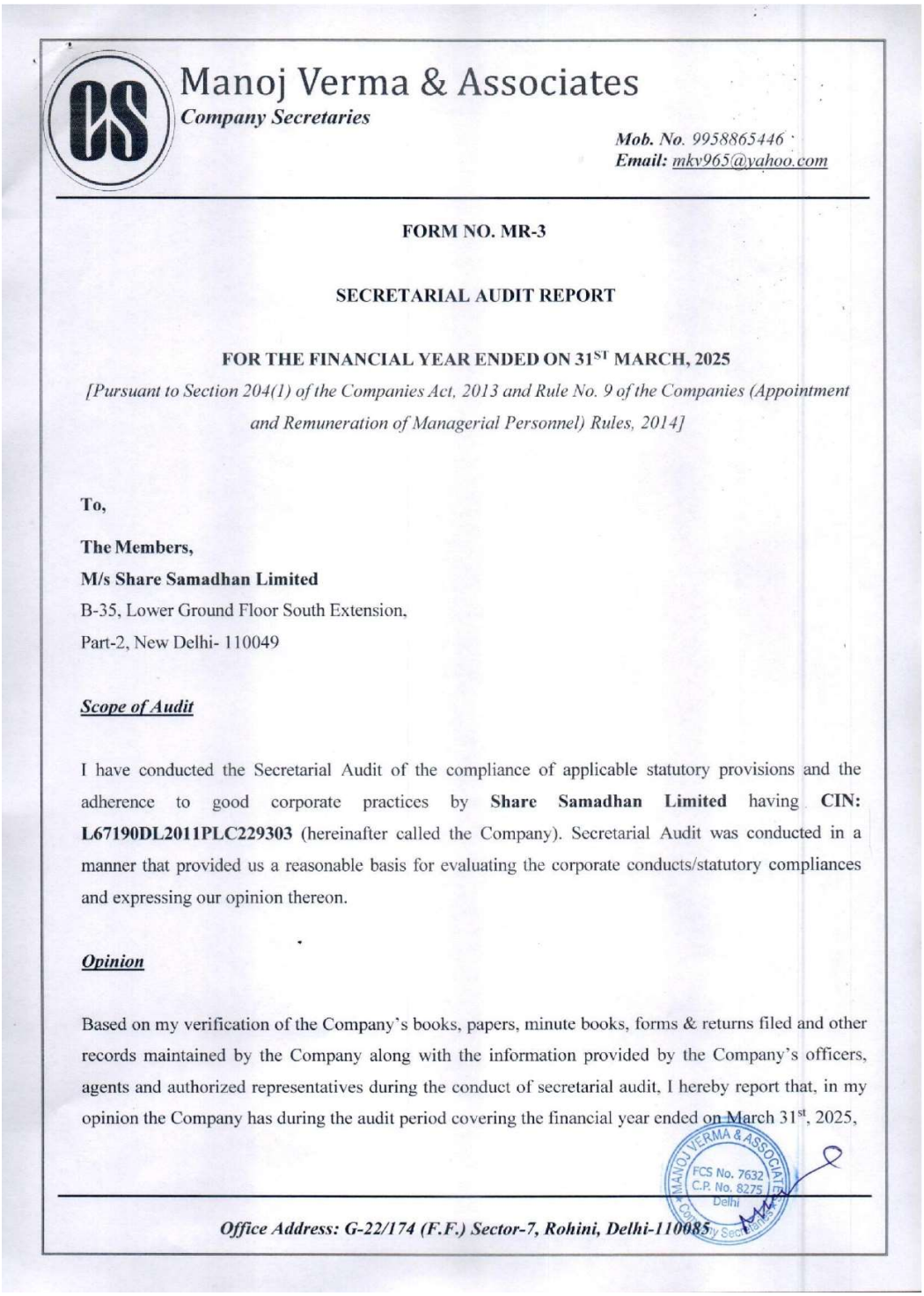
Mr. Abhay Kumar Chandalia
Chairman and Managing Director
DIN: 01775323
Place: New Delhi

Sd/-

Mr. Vikash Jain
CEO and Director
DIN: 05124177
Place: New Delhi

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**"Annexure C" to Board Report**



Manoj Verma & Associates
*Company Secretaries*

*Mob. No.* 9958865446
***Email:*** *mkv965@yahoo.com*

**FORM NO. MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025**

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

**To,**

**The Members,**
**M/s Share Samadhan Limited**
B-35, Lower Ground Floor South Extension,
Part-2, New Delhi- 110049

***Scope of Audit***

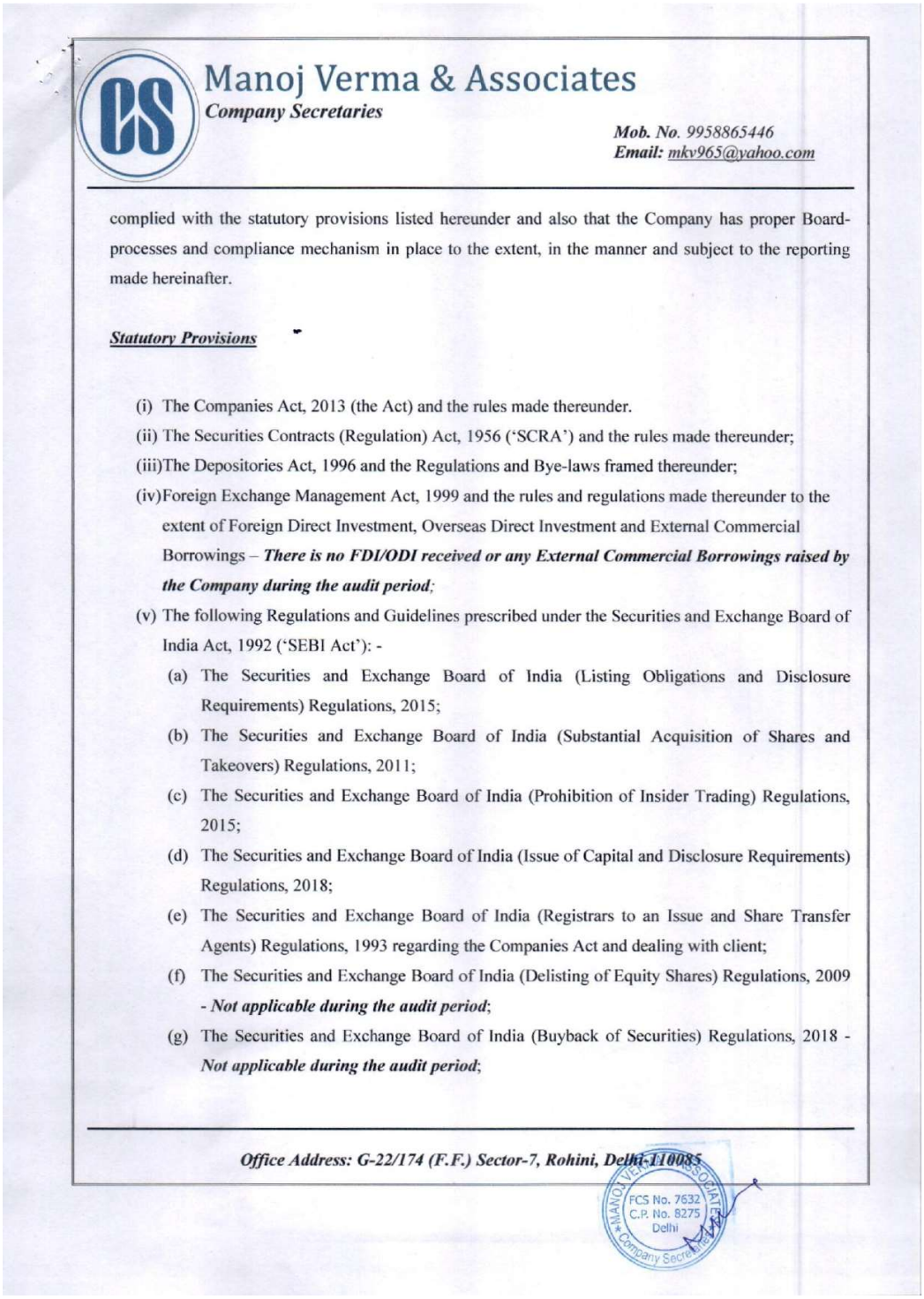
I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Share Samadhan Limited** having **CIN: L67190DL2011PLC229303** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

***Opinion***

Based on my verification of the Company's books, papers, minute books, forms & returns filed and other records maintained by the Company along with the information provided by the Company's officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion the Company has during the audit period covering the financial year ended on March 31st, 2025,

MANOJ VERMA & ASSOCIATES FCS No. 7632 C.P. No. 8275 Delhi Company Secretaries

*Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085*



Manoj Verma & Associates
*Company Secretaries*

*Mob. No.* 9958865446
*Email:* mkv965@yahoo.com

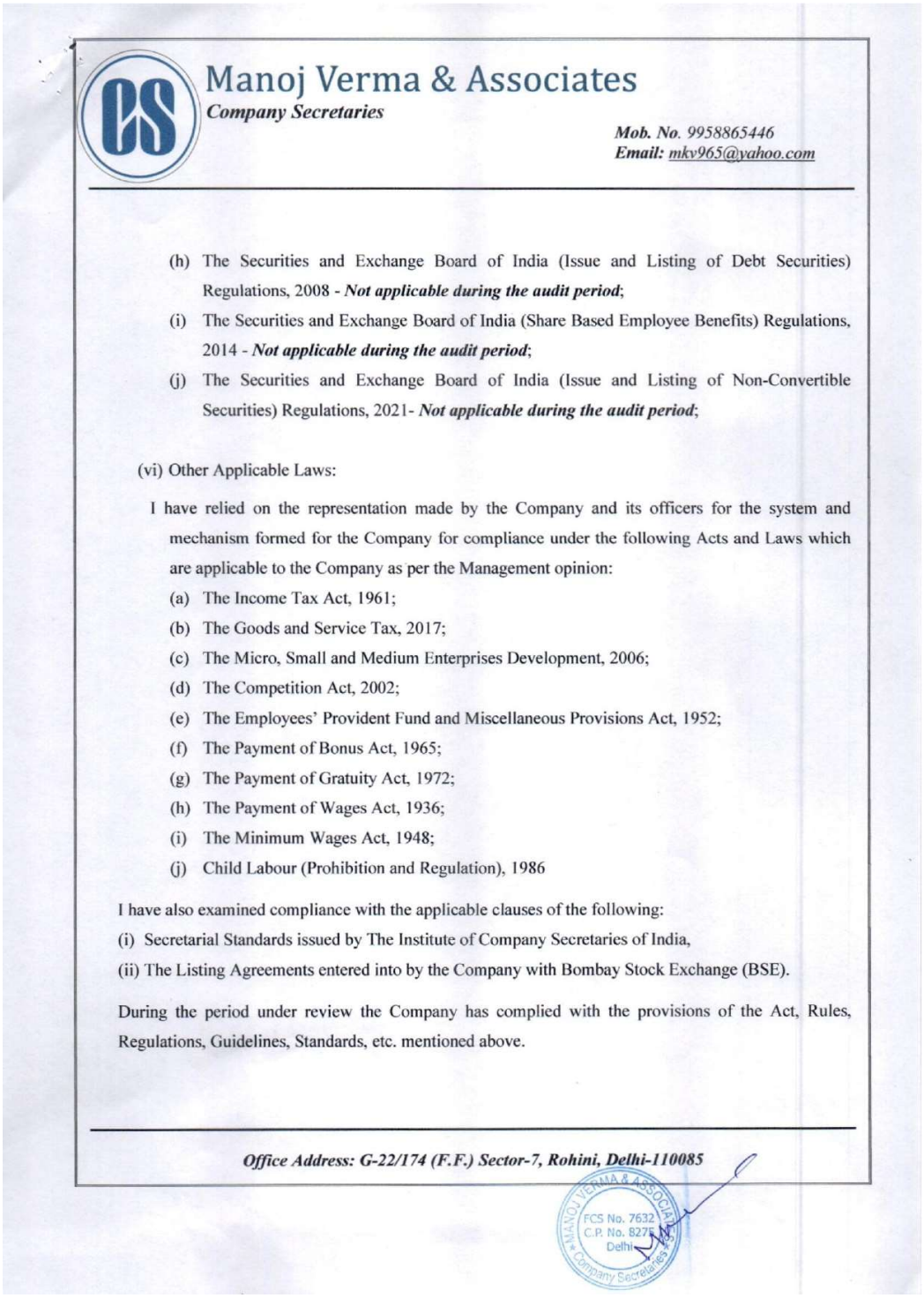
complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

***Statutory Provisions***

(i) The Companies Act, 2013 (the Act) and the rules made thereunder.
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii)The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
(iv)Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings – ***There is no FDI/ODI received or any External Commercial Borrowings raised by the Company during the audit period;***
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
  (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - ***Not applicable during the audit period;***
  (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - ***Not applicable during the audit period;***

***Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085***

MANOJ VERMA & ASSOCIATES
FCS No. 7632
C.P. No. 8275
Delhi
Company Secretaries



Manoj Verma & Associates
*Company Secretaries*

*Mob. No. 9958865446*
*Email: mkv965@yahoo.com*

(h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - ***Not applicable during the audit period***;

(i) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - ***Not applicable during the audit period***;

(j) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- ***Not applicable during the audit period***;

(vi) Other Applicable Laws:

I have relied on the representation made by the Company and its officers for the system and mechanism formed for the Company for compliance under the following Acts and Laws which are applicable to the Company as per the Management opinion:

(a) The Income Tax Act, 1961;
(b) The Goods and Service Tax, 2017;
(c) The Micro, Small and Medium Enterprises Development, 2006;
(d) The Competition Act, 2002;
(e) The Employees' Provident Fund and Miscellaneous Provisions Act, 1952;
(f) The Payment of Bonus Act, 1965;
(g) The Payment of Gratuity Act, 1972;
(h) The Payment of Wages Act, 1936;
(i) The Minimum Wages Act, 1948;
(j) Child Labour (Prohibition and Regulation), 1986

I have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India,

(ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE).

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

*Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085*

MANOJ VERMA & ASSOCIATES FCS No. 7632 C.P. No. 8271 Delhi Company Secretaries

Manoj Verma & Associates
*Company Secretaries*
*Mob. No.* 9958865446
*Email:* mkv965@yahoo.com

**I further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Independent Directors. There are some changes in the composition of the Board of Directors that took place during the period under review.

| Sr. No. | Name of Director | Designation | DIN | Date of appointment | Date of Resignation |
|---|---|---|---|---|---|
| 1. | Mrs. Purvi Pathik Shah | Independent Director | 10694424 | 07/02/2025 | - |
| 2. | Mr. Sunil Kumar Bhansali | Independent Director | 00225693 | 08/03/2024 | 03/12/2024 |
| 3. | Ms. Neha Baid | Director | 07021179 | 08/03/2024 | 27/03/2025 |
| 4. | Mr. Vikash Kumar Jain | CEO | 05124177 | 15/04/2024 | - |

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and for meeting convened under shorter notice, if any, were in compliance with section 173(3) of the Companies Act, 2013 and system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

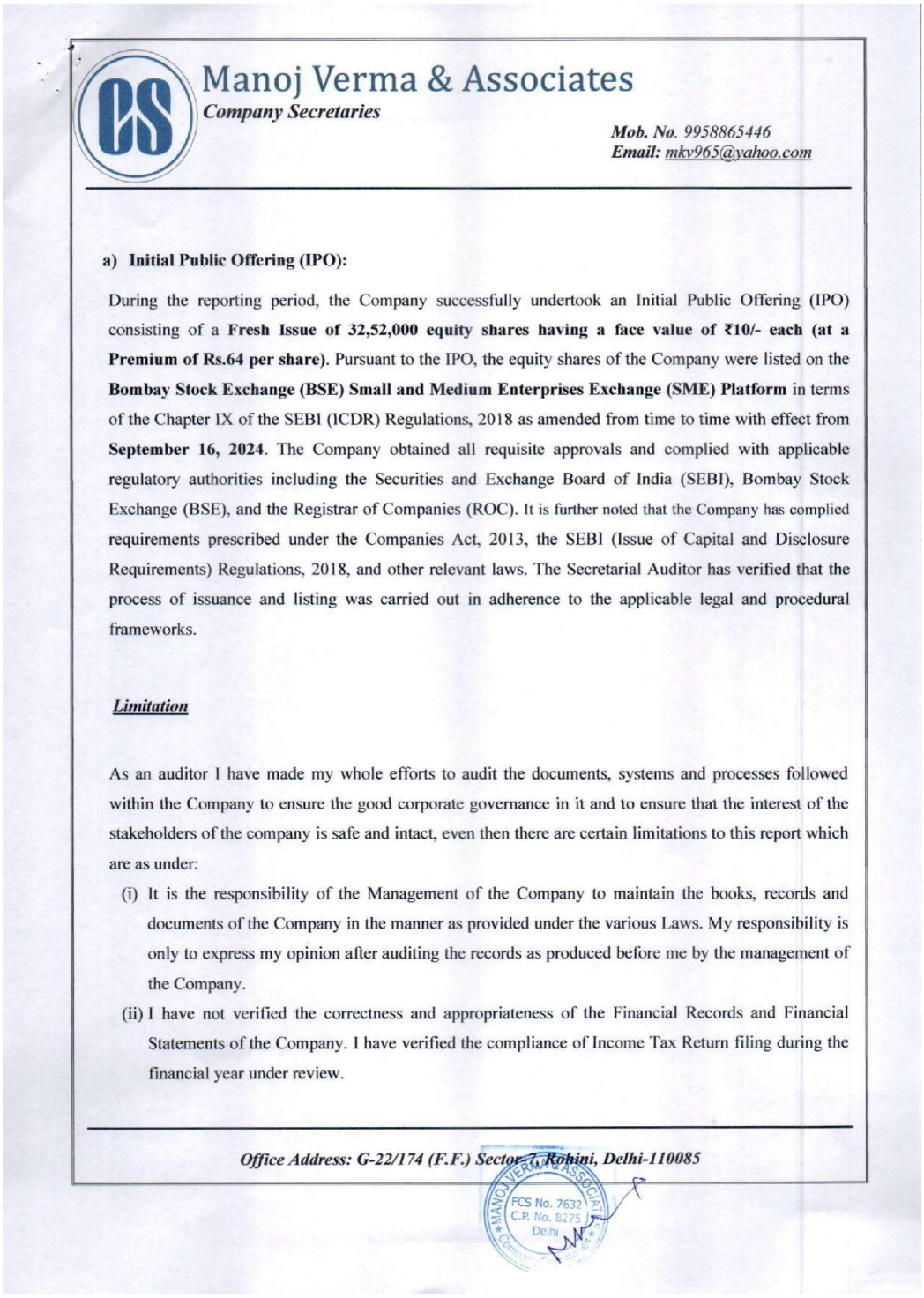
**I further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that**

During the Review Period the following specific events took place in the Company:

*Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085*

MANOJ VERMA & ASSOCIATES FCS No. 7632 C.P. No. 8[illegible] Delhi Company Secretaries



Manoj Verma & Associates
*Company Secretaries*

*Mob. No.* 9958865446
*Email:* mkv965@yahoo.com

**a) Initial Public Offering (IPO):**

During the reporting period, the Company successfully undertook an Initial Public Offering (IPO) consisting of a **Fresh Issue of 32,52,000 equity shares having a face value of ₹10/- each (at a Premium of Rs.64 per share).** Pursuant to the IPO, the equity shares of the Company were listed on the **Bombay Stock Exchange (BSE) Small and Medium Enterprises Exchange (SME) Platform** in terms of the Chapter IX of the SEBI (ICDR) Regulations, 2018 as amended from time to time with effect from **September 16, 2024.** The Company obtained all requisite approvals and complied with applicable regulatory authorities including the Securities and Exchange Board of India (SEBI), Bombay Stock Exchange (BSE), and the Registrar of Companies (ROC). It is further noted that the Company has complied requirements prescribed under the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other relevant laws. The Secretarial Auditor has verified that the process of issuance and listing was carried out in adherence to the applicable legal and procedural frameworks.

***Limitation***

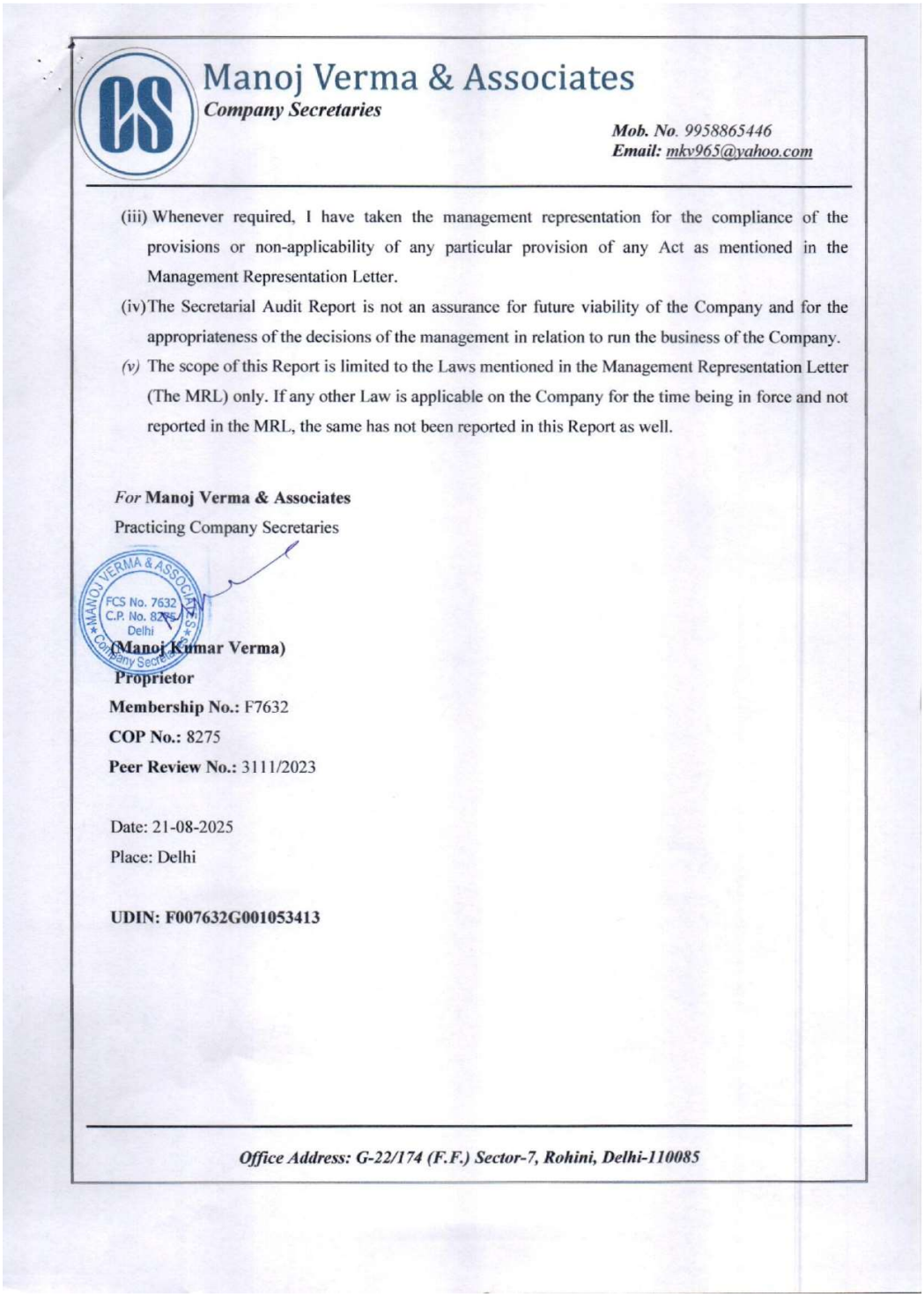
As an auditor I have made my whole efforts to audit the documents, systems and processes followed within the Company to ensure the good corporate governance in it and to ensure that the interest of the stakeholders of the company is safe and intact, even then there are certain limitations to this report which are as under:

(i) It is the responsibility of the Management of the Company to maintain the books, records and documents of the Company in the manner as provided under the various Laws. My responsibility is only to express my opinion after auditing the records as produced before me by the management of the Company.

(ii) I have not verified the correctness and appropriateness of the Financial Records and Financial Statements of the Company. I have verified the compliance of Income Tax Return filing during the financial year under review.

*Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085*

MANOJ VERMA & ASSOCIATES FCS No. 7632 C.P. No. 8275 Delhi



Manoj Verma & Associates
*Company Secretaries*

*Mob. No.* 9958865446
***Email:*** *mkv965@yahoo.com*

(iii) Whenever required, I have taken the management representation for the compliance of the provisions or non-applicability of any particular provision of any Act as mentioned in the Management Representation Letter.

(iv) The Secretarial Audit Report is not an assurance for future viability of the Company and for the appropriateness of the decisions of the management in relation to run the business of the Company.

*(v)* The scope of this Report is limited to the Laws mentioned in the Management Representation Letter (The MRL) only. If any other Law is applicable on the Company for the time being in force and not reported in the MRL, the same has not been reported in this Report as well.

*For* **Manoj Verma & Associates**
Practicing Company Secretaries

MANOJ VERMA & ASSOCIATES
FCS No. 7632
C.P. No. 8275
Delhi
Company Secretaries

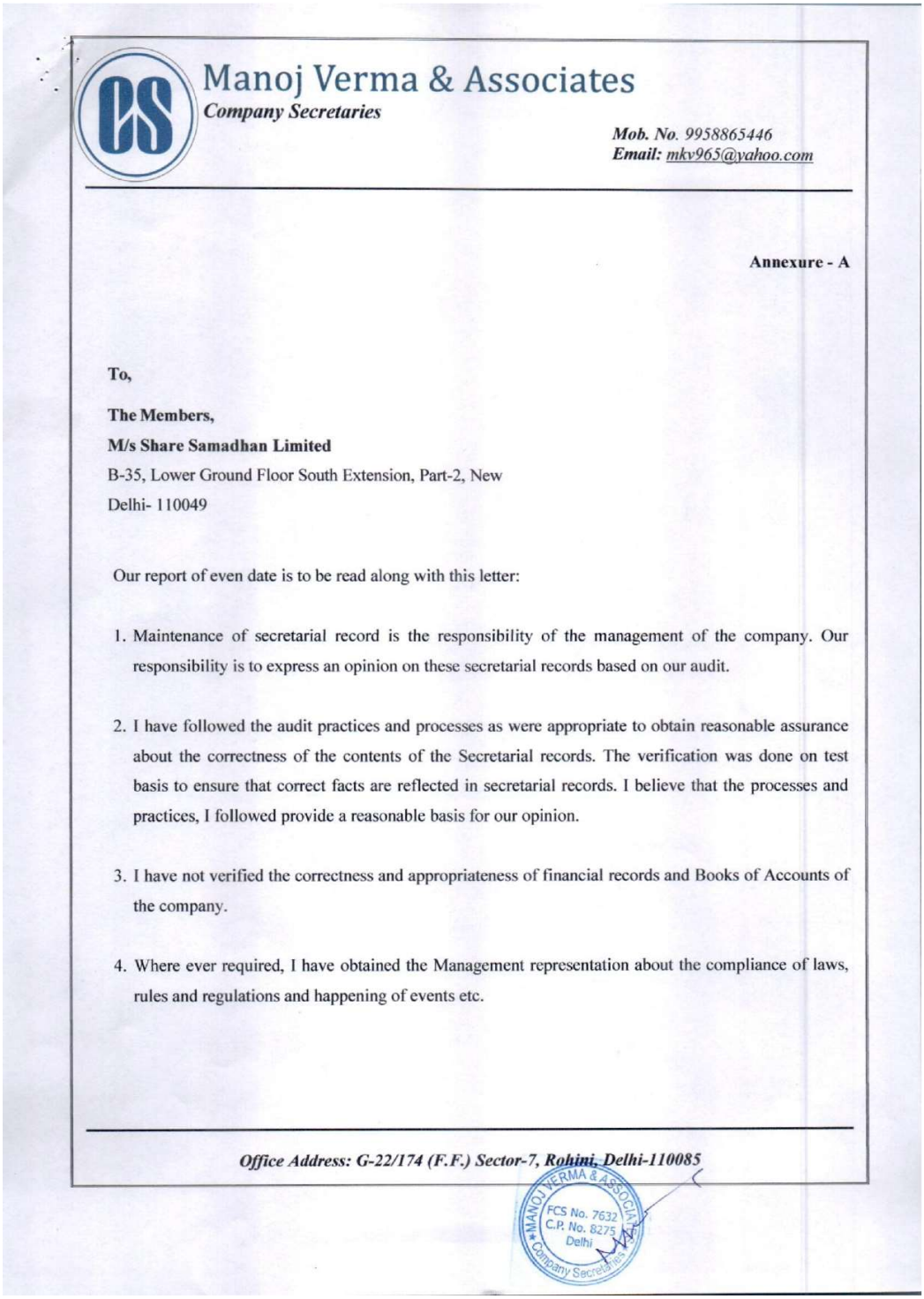
**(Manoj Kumar Verma)**
**Proprietor**
**Membership No.:** F7632
**COP No.:** 8275
**Peer Review No.:** 3111/2023

Date: 21-08-2025
Place: Delhi

**UDIN: F007632G001053413**

*Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085*

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Manoj Verma & Associates
*Company Secretaries*

*Mob. No.* 9958865446
*Email:* mkv965@yahoo.com

**Annexure - A**

**To,**

**The Members,**
**M/s Share Samadhan Limited**
B-35, Lower Ground Floor South Extension, Part-2, New
Delhi- 110049

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.

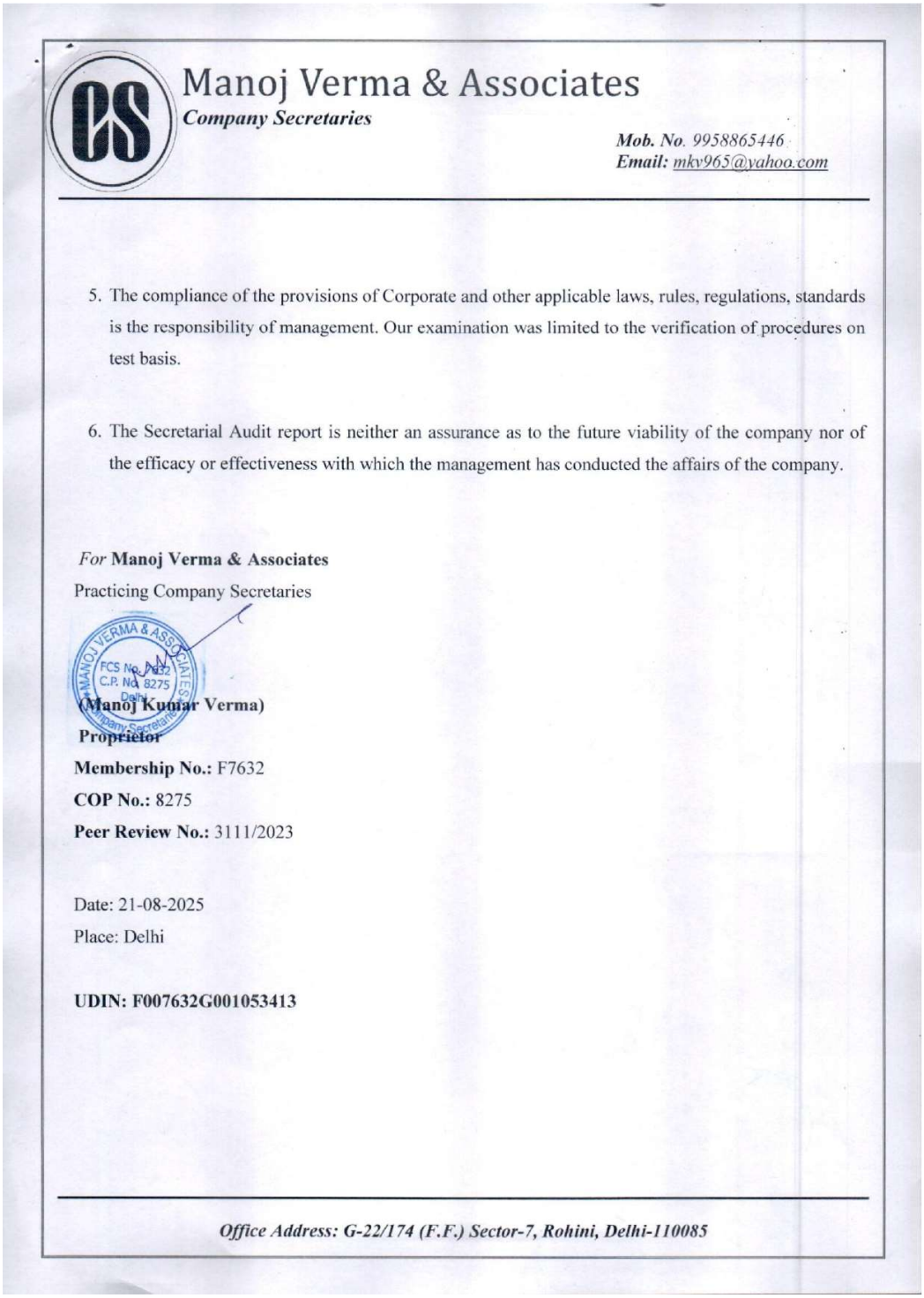
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

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MANOJ VERMA & ASSOCIATES
FCS No. 7632
C.P. No. 8275
Delhi
Company Secretaries

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Manoj Verma & Associates
*Company Secretaries*

*Mob. No.* 9958865446
*Email:* mkv965@yahoo.com

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

*For* **Manoj Verma & Associates**
Practicing Company Secretaries

MANOJ VERMA & ASSOCIATES FCS No. 7632 C.P. No. 8275 Delhi Company Secretaries

**(Manoj Kumar Verma)**
**Proprietor**
**Membership No.:** F7632
**COP No.:** 8275
**Peer Review No.:** 3111/2023

Date: 21-08-2025
Place: Delhi

**UDIN: F007632G001053413**

*Office Address: G-22/174 (F.F.) Sector-7, Rohini, Delhi-110085*

## Standalone Financial Statements

**SHARE SAMADHAN LIMITED**
**CIN : L67190DL2011PLC229303**
Reg. Office: B-35, Lower Ground Floor South Extension, Part -2, South Delhi, New Delhi, Delhi 110049
**Standalone Balance Sheet as on 31st March 2025**

*(₹ in Thousands)*

| Particulars | Note No. | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **I. EQUITY AND LIABILITIES** | | | |
| **(1) Shareholders' funds** | | | |
| (a) Share Capital | 2 | 122,701.03 | 90,189.03 |
| (b) Reserves and Surplus | 3 | 213,079.78 | 18,399.52 |
| **(2) Non-current liabilities** | | | |
| (a) Long-term Borrowings | 4 | 3,200.00 | - |
| (b) Long-term Provisions | 5 | 3,031.45 | 3,401.02 |
| (c) Deferred Tax Liability (net) | 6 | - | 237.97 |
| **(3) Current liabilities** | | | |
| (a) Short-term Borrowings | 7 | 4.78 | 6,438.17 |
| (b) Trade Payables | | | |
| i) Total outstanding dues of micro enterprises and small enterprises | 8 | | |
| ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | | 330.58 | 807.48 |
| (c) Other Current Liabilities | 9 | 1,619.91 | 2,038.39 |
| (d) Short-Term Provisions | 10 | 172.57 | 3,583.06 |
| **Total** | | **344,140.10** | **125,094.64** |
| **II. ASSETS** | | | |
| **(1) Non-current assets** | | | |
| (a) Property, Plant and Equipment and Intangible assets | 11 | | |
| (i) Property, Plant and Equipment | | 29,025.10 | 11,824.01 |
| (ii) Intangible Assets | | 4,265.79 | - |
| (iii) Advance Against Property | | - | 13,750.00 |
| (iv) Capital Work In progress | | 24,000.00 | |
| (b) Non-Current investments | 12 | 11,332.38 | 1,032.38 |
| (c) Deferred Tax Assets (net) | 13 | 549.55 | - |
| **(2) Current Assets** | | | |
| (a) Inventories | 14 | 48.80 | 834.55 |
| (b) Trade Receivables | 15 | 31,895.52 | 22,596.05 |
| (c) Cash and Cash Equivalents | 16 | 163,545.79 | 37,603.26 |
| (d) Short-Term Loans and Advances | 17 | 70,439.65 | 36,471.56 |
| (e) Other Current Assets | 18 | 9,037.52 | 982.84 |
| **Total** | | **344,140.10** | **125,094.64** |
| Statement of Significant accounting policies | 1 | | |
| The accompanying notes are an integral part of the Financial Statements | 2-27 | | |

As per our Report of even date attached

**For K.S Choudhary & Co.**
Chartered Accountants
Firm Registration No. 508095C

**CA Harish Kumar Choudhary**
Partner
M.No. - 093027
Place : Delhi
Date: 22nd August, 2025
UDIN : 25093027BNFVRB3821

**For & on behalf of the Board of Directors**
**Share Samadhan Limited**

| | |
|---|---|
| **Abhay Kumar Chandalia** | **Vikash Kumar Jain** |
| **Director** | **Director** |
| **DIN: 01775323** | **DIN: 05124177** |
| Place : Delhi | Place : Delhi |
| Date: 22nd August, 2025 | Date: 22nd August, 2025 |
| **Shrey Ghosal** | **Kumar Rishi** |
| **Director** | **Company Secretary** |
| **DIN: 09523676** | **M.No.: A37292** |
| Place : Delhi | Place : Delhi |
| Date: 22nd August, 2025 | Date: 22nd August, 2025 |

## SHARE SAMADHAN LIMITED

CIN : L67190DL2011PLC229303

Reg. Office: B-35, Lower Ground Floor South Extension, Part -2, South Delhi, New Delhi, Delhi 110049

**Standalone Statement of Profit and Loss for the year ended 31st March 2025**

*(₹ in Thousands)*

| | Particulars | Note No. | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|---|---|
| | **INCOME** | | | |
| I | Revenue From Operations | 19 | 88,714.69 | 92,823.54 |
| II | Other Income | 20 | 7,218.54 | 1,256.35 |
| III | **Total Income (I + II)** | | **95,933.23** | **94,079.89** |
| IV | **EXPENSES** | | | |
| | Cost of Shares purchase | 21 | - | - |
| | Changes In Inventories of Stock-In-Trade | 22 | 785.75 | 407.41 |
| | Employee Benefits Expenses | 23 | 26,944.23 | 23,127.42 |
| | Finance Cost | 24 | 221.21 | 618.50 |
| | Depreciation and Amortization Expense | 25 | 1,947.52 | 876.45 |
| | Other Expenses | 26 | 36,130.48 | 18,173.04 |
| | **Total Expenses** | | **66,029.19** | **43,202.82** |
| V | **Profit before exceptional and extraordinary items and tax (III - IV)** | | 29,904.04 | 50,877.07 |
| VI | Exceptional items | | - | - |
| VII | **Profit before extraordinary items and tax (V - VI)** | | 29,904.04 | 50,877.07 |
| VIII | Extraordinary items | | - | - |
| IX | **Profit before tax (VII-VIII)** | | **29,904.04** | **50,877.07** |
| X | **Tax expense:** | | | |
| | (1) Current tax | | 7,568.35 | 13,120.51 |
| | (2) Deferred tax | | (787.52) | 62.96 |
| | (3) Income Tax Paid for Prior Years | | 272.53 | - |
| | **Total Tax Expense** | | 7,053.36 | 13,183.47 |
| XI | **Profit / (Loss) from the period (IX - X)** | | 22,850.68 | 37,693.60 |
| XII | Earning per equity share: | 27 | | |
| | Face value per equity shares ₹10/- fully paid up. | | | |
| | (1) Basic | | 2.12 | 4.46 |
| | (2) Diluted | | 2.12 | 4.46 |
| | Statement of Significant accounting policies | 1 | | |
| | The accompanying notes are an integral part of the Financial Statements | 2-27 | | |

As per our Report of even date attached

**For K.S Choudhary & Co.**
Chartered Accountants
Firm Registration No. 508095C

**CA Harish Kumar Choudhary**
**Partner**
M.No.: 093027
Place : Delhi
Date: 22nd August, 2025
UDIN : 25093027BNFVRB3921

**For & on behalf of the Board of Directors**
**Share Samadhan Limited**

| Abhay Kumar Chandalia | Vikash Kumar Jain |
|---|---|
| Director | Director |
| DIN: 01775323 | DIN: 05124177 |
| Place : Delhi | Place : Delhi |
| Date: 22nd August, 2025 | Date: 22nd August, 2025 |

| Shrey Ghosal | Kumar Rishi |
|---|---|
| Director | Company Secretary |
| DIN: 09523676 | M.No.: A37292 |
| Place : Delhi | Place : Delhi |
| Date: 22nd August, 2025 | Date: 22nd August, 2025 |

## SHARE SAMADHAN LIMITED

**CIN : L67190DL2011PLC229303**

Reg. Office: B-35, Lower Ground Floor South Extension, Part -2, South Delhi, New Delhi, Delhi 110049

**Standalone Cash Flow Statement as on 31st March 2025**

(₹ in Thousands)

| Particulars | For the Year ended March 31, 2025 | For the Year ended March 31, 2024 |
|---|---|---|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net profit before tax and extraordinary items | 29,904.04 | 50,877.07 |
| Adjustments for: | | |
| Depreciation and amortisation expense | 1,947.52 | 876.45 |
| Provision for Gratutity | (369.57) | 736.22 |
| Interest and other income on investments | (7,188.40) | (449.19) |
| Interest expenses | 163.18 | 559.13 |
| Appropriation of profits | | |
| Operating profit / (loss) before working capital changes | 24,456.77 | 52,599.67 |
| **Changes in working capital:** | | |
| Increase / (Decrease) in trade payable | 143.01 | - |
| Increase / (Decrease) in short term borrowing | (6,433.39) | 919.61 |
| Increase / (Decrease) in provisions | (3,410.50) | 2,558.75 |
| Increase / (Decrease) in other current liabilities | (1,040.55) | 1,013.69 |
| (Increase) / Decrease in short term loan and advances | (42,968.09) | (28,675.57) |
| (Increase) / Decrease in trade receivables | (9,299.47) | (12,769.40) |
| (Increase) / Decrease in inventories | 785.75 | 407.41 |
| (Increase) / Decrease in Other Current Assets | (8,054.69) | (959.12) |
| CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES | (15,917.11) | 65,972.11 |
| Less: Taxes paid | (7,840.88) | (13,120.51) |
| NET CASH FLOW FROM / (USED IN) OPERATING ACTIVITIES | (23,757.99) | 52,851.60 |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Purchase of tangible / intangible assets | (24,662.24) | (1,098.47) |
| Increase / (Decrease) in non current investments | (10,300.00) | (892.58) |
| (Profit)/Loss on redemption of investments | - | - |
| Dividend/ bank interest received | 7,188.40 | 449.19 |
| NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES | (27,773.84) | (1,541.86) |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Interest expenses | (163.18) | (559.13) |
| Bank Interest Received | - | - |
| Proceeds/(Repayment) of long - term borrowings | 3,200.00 | (622.07) |
| Proceeds from issue of shares | 204,341.58 | 37,843.05 |
| NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES | 207,378.41 | 36,661.85 |
| NET INCREASE / (DECREASE) IN CASH & CASH EQUIVALENTS (A+B+C) | 155,846.58 | 87,971.59 |
| Cash and Cash equivalents at beginning period (Refer Note 14) | 88,480.32 | 508.73 |
| Cash and Cash equivalents at end of period (Refer Note 14) | 244,326.90 | 88,480.32 |
| D. Cash and Cash equivalents comprise of | | |
| Cash on hand | 922.35 | 852.92 |
| Balances with banks | | |
| In current accounts | 17,836.69 | 4,794.05 |
| In deposit accounts | 144,786.75 | 31,956.30 |
| Total | 163,545.79 | 37,603.26 |

For K.S Choudhary & Co.
Chartered Accountants
Firm Registration No. 508095C

CA Harish Kumar Choudhary
Partner
M.No. 099027
Place : Delhi
Date: 22nd August, 2025
UDIN : 25099027BNFVRB3821

For & on behalf of the Board of Directors
Share Samadhan Limited

| Abhay Kumar Chandalia | Vikash Kumar Jain |
|---|---|
| Director | Director |
| DIN: 01775323 | DIN: 05124177 |
| Place : Delhi | Place : Delhi |
| Date: 22nd August, 2025 | Date: 22nd August, 2025 |

| Shrey Ghosal | Kumar Rishi |
|---|---|
| Director | Company Secretary |
| DIN: 09523676 | M.No.: A37292 |
| Place : Delhi | Place : Delhi |
| Date: 22nd August, 2025 | Date: 22nd August, 2025 |

Share Samadhan™
सारे समाधान
RECOVERY OF INVESTMENT & DEBTOR

## Consolidated Financial Statements

**SHARE SAMADHAN LIMITED**
**CIN : L67190DL2011PLC229303**
Reg. Office: B-35, Lower Ground Floor South Extension, Part -2, South Delhi, New Delhi, Delhi 110049
**Consolidated Balance Sheet as on 31st March 2025**

*(₹ in Thousands)*

| Particulars | Note No. | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **I. EQUITY AND LIABILITIES** | | | |
| **(1) Shareholders' funds** | | | |
| (a) Share Capital | 2 | 122,701.03 | 90,189.03 |
| (b) Reserves and Surplus | 3 | 225,981.81 | 22,689.91 |
| (c) Minority Interest | | 14,030.25 | 4,977.79 |
| **(2) Non-current liabilities** | | | |
| (a) Long-term Borrowings | 4 | 3,200.00 | 2,270.86 |
| (b) Long-term Provisions | 5 | 3,031.45 | 3,401.02 |
| (c) Deferred Tax Liability (net) | 6 | - | 237.97 |
| **(3) Current liabilities** | | | |
| (a) Short-term Borrowings | 7 | 2,276.14 | 6,438.17 |
| (b) Trade Payables | | | |
| i) Total outstanding dues of micro enterprises and small enterprises | 8 | | |
| ii) Total outstanding dues of creditors other than micro enterprises and small enterprises | | 330.58 | 807.48 |
| (c) Other Current Liabilities | 9 | 29,593.23 | 6,653.77 |
| (d) Short-Term Provisions | 10 | 206.48 | 4,564.99 |
| Total | | 401,350.97 | 142,230.99 |
| **II. ASSETS** | | | |
| **(1) Non-current assets** | | | |
| **(a) Property, Plant and Equipment and Intangible assets** | | | |
| (i) Property, Plant and Equipment | 11(a) | 29,363.38 | 12,077.39 |
| (ii) Intangible Assets | 11(b) | 9989.74 | 5,760.72 |
| (iii) Advance Against Property | | - | 13,750.00 |
| (iv) Capital Work In progress | 11 (c ) | 24,000.00 | |
| **(b) Non-Current investments** | 12 | 10,395.08 | 95.08 |
| **(c) Deferred Tax Assets (net)** | 13 | 549.55 | - |
| **(2) Current Assets** | | | |
| (a) Inventories | 14 | 48.80 | 834.55 |
| (b) Trade Receivables | 15 | 86,445.52 | 29,086.05 |
| (c) Cash and Cash Equivalents | 16 | 191,194.35 | 48,217.08 |
| (d) Short-Term Loans and Advances | 17 | 39,385.75 | 31,167.73 |
| (e) Other Current Assets | 18 | 9,978.81 | 1,242.39 |
| Total | | 401,350.97 | 142,230.99 |
| Statement of Significant accounting policies | 1 | | |
| The accompanying notes are an integral part of the Financial Statements | 2-27 | | |

As per our Report of even date attached

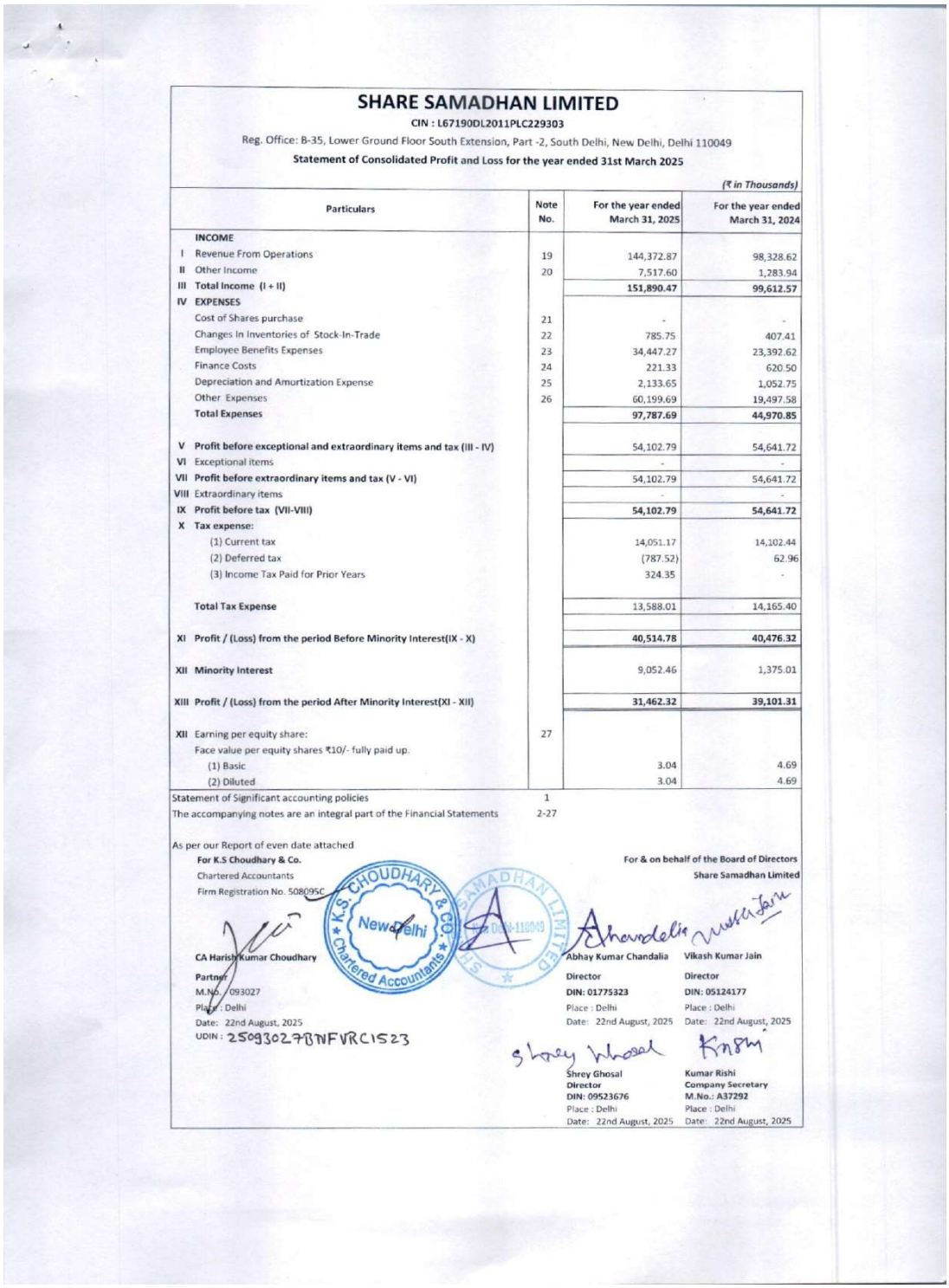
For K.S Choudhary & Co.
Chartered Accountants
Firm Registration No. 508095C

CA Harish Kumar Choudhary
Partner
M.No. 093027
Place : Delhi
Date: 22nd August, 2025
UDIN : 25093027BNFVRC1523

For on behalf of Board of Directors
Share Samadhan Limited

Abhay Kumar Chandalia — Director — DIN: 01775323 — Place : Delhi — Date: 22nd August, 2025
Vikash Kumar Jain — Director — DIN: 05124177 — Place : Delhi — Date: 22nd August, 2025

Shrey Ghosal — Director — DIN: 09523676 — Place : Delhi — Date: 22nd August, 2025
Kumar Rishi — Company Secretary — M.No.: A37292 — Place : Delhi — Date: 22nd August, 2025



## SHARE SAMADHAN LIMITED

CIN : L67190DL2011PLC229303

Reg. Office: B-35, Lower Ground Floor South Extension, Part -2, South Delhi, New Delhi, Delhi 110049

**Statement of Consolidated Profit and Loss for the year ended 31st March 2025**

*(₹ in Thousands)*

| | Particulars | Note No. | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|---|---|
| | **INCOME** | | | |
| I | Revenue From Operations | 19 | 144,372.87 | 98,328.62 |
| II | Other Income | 20 | 7,517.60 | 1,283.94 |
| III | **Total Income (I + II)** | | **151,890.47** | **99,612.57** |
| IV | **EXPENSES** | | | |
| | Cost of Shares purchase | 21 | - | - |
| | Changes In Inventories of Stock-In-Trade | 22 | 785.75 | 407.41 |
| | Employee Benefits Expenses | 23 | 34,447.27 | 23,392.62 |
| | Finance Costs | 24 | 221.33 | 620.50 |
| | Depreciation and Amortization Expense | 25 | 2,133.65 | 1,052.75 |
| | Other Expenses | 26 | 60,199.69 | 19,497.58 |
| | **Total Expenses** | | **97,787.69** | **44,970.85** |
| V | **Profit before exceptional and extraordinary items and tax (III - IV)** | | 54,102.79 | 54,641.72 |
| VI | Exceptional items | | - | - |
| VII | **Profit before extraordinary items and tax (V - VI)** | | 54,102.79 | 54,641.72 |
| VIII | Extraordinary items | | - | - |
| IX | **Profit before tax (VII-VIII)** | | **54,102.79** | **54,641.72** |
| X | **Tax expense:** | | | |
| | (1) Current tax | | 14,051.17 | 14,102.44 |
| | (2) Deferred tax | | (787.52) | 62.96 |
| | (3) Income Tax Paid for Prior Years | | 324.35 | - |
| | **Total Tax Expense** | | 13,588.01 | 14,165.40 |
| XI | **Profit / (Loss) from the period Before Minority Interest(IX - X)** | | **40,514.78** | **40,476.32** |
| XII | **Minority Interest** | | 9,052.46 | 1,375.01 |
| XIII | **Profit / (Loss) from the period After Minority Interest(XI - XII)** | | **31,462.32** | **39,101.31** |
| XII | Earning per equity share: | 27 | | |
| | Face value per equity shares ₹10/- fully paid up. | | | |
| | (1) Basic | | 3.04 | 4.69 |
| | (2) Diluted | | 3.04 | 4.69 |
| | Statement of Significant accounting policies | 1 | | |
| | The accompanying notes are an integral part of the Financial Statements | 2-27 | | |

As per our Report of even date attached

**For K.S Choudhary & Co.**
Chartered Accountants
Firm Registration No. 508095C

**CA Harish Kumar Choudhary**
**Partner**
M.No. 093027
Place : Delhi
Date: 22nd August, 2025
UDIN : 25093027BNFVRC1523

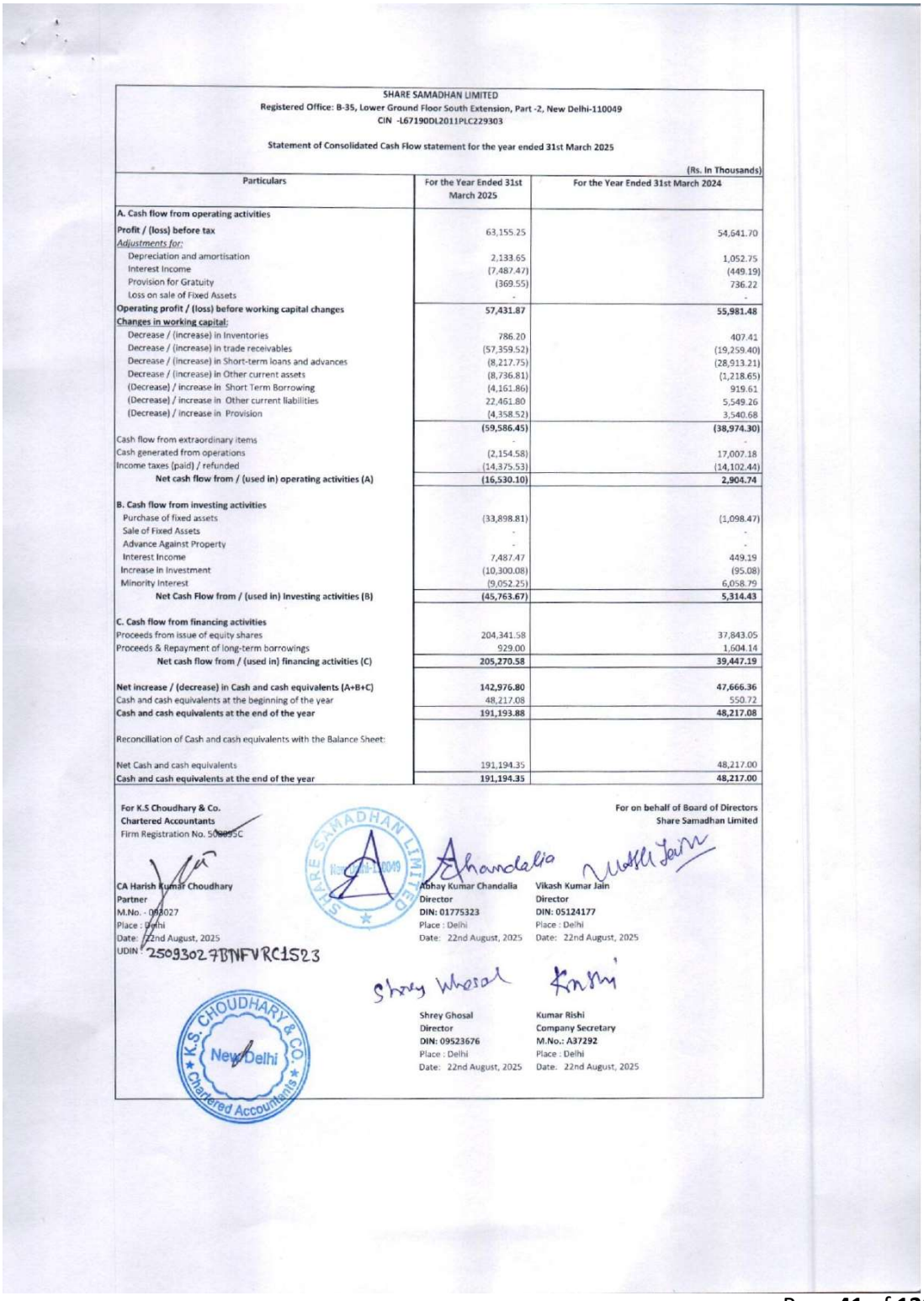
**For & on behalf of the Board of Directors**
**Share Samadhan Limited**

**Abhay Kumar Chandalia**
**Director**
**DIN: 01775323**
Place : Delhi
Date: 22nd August, 2025

**Vikash Kumar Jain**
**Director**
**DIN: 05124177**
Place : Delhi
Date: 22nd August, 2025

**Shrey Ghosal**
**Director**
**DIN: 09523676**
Place : Delhi
Date: 22nd August, 2025

**Kumar Rishi**
**Company Secretary**
**M.No.: A37292**
Place : Delhi
Date: 22nd August, 2025



**SHARE SAMADHAN LIMITED**
**Registered Office: B-35, Lower Ground Floor South Extension, Part -2, New Delhi-110049**
**CIN -L67190DL2011PLC229303**

**Statement of Consolidated Cash Flow statement for the year ended 31st March 2025**

(Rs. In Thousands)

| Particulars | For the Year Ended 31st March 2025 | For the Year Ended 31st March 2024 |
|---|---|---|
| **A. Cash flow from operating activities** | | |
| **Profit / (loss) before tax** | 63,155.25 | 54,641.70 |
| *Adjustments for:* | | |
| Depreciation and amortisation | 2,133.65 | 1,052.75 |
| Interest Income | (7,487.47) | (449.19) |
| Provision for Gratuity | (369.55) | 736.22 |
| Loss on sale of Fixed Assets | - | - |
| **Operating profit / (loss) before working capital changes** | **57,431.87** | **55,981.48** |
| **Changes in working capital:** | | |
| Decrease / (increase) in Inventories | 786.20 | 407.41 |
| Decrease / (increase) in trade receivables | (57,359.52) | (19,259.40) |
| Decrease / (increase) in Short-term loans and advances | (8,217.75) | (28,913.21) |
| Decrease / (increase) in Other current assets | (8,736.81) | (1,218.65) |
| (Decrease) / increase in Short Term Borrowing | (4,161.86) | 919.61 |
| (Decrease) / increase in Other current liabilities | 22,461.80 | 5,549.26 |
| (Decrease) / increase in Provision | (4,358.52) | 3,540.68 |
| | **(59,586.45)** | **(38,974.30)** |
| Cash flow from extraordinary items | - | - |
| Cash generated from operations | (2,154.58) | 17,007.18 |
| Income taxes (paid) / refunded | (14,375.53) | (14,102.44) |
| **Net cash flow from / (used in) operating activities (A)** | **(16,530.10)** | **2,904.74** |
| **B. Cash flow from investing activities** | | |
| Purchase of fixed assets | (33,898.81) | (1,098.47) |
| Sale of Fixed Assets | - | - |
| Advance Against Property | - | - |
| Interest Income | 7,487.47 | 449.19 |
| Increase in Investment | (10,300.08) | (95.08) |
| Minority Interest | (9,052.25) | 6,058.79 |
| **Net Cash Flow from / (used in) investing activities (B)** | **(45,763.67)** | **5,314.43** |
| **C. Cash flow from financing activities** | | |
| Proceeds from issue of equity shares | 204,341.58 | 37,843.05 |
| Proceeds & Repayment of long-term borrowings | 929.00 | 1,604.14 |
| **Net cash flow from / (used in) financing activities (C)** | **205,270.58** | **39,447.19** |
| **Net increase / (decrease) in Cash and cash equivalents (A+B+C)** | **142,976.80** | **47,666.36** |
| Cash and cash equivalents at the beginning of the year | 48,217.08 | 550.72 |
| **Cash and cash equivalents at the end of the year** | **191,193.88** | **48,217.08** |
| Reconciliation of Cash and cash equivalents with the Balance Sheet: | | |
| Net Cash and cash equivalents | 191,194.35 | 48,217.00 |
| **Cash and cash equivalents at the end of the year** | **191,194.35** | **48,217.00** |

**For K.S Choudhary & Co.**
**Chartered Accountants**
Firm Registration No. 509855C

**CA Harish Kumar Choudhary**
**Partner**
M.No. - 083027
Place : Delhi
Date: 22nd August, 2025
UDIN : 25083027BNFVRC1523

K.S. CHOUDHARY & CO. New Delhi Chartered Accountants

**For on behalf of Board of Directors**
**Share Samadhan Limited**

SHARE SAMADHAN LIMITED New Delhi-110049

**Abhay Kumar Chandalia**
**Director**
**DIN: 01775323**
Place : Delhi
Date: 22nd August, 2025

**Vikash Kumar Jain**
**Director**
**DIN: 05124177**
Place : Delhi
Date: 22nd August, 2025

**Shrey Ghosal**
**Director**
**DIN: 09523676**
Place : Delhi
Date: 22nd August, 2025

**Kumar Rishi**
**Company Secretary**
**M.No.: A37292**
Place : Delhi
Date: 22nd August, 2025

## NOTES FORMING PART OF STANDALONE FINANCIAL STATEMENTS

## A. CORPORATE INFORMATION

Share Samadhan Limited (the "Company") is a public company domiciled in India, with its registered office at B-35, Lower Ground Floor South Extension, Part 2, South Delhi, New Delhi, Delhi 110049, India.

Share Samadhan Limited was incorporated on 26th December 2011 under the provision of Companies Act 1956, and deemed to be incorporated under the provisions of Companies Act 2013.

The financial statements of the Company for the period ended March 31, 2025 are approved and authorized for issue in accordance with a resolution of Board of Directors.

## B. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

### 1) BASIS OF ACCOUNTING AND PREPARATION OF FINANCIAL STATEMENTS

**a. Functional and presentation currency**

These financial statements are presented in Indian Rupees, which is the company's functional currency. All amounts have been rounded to nearest Thousand, unless otherwise stated.

**b. Basis of Measurement**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services 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 - noncurrent classification of assets and liabilities.

**2) APPLICABILITY OF ACCOUNTING STANDARDS**

The company is a Medium Sized Company as per "SMC" as defined in the General Instructions of the Companies (Accounting Standards) Rules, 2006 notified by the Central Government under the Companies Act, 2013. Accordingly, the Company has complied with the Accounting Standards as applicable to a Medium Sized company. Further, the company by virtue of being a SMC, requires to comply with the recognition and measurement principles prescribed by all accounting standards, but is given a relaxation in respect of certain disclosure related standards and certain disclosure requirements prescribed by other accounting standards.

**3) USE OF ESTIMATES**

The preparation of financial statements requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent liabilities at the date of these financial statements. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

**4) PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSETS**

**(a) Property, Plant & Equipment**

Property, Plant and Equipment are stated at cost net of recoverable taxes based on intended outward supplies and furtherance of business, trade discounts and rebates less accumulated depreciation and impairment loss, if any.

The cost comprises its purchase price, borrowing cost and any other cost directly attributable in bringing the asset to its working condition for its intended use, net charges on foreign exchange, contracts and adjustments arising from exchange rate variations attributable the assets.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Subsequent expenditures to an item of asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

**(b) Intangible assets**

Identifiable intangible assets are recognized when it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

Intangible assets are amortised over their respective estimated useful lives on a straight-line basis, from the date that they are available for use. Intangible assets are stated at cost less accumulated amortisation and impairment.

**(c) Depreciation / Amortisation**

Depreciation/Amortisation on Property, Plant and Equipment is provided based on Straight Line Method considering the useful life of asset and residual value as prescribed in Schedule II to the Companies Act, 2013

In respect of additions or extensions forming an integral part of existing asset depreciation is provided as aforesaid over the residual life of the respective Property, Plant and Equipment.

Depreciation on assets acquired/sold during the year is recognized on a pro-rata basis to the statement of profit and loss till the date of acquisition / sale.

**(d) Impairment of Assets**

The carrying amounts of assets are reviewed to see if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

**5) INVESTMENT**

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried at lower of cost and fair value determined on an individual investment basis.

Non-current investments are carried at cost, less provision for diminution in value other than temporary. On disposal of investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**6) INVENTORIES**

Inventories consist of shares and securities.

Inventories are valued as lower of cost or Net Realisable Value I.e. Market value.

**7) REVENUE RECOGNITION**

Revenue from operations includes sale of shares, services adjusted for discounts net of taxes.

Revenue is recognised to the extent that it is probable that economic benefit will flow to the company and the revenue can be reliably measured.

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, if it can be reliably measured and it is reasonable to expect ultimate collection.

Dividend from investments is recognized when the right to receive the payment is established and when no Significant uncertainty as to measurability or collectability exists.

Interest income is recognized on the time basis determined by the amount outstanding and the rate applicable and where no Signiant uncertainty as to measurability or collectability exists.

Company has given advances to vendors for litigation and consultancy work which is kept as advance to supplier. The same shall be expensed at the time of final outcome of the case.

**8) EMPLOYEE BENEFITS**

Liability in respect of employee benefits is provided for and is charged to profit and loss account as follows:

**(i)** **Short-term employee benefits: -** All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, ex-gratia and compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services

rendered by employees is charged to the Statement of profit and loss in the period in which such services are rendered.

**(ii)** **Defined contribution plan** A defined contribution plan is a post-employment benefit plan under which the company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund. The Company's contributions to Employees Provident Fund are charged to statement of profit and loss every year. Provision for gratuity is provided based on Actuarial Valuation made covering at the year ended 31 March 2025, Short Term Employee Benefits like leave benefit, if any, are paid along with salary and wages on a month-to-month basis, bonus to employees is charged to profit and loss account on the basis of actual payment on year-to-year basis.

**9) BORROWING COST**

Borrowing costs that are attributable to the acquisition and construction of the asset which takes substantial period of time to get ready for its intended use are capitalized as part of cost of such asset.

All other borrowing costs are charged to Statement of Profit and Loss in the period in which they are incurred or related.

**10) ACCOUNTING FOR TAXES**

Tax expense comprises current and deferred taxes.

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 recognised, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realise such losses. Other deferred tax assets are recognised if there is reasonable certainty that there will be sufficient future taxable income to realize such assets.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

**11) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provision is recognised when the company has present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation, in respect of the estimate made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

Contingent asset is neither recognised nor disclosed in the financial statement.

**12) IMPAIRMENT OF ASSETS**

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.

An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.
After impairment, depreciation is provided on the revised carrying amount of the asset over useful life.

## C. NOTES TO ACCOUNTS

**1.** In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realised, in the ordinary course of business. The provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

**2. BALANCES IN RESPECT OF LOANS, ADVANCES AND DEPOSITS MADE**

Debit balances, if any in respect of loans, advances and deposits made, are subject to confirmation. Their balances are reflected in the accounts as appearing in the general ledger and unfavourable adjustments, if any, not currently ascertainable will be considered in the subsequent financial years.

3. **CONTINGENCIES AND EVENTS OCCURRING AFTER BALANCE SHEET DATE**

There are no contingencies or events occurred between the Balance Sheet date and reporting date.

4. Company has raised fund through bookbuilding process in Initial Public Offer. The shares got listed on BSE SME on 16th September 2024. Total Rs 2,406.48 Lakhs are raised through Initial Public Offer. Total 32,52,000 shares are issued in Initial Public Offer which is entirely fresh issue. Thereby the total number of Equity Share post listing reporting date stands at 1,22,70,103 shares.

5. **RELATED PARTY TRANSACTIONS**

**a) List of Related Parties**

| NAME OF RELATED PARTY | RELATIONSHIP |
|---|---|
| Abhay Kumar Chandalia | Managing Director |
| Vikash Kumar Jain | CEO |
| Shrey Ghosal | Director |
| Wealth Samadhan Private Ltd | Subsidiary Company |
| Nyaya Mitra Ltd | Subsidiary Company |
| Kumar Rishi | Chief Financial Officer |
| Sneha Kaur | Director |

**b) Transaction during the period with Related Parties**

(Rs in '000)

| Name of Related Party | Relationship | For The Period Ended 31st March 2025 | For The Period Ended 31st March 2024 |
|---|---|---|---|
| **Director Remuneration** | | | |
| Abhay Kumar Chandalia | Managing Director | 3,000.00 | 3,750.00 |
| Vikash Kumar Jain | CEO | 3,000.00 | 3,750.00 |
| Shrey Ghosal | Director | 1,816.00 | 1,027.45 |
| 2 **Salaried Paid** | | | |
| Kumar Rishi | Chief Financial Officer | 720.00 | 600.00 |
| **Receipt of Unsecured Loan** | | | |
| Abhay Kumar Chandalia | Managing Director | - | - |

| | | | |
|---|---|---|---|
| Vikash Kumar Jain | CEO | - | - |
| Shrey Ghosal | Director | - | - |
| **Repayment of Unsecured Loan** | | | |
| Abhay Kumar Chandalia | Managing Director | - | - |
| Vikash Kumar Jain | CEO | - | - |
| Shrey Ghosal | Director | - | - |
| **Loan Given** | | | |
| Wealth Samadhan Private Ltd | Subsidiary Company | 778.22 | 260.00 |
| Nyaya Mitra Ltd | Subsidiary Company | 327.37 | 10,000.00 |
| **Loan Repayment Received** | | | |
| Wealth Samadhan Private Ltd | Subsidiary Company | - | - |
| Nyaya Mitra Ltd | Subsidiary Company | - | - |

C) Period End Balances with Related Parties

(Rs in '000)

| Name of the Related Party | Relationship | For the Period Ended 31st March 2025 | For the Period Ended 31st March 2024 |
|---|---|---|---|
| Abhay Kumar Chandalia | Managing Director | - | - |
| Vikash Kumar Jain | CEO | - | - |
| Shrey Ghosal | Director | - | 117.00 |
| Wealth Samadhan Private Ltd | Subsidiary Company | 6,801.38 | 6,023.15 |
| Nyaya Mitra Ltd | Subsidiary Company | 42,736.85 | 10,000.00 |
| Kumar Rishi | Chief Financial Officer | - | - |

**D) IMPAIRMENT OF ASSETS**

No provision for Impairment loss in terms of Accounting Standard - 28 has been made as the management is of the opinion that considering the future use of the said assets, the fair value of the respective assets will be higher than the value for which they are carried.

E) Managerial Remuneration

| **Particulars** | **Financial Year 2024-25** | **Financial Year 2023-24** |
|---|---|---|
| Director's Remuneration | 7,896.00 | 8,527.45 |
| **Total** | **7,896.00** | **8,527.45** |

F) Employee Benefits

The Company has adopted the Accounting Standard 15 (revised 2005) on Employee Benefits as per an actuarial valuation carried out by an independent actuary in financials. The disclosures as envisaged under the standard are as under: -

| Particulars | Financial Year 2024-25 | Financial Year 2023-24 |
|---|---|---|
| **1) The Amount Recognized in the Balance Sheet are as follows:** | | |
| Present value of the obligation at the end of the period | 31,93,279 | 35,91,915 |
| Fair Value of the plan assets at the end of the period | - | - |
| Net Liability/(asset) recognized in the Balance Sheet and related analysis | 31,93,279 | 35,91,915 |
| Funded Status- Surplus/ (Deficit) | (31,93,279) | (35,91,915) |
| | | |
| **2) Total Liability** | | |
| Current Liability (Short Term) * | 1,61,827 | 1,90,897 |
| Non-Current Liability (Long Term) | 30,31,452 | 34,01,018 |
| Total Liability | 31,93,279 | 35,91,915 |
| | | |
| **3) The amount recognised in the Profit and Loss A/c are as follow: -** | | |
| Current Service Cost | 5,82,827 | 3,11,542 |
| Interest cost | 2,60,414 | 2,14,177 |
| Net Actuarial (gain)/ loss recognized in the period | (12,41,877) | 2,10,502 |
| Expenses to be recognized in the statement of profit and loss accounts | (3,98,636) | 7,36,221 |
| | | |
| **4) Changes in the present value of defined obligation** | | |
| Defined Benefit obligation at the beginning of the period | 35,91,915 | 28,55,694 |
| Interest cost | 2,60,414 | 2,14,177 |
| Current Service Cost | 5,82,827 | 3,11,542 |
| Benefits paid (if any) | | |
| Actuarial (gain)/ loss | (12,41,877) | 2,10,502 |
| Defined Benefit obligation at the end of the period | 31,93,279 | 35,91,915 |

Benefits Valued:

| | | |
|---|---|---|
| Normal Retirement Age | 60 Years | 60 Years |
| Salary | Last drawn qualifying salary | Last drawn qualifying salary |
| Vesting Period | 5 Years of service | 5 Years of service |
| Benefits on Normal Retirement | 15/26 * Salary * Past Service (yr). | 15/26 * Salary * Past Service (yr). |
| Benefit on early exit due to death and disability | As above except that no vesting conditions apply | As above except that no vesting conditions apply |
| Limit | 20,00,000.00 | 20,00,000.00 |
| Discount rate | 7.00 % per annum | 7.00 % per annum |
| Salary Growth Rate | 5.00 % per annum | 5.00 % per annum |
| Mortality | IALM 2012-14 | IALM 2012-14 |
| Expected rate of return | 0 | 0 |
| Attrition / Withdrawal Rate (per Annum) | 20.00 % p.a. (18 to 30 Years) | 20.00 % p.a. (18 to 30 Years) |
| Attrition / Withdrawal Rate (per Annum) | 5.00 % p.a. (30 to 44 Years) | 5.00 % p.a. (30 to 44 Years) |
| Attrition / Withdrawal Rate (per Annum) | 5.00 % p.a. (44 to 60 Years) | 5.00 % p.a. (44 to 60 Years) |

I) Financial Ratio

| **Particulars** | **Units** | **Financial Year 2024-25** | **Financial Year 2023-24** | **Reason for Variation** |
|---|---|---|---|---|
| | | | | |
| Current Ratio | Times | 129.22 | 6.80 | Due to decrease in Current Liability |
| Debt-Equity Ratio | Times | 0.02 | 0.07 | Due to Increase in Equity |
| Debt – Service Ratio | Times | 10.02 | 7.42 | Due to Decrease in Loan |
| Return on Equity ratio | % | 0.10 | 0.53 | Due to decrease in profit after tax |
| Inventory turnover ratio | Times | NA | NA | |
| Trade Receivables turnover ratio | Times | 3.26 | 5.73 | Due to decrease in revenue from operation |
| Trade Payables turnover ratio | Times | NA | NA | |
| Net capital turnover ratio | Times | 0.33 | 1.08 | Due to decrease in revenue from operation |
| Net Profit Ratio | % | 0.26 | 0.41 | Due to decrease in revenue from operation |
| Return on Capital Employed | % | 0.09 | 0.47 | Due to decrease in profit before tax & finance cost |
| Return on Investment | % | NA | NA | |

J) WORKING CAPITAL/BORROWING

The Company has obtained secured borrowings from banks or financial institutions.

K) As per the information available with the Company and certified by them, total outstanding due to Small Enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 as below: -

| Particulars | Financial Year 2024-25 | Financial Year 2023-24 |
|---|---|---|
| Total outstanding dues of micro enterprises and small enterprises | - | - |
| Total | - | - |

L) Rounding Off

All amounts disclosed in the financial statements and notes have been rounded off to nearest thousands, wherever applicable. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0." in the relevant notes to these financial statements.

M) Other Statutory Information

i. The Company does not have any Benami property or any proceeding is pending against the Company for holding any Benami property.
ii. The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
iii. The Company has not traded or invested in crypto currency or virtual currency during the financial year.
iv. The Company is not classified as wilful defaulter.
v. The Company doesn't have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as search or survey.

N) The company has not produced confirmation for balances under the head debtors & creditors.

For **SHARE SAMADHAN LIMITED**

| | | |
|---|---|---|
| **Sd/-** | **Sd/-** | **Sd/-** |
| **ABHAY KUMAR CHANDALIA** | **VIKASH KUMAR JAIN** | **SHREY GHOSAL** |
| MANAGING DIRECTOR | DIRECTOR | DIRECTOR |
| DIN No: - 01775323 | DIN No: - 05124177 | DIN No: - 09523676 |

**Sd/-**
**KUMAR RISHI**
COMPANY SECRETARY
M.No – A37292

## NOTES FORMING PART OF CONSOLIDATED FINANCIAL STATEMENTS

### D. CORPORATE INFORMATION

Share Samadhan Limited (the "Company") is a public company domiciled in India, with its registered office at B-35, Lower Ground Floor South Extension, Part 2, South Delhi, New Delhi, Delhi 110049, India.

Share Samadhan Limited was incorporated on 26th December 2011 under the provision of Companies Act 1956, and deemed to be incorporated under the provisions of Companies Act 2013.

Wealth Samadhan Private Limited was incorporated on 9th October 2015 under the provision of Companies Act 2013. Its Registered address is office at B-35, Lower Ground Floor South Extension, Part 2, South Delhi, New Delhi, Delhi 110049, India. It is fully owned subsidiary of Share Samadhan Limited.

Nyaya Mitra Limited was incorporated on 15th December 2021 under the provision of Companies Act 2013. Its Registered address is office at B-19, Basement South Extension, Part 2, South Delhi, New Delhi, Delhi 110049, India. It is Public Limited company. It is subsidiary of Share Samadhan Limited.

The Consolidated Financial Statements of the Company for the period ended March 31, 2025 are approved and authorized for issue in accordance with a resolution of Board of Directors.

### E. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of significant accounting policies adopted in the preparation of the consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated. These consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India, including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

## 7) BASIS OF ACCOUNTING AND PREPARATION OF FINANCIAL STATEMENTS

### a. Principles of Consolidation

i) In the preparation of these consolidated financial statements, investments in subsidiaries have been accounted in accordance with the provisions of Accounting Standard – 21 (Consolidated Financial Statements).

ii) The financial statements of the Company and its subsidiary companies are consolidated on a line-by-line basis by adding together the book values of the like items of assets, liabilities, income and expenses after eliminating all significant intra-group balances and intra-group transactions and also unrealized profits or losses in accordance with Accounting Standard-21 (Consolidated Financial Statements).

iii) The Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Company's separate financial statements. The financial statements of the subsidiaries are adjusted for the accounting principles and policies followed by the Company.

iv) The difference between the cost to the Company of its investment in subsidiaries and its proportionate share in the equity of the investee company at the time of acquisition of shares in the subsidiaries is recognized in the financial statements as Goodwill or Capital Reserve, as the case may be.

### b. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees, which is the company's functional currency. All amounts have been rounded to nearest Thousand, unless otherwise stated.

### c. Basis of Measurement

These consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of services 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 - noncurrent classification of assets and liabilities.

**8) APPLICABILITY OF ACCOUNTING STANDARDS**

The company is a Medium Sized Company as per "SMC" as defined in the General Instructions of the Companies (Accounting Standards) Rules, 2006 notified by the Central Government under the Companies Act, 2013. Accordingly, the Company has complied with the Accounting Standards as applicable to a Medium Sized company. Further, the company by virtue of being a SMC, requires to comply with the recognition and measurement principles prescribed by all accounting standards, but is given a relaxation in respect of certain disclosure related standards and certain disclosure requirements prescribed by other accounting standards.

**9) USE OF ESTIMATES**

The preparation of consolidated financial statements requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent liabilities at the date of these financial statements. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

**10) PROPERTY, PLANT AND EQUIPMENT & INTANGIBLE ASSETS**

**(e) Property, Plant & Equipment**

Property, Plant and Equipment are stated at cost net of recoverable taxes based on intended outward supplies and furtherance of business, trade discounts and rebates less accumulated depreciation and impairment loss, if any.

The cost comprises its purchase price, borrowing cost and any other cost directly attributable in bringing the asset to its working condition for its intended use, net charges on foreign exchange, contracts and adjustments arising from exchange rate variations attributable the assets.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Subsequent expenditures to an item of asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

**(f) Intangible assets**

Identifiable intangible assets are recognized when it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

Intangible assets are amortised over their respective estimated useful lives on a straight-line basis, from the date that they are available for use. Intangible assets are stated at cost less accumulated amortisation and impairment.

**(g) Depreciation / Amortisation**

In Share Samadhan Limited Depreciation/Amortisation on Property, Plant and Equipment is provided based on Straight Line Method considering the useful life of asset and residual value as prescribed in Schedule II to the Companies Act, 2013 except in case of Nyaya Mitra Limited Intangible Assets are amortized on Written Down Value.

In respect of additions or extensions forming an integral part of existing asset depreciation is provided as aforesaid over the residual life of the respective Property, Plant and Equipment.

Depreciation on assets acquired/sold during the year is recognized on a pro-rata basis to the statement of profit and loss till the date of acquisition / sale.

**(h) Impairment of Assets**

The carrying amounts of assets are reviewed to see if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

**11) INVESTMENT**

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried at lower of cost and fair value determined on an individual investment basis.

Non-current investments are carried at cost, less provision for diminution in value other than temporary. On disposal of investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

**12) INVENTORIES**

Inventories consist of shares and securities.

Inventories are valued as lower of cost or Net Realisable Value I.e. Market value.

**7) REVENUE RECOGNITION**

Revenue from operations includes sale of shares, Professional Fees, services adjusted for discounts net of taxes.

Revenue is recognised to the extent that it is probable that economic benefit will flow to the company and the revenue can be reliably measured.

Revenue is recognised only when risks and rewards incidental to ownership are transferred to the customer, if it can be reliably measured and it is reasonable to expect ultimate collection.

Dividend from investments is recognized when the right to receive the payment is established and when no Significant uncertainty as to measurability or collectability exists.

Interest income is recognized on the time basis determined by the amount outstanding and the rate applicable and where no Signiant uncertainty as to measurability or collectability exists.

Company has given advances to vendors for litigation and consultancy work which is kept as advance to supplier. The same shall be expensed at the time of final outcome of the case.

**8) EMPLOYEE BENEFITS**

In Share Samadhan Limited Liability in respect of employee benefits is provided for and is charged to profit and loss account as follows:

**(iii)** **Short-term employee benefits: -** All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, ex-gratia and compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is charged to the Statement of profit and loss in the period in which such services are rendered.

**(iv)** **Defined contribution plan** A defined contribution plan is a post-employment benefit plan under which the company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident

Fund. The Company's contributions to Employees Provident Fund are charged to statement of profit and loss every year. Provision for gratuity is provided based on Actuarial Valuation made covering at the year ended 31 March 2025, Short Term Employee Benefits like leave benefit, if any, are paid along with salary and wages on a month-to-month basis, bonus to employees is charged to profit and loss account on the basis of actual payment on year-to-year basis.

**9) BORROWING COST**

Borrowing costs that are attributable to the acquisition and construction of the asset which takes substantial period of time to get ready for its intended use are capitalized as part of cost of such asset.

All other borrowing costs are charged to Statement of Profit and Loss in the period in which they are incurred or related.

**10) ACCOUNTING FOR TAXES**

Tax expense comprises current and deferred taxes.

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 recognised, on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised if there is virtual certainty that there will be sufficient future taxable income available to realise such losses. Other deferred tax assets are recognised if there is reasonable certainty that there will be sufficient future taxable income to realize such assets.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

**11) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provision is recognised when the company has present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation, in respect of the estimate made.

Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

Contingent asset is neither recognised nor disclosed in the financial statement.

**12) IMPAIRMENT OF ASSETS**

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired.

An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.
After impairment, depreciation is provided on the revised carrying amount of the asset over useful life.

**F. NOTES TO ACCOUNTS**

**6.** In the opinion of the Board, the current assets, loans and advances are approximately of the value stated, if realised, in the ordinary course of business. The provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

**7. BALANCES IN RESPECT OF LOANS, ADVANCES AND DEPOSITS MADE**

Debit balances, if any in respect of loans, advances and deposits made, are subject to confirmation. Their balances are reflected in the accounts as appearing in the general ledger and unfavourable adjustments, if any, not currently ascertainable will be considered in the subsequent financial years.

**8. CONTINGENCIES AND EVENTS OCCURRING AFTER BALANCE SHEET DATE**

There are no contingencies or events occurred between the Balance Sheet date and reporting date.

**9.** Share Samadhan Limited has raised fund through bookbuilding process in Initial Public Offer. The shares got listed on BSE SME on 16th September 2024. Total Rs 2,406.48 Lakhs are raised through Initial Public Offer. Total 32,52,000 shares are issued in Initial Public Offer which is entirely fresh issue. Thereby the total number of Equity Share post listing reporting date stands at 1,22,70,103 shares.

## 10. PAYMENT TO AUDITORS

| Particulars | Share Samadhan Limited | Nyaya Mitra Limited | Wealth Samadhan Private Limited |
|---|---|---|---|
| Audit Fees | Rs 2,00,000 | Rs 50,000 | Rs 5,000 |
| **Total** | **Rs 2,00,000** | **Rs 50,000** | **Rs 5,000** |

## 11. RELATED PARTY TRANSACTIONS

| Sr No | Name of the Related Party | Share Samadhan Limited | Nyaya Mitra Limited | Wealth Samadhan Private Limited |
|---|---|---|---|---|
| 1 | Abhay Kumar Chandalia | Managing Director | Director | Director |
| 2 | Vikas Kumar Jain | CEO | Director | Director |
| 3 | Shrey Ghosal | Director | - | - |
| 4 | Kumar Rishi | Chief Financial Officer | - | - |
| 5 | Sneha Kaur | Director | - | - |
| 6 | Hymavathy Arvabumi | | Director | - |

**b) Transaction during the period with Related Parties** **(Rs in 'thousands)**

**Name of the Company – Share Samadhan Limited**

| Name of Related Party | Relationship | For The Period Ended 31st March 2025 | For The Period Ended 31st March 2024 |
|---|---|---|---|
| **Director Remuneration** | | | |
| Abhay Kumar Chandalia | Managing Director | 3,000.00 | 3,750.00 |
| Vikas Kumar Jain | CEO | 3,000.00 | 3,750.00 |
| Shrey Ghosal | Director | 1,816.00 | 1,027.45 |
| Kumar Rishi | Chief Financial Officer | 720.00 | 600.00 |

| | | | |
|---|---|---|---|
| **Receipt of Unsecured Loan** | | | |
| Abhay Kumar Chandalia | Managing Director | - | - |
| Vikas Kumar Jain | CEO | - | - |
| Shrey Ghosal | Director | - | - |
| **Repayment of Unsecured Loan** | | | |
| Abhay Kumar Chandalia | Managing Director | - | - |
| Vikas Kumar Jain | CEO | - | - |
| Shrey Ghosal | Director | - | - |

**Name of the Company – Wealth Samadhan Private Limited**

| Sr No | Nature of Transaction | For The Period Ended 31st March 2025 | For The Period Ended 31st March 2024 |
|---|---|---|---|
| 1 | Directors Remuneration | | |
| | Sneha Kaur | 737.05 | - |
| 2 | Salaries Paid | - | - |
| 3 | Receipt of Unsecured Loan | - | - |
| 4 | Payment of Unsecured Loan | - | - |
| 5 | Interest Paid | - | - |
| 6 | Interest Received | - | - |
| 7 | Loan Given to Company | - | - |

**Name of the Company – Nyaya Mitra Limited**

| Sr No | Nature of Transaction | For The Period Ended 31st March 2025 | For The Period Ended 31st March 2024 |
|---|---|---|---|
| 1 | Directors Remuneration | | - |
| | Abhay Kumar Chandalia | 3000.00 | |
| | Vikas Kumar Jain | 3000.00 | |
| 2 | Salaries Paid | - | - |
| 3 | Receipt of Unsecured Loan | | - |
| 4 | Payment of Unsecured Loan | | - |
| 5 | Interest Paid | | - |
| 6 | Interest Received | | - |
| 7 | Loan Given to Company | | - |

**C) Period End Balances with Related Parties** **(Rs in 'Thousands)**

**Name of the Company – Share Samadhan Limited**

| Name of the Related Party | Relationship | For the Period Ended 31st March 2025 | For the Period Ended 31st March 2024 |
|---|---|---|---|
| Abhay Kumar Chandalia | Managing Director | - | - |
| Vikas Kumar Jain | CEO | - | - |
| Shrey Ghosal | Director | - | 117.00 |
| Kumar Rishi | Chief Financial Officer | - | - |

**Name of the Company – Wealth Samadhan Private Limited**

| Sr No | Particulars | For the Period Ended 31st March 2025 | For the Period Ended 31st March 2024 |
|---|---|---|---|
| 1 | Unsecured Loan Receivable | - | - |
| 2 | Unsecured Loan Payable | 44.66 | - |
| 3 | Trade Payable | - | - |
| 4 | Trade Receivables | - | - |
| 5 | Directors Remuneration Payable | - | - |

**Name of the Company – Nyaya Mitra Limited**

| Sr No | Particulars | For the Period Ended 31st March 2025 | For the Period Ended 31st March 2024 |
|---|---|---|---|
| 1 | Unsecured Loan Receivable | - | - |
| 2 | Unsecured Loan Payable | - | - |
| 3 | Trade Payable | - | - |
| 4 | Trade Receivables | - | - |
| 5 | Directors Remuneration Payable | - | - |

**D) IMPAIRMENT OF ASSETS**

No provision for Impairment loss in terms of Accounting Standard - 28 has been made as the management is of the opinion that considering the future use of the said assets, the fair value of the respective assets will be higher than the value for which they are carried.

**E) EMPLOYEE BENEFITS**

The Share Samadhan Holding Company has adopted the Accounting Standard 15 (revised 2005) on Employee Benefits as per an actuarial valuation carried out by an independent actuary in financials. The disclosures as envisaged under the standard are as under: -

| Particulars | Financial Year 2024-25 | Financial Year 2023-24 |
|---|---|---|
| **5) The Amount Recognized in the Balance Sheet are as follows:** | | |
| Present value of the obligation at the end of the period | 31,93,279 | 35,91,915 |
| Fair Value of the plan assets at the end of the period | - | - |
| Net Liability/(asset) recognized in the Balance Sheet and related analysis | 31,93,279 | 35,91,915 |
| Funded Status- Surplus/ (Deficit) | (31,93,279) | (35,91,915) |
| | | |
| **6) Total Liability** | | |
| Current Liability (Short Term) * | 1,61,827 | 1,90,897 |
| Non-Current Liability (Long Term) | 30,31,452 | 34,01,018 |
| Total Liability | 31,93,279 | 35,91,915 |
| | | |
| **7) The amount recognised in the Profit and Loss A/c are as follow: -** | | |
| Current Service Cost | 5,82,827 | 3,11,542 |
| Interest cost | 2,60,414 | 2,14,177 |
| Net Actuarial (gain)/ loss recognized in the period | (12,41,877) | 2,10,502 |
| Expenses to be recognized in the statement of profit and loss accounts | (3,98,636) | 7,36,221 |

| 8) Changes in the present value of defined obligation | | |
|---|---|---|
| Defined Benefit obligation at the beginning of the period | 35,91,915 | 28,55,694 |
| Interest cost | 2,60,414 | 2,14,177 |
| Current Service Cost | 5,82,827 | 3,11,542 |
| Benefits paid (if any) | | |
| Actuarial (gain)/ loss | (12,41,877) | 2,10,502 |
| Defined Benefit obligation at the end of the period | 31,93,279 | 35,91,915 |

Benefits Valued:

| | | |
|---|---|---|
| Normal Retirement Age | 60 Years | 60 Years |
| Salary | Last drawn qualifying salary | Last drawn qualifying salary |
| Vesting Period | 5 Years of service | 5 Years of service |
| Benefits on Normal Retirement | 15/26 * Salary * Past Service (yr). | 15/26 * Salary * Past Service (yr). |
| Benefit on early exit due to death and disability | As above except that no vesting conditions apply | As above except that no vesting conditions apply |
| Limit | 20,00,000.00 | 20,00,000.00 |
| Discount rate | 7.00 % per annum | 7.00 % per annum |
| Salary Growth Rate | 5.00 % per annum | 5.00 % per annum |
| Mortality | IALM 2012-14 | IALM 2012-14 |
| Expected rate of return | 0 | 0 |
| Attrition / Withdrawal Rate (per Annum) | 20.00 % p.a. (18 to 30 Years) | 20.00 % p.a. (18 to 30 Years) |
| Attrition / Withdrawal Rate (per Annum) | 5.00 % p.a. (30 to 44 Years) | 5.00 % p.a. (30 to 44 Years) |
| Attrition / Withdrawal Rate (per Annum) | 5.00 % p.a. (44 to 60 Years) | 5.00 % p.a. (44 to 60 Years) |

I) Financial Ratio

| Particulars | Units | Financial Year 2024-25 | Financial Year 2023-24 | % of Variance | Reason for Variation |
|---|---|---|---|---|---|
| | | | | | |
| Current Ratio | Times | 10.09 | 5.99 | 68.57% | Due to Increase in Fixed Deposit |
| Debt-Equity Ratio | Times | 0.02 | 0.07 | (79.57)% | Due to Increase in Equity |
| Debt – Service Ratio | Times | 10.31 | 6.04 | 70.69% | Due to Decrease in Loan |
| Return on Equity ratio | % | 13.63% | 53.00% | (74.28)% | Due to decrease in profit after tax |
| Inventory turnover ratio | Times | NA | NA | NA | |
| Trade Receivables turnover ratio | Times | 6.76 | 5.12 | 32.06% | Due to decrease in revenue from operation |

| | | | | | |
|---|---|---|---|---|---|
| Trade Payables turnover ratio | Times | NA | NA | NA | |
| Net capital turnover ratio | Times | 0.33 | 1.07 | (68.81%) | Due to decrease in revenue from operation |
| Net Profit Ratio | % | 20.71% | 40.63% | (49.02)% | Due to decrease in revenue from operation |
| Return on Capital Employed | % | 15.58% | 48.96% | (68.18)% | Due to decrease in profit before tax & finance cost |
| Return on Investment | % | NA | NA | NA | |

J) WORKING CAPITAL/BORROWING

The Share Samadhan Limited Holding Company has obtained secured borrowings from banks or financial institutions.

K) As per the information available with the Company and certified by them, total outstanding due to Small Enterprises as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 as below: -

| **Particulars** | **Financial Year 2024-25** | **Financial Year 2023-24** |
|---|---|---|
| Total outstanding dues of micro enterprises and small enterprises | - | - |
| Total | - | - |

L) Rounding Off

All amounts disclosed in the financial statements and notes have been rounded off to nearest thousands, wherever applicable. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as “0.” in the relevant notes to these financial statements.

M) Other Statutory Information

vi. The Company does not have any Benami property or any proceeding is pending against the Company for holding any Benami property.
vii. The Company do not have any charges or satisfaction which is yet to be registered with Registrar of Companies beyond the statutory period.
viii. The Company has not traded or invested in crypto currency or virtual currency during the financial year.
ix. The Company is not classified as wilful defaulter.
x. The Company doesn't have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as search or survey.

N) The company has not produced confirmation for balances under the head debtors & creditors.

For **SHARE SAMADHAN LIMITED**

| | | |
|---|---|---|
| **Sd/-** | **Sd/-** | **Sd/-** |
| **ABHAY KUMAR CHANDALIA** | **VIKASH KUMAR JAIN** | **SHREY GHOSAL** |
| MANAGING DIRECTOR | DIRECTOR | DIRECTOR |
| DIN No: - 01775323 | DIN No: - 05124177 | DIN No: - 09523676 |

**Sd/-**
**KUMAR RISHI**
COMPANY SECRETARY
M.No – A37292

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## INDEPENDENT AUDITOR'S REPORT

THE MEMBERS OF

**SHARE SAMADHAN LIMITED**

**Report on the Audit of Standalone Financial Statements**

**Opinion**

We have audited the accompanying financial statements of **SHARE SAMADHAN LIMITED** ("the company"), which comprise the Balance Sheet as at 31 March, 2025, and the Statement of Profit and Loss for the year then ended, the Cash Flow Statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021, and other accounting principles generally accepted in India ,of the state of affairs of the company as at 31st March, 2025, its profit and cash flow statement for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

K.S. CHOUDHARY & CO. New Delhi Chartered Accountants

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**Key Audit Matters**

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters,

**1. Unquoted Investments and Advances**

**Description:**

As at March 31, 2025, the Company holds significant unquoted investments (notably ₹10,300 thousand in Compulsorily Convertible Debentures of ERDAC Solutions Private Limited) and substantial short-term loans and advances (₹70,439.65 thousand), as disclosed in Notes 12 and 17. The valuation and recoverability of these assets involve significant management judgment, including assessment of credit risk, future cash flows, and absence of active market prices. This area is material and subject to estimation uncertainty.

**Audit Response:**

- Reviewed investment agreements, board minutes, and management's assessment of fair value and recoverability.
- For advances, tested a sample of underlying agreements, assessed business rationale, and evaluated counterparty creditworthiness.
- Verified subsequent receipts and assessed adequacy of provisions for doubtful advances/investments.

**2. Deployment of IPO Proceeds and Operational Performance**

**Description:**

During the year, the Company's balance sheet expanded significantly following its IPO, with cash and cash equivalents increasing to ₹163,545.79 thousand and total assets to ₹344,140.10 thousand. However, revenue from operations remained flat (₹88,714.69 thousand vs. ₹92,823.54 thousand in the previous year) and profit before tax declined (₹29,904.04 thousand vs. ₹50,877.07 thousand). The deployment of IPO funds and the disconnect between capital infusion and operational performance was a key focus area.

**Audit Response:**

- Discussed with management and the Audit Committee the business strategy for deploying IPO funds and reasons for performance trends.

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- Verified recognition and completeness of other income (notably interest from FDs).
- Tested significant transactions, including settlement of prior-year advances.
- Assessed adequacy of disclosures regarding the Company's post-IPO position and future plans.

**3. Revenue Recognition from Advisory and Recovery Services**

**Description:**

The Company derives revenue primarily from professional service charges for investment recovery and consultation. Given the complexity of contracts, the risk of incorrect cut-off, and the significant proportion of revenue recognized at period-end, there is a risk of misstatement in revenue recognition, particularly with respect to the timing and completeness of revenue.

**Audit Response:**

- Evaluated the design and tested the operating effectiveness of controls over revenue recognition, including contract review and approval.
- Performed substantive testing of a sample of contracts and invoices, focusing on period-end transactions and cut-off.
- Performed analytical procedures on revenue trends and compared with prior periods and budgets.
- Obtained direct confirmations from major customers for outstanding receivables and revenue transactions.
- Assessed the adequacy of disclosures in the financial statements.

**4. Recoverability and Valuation of Short-Term Advances and Trade Receivables**

**Description:**

As at March 31, 2025, the Company's balance sheet includes significant short-term loans and advances (₹70,439.65 thousand) and trade receivables (₹31,895.52 thousand). The recoverability of these balances is subject to management judgment.

**Audit Response:**

- Evaluated the design and tested the operating effectiveness of controls over credit risk assessment and monitoring of advances and receivables.

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- Reviewed subsequent receipts and correspondence with counterparties.
- Assessed the adequacy of provisions for doubtful debts and advances, including management's estimation of expected credit losses.
- Evaluated the adequacy of disclosures in the financial statements.

**Emphasis of Matter**

We draw attention to the following notes to the financial statements:

- The utilization of proceeds from the Initial Public Offering (IPO) completed during the previous year. As at the reporting date, the Company has partially utilized the funds in accordance with the objects stated in the offer document. The balance unutilized amount, amounting to ₹144,786.75 thousand, has been temporarily parked in fixed deposit accounts with scheduled commercial banks. Management has represented that such utilization is in compliance with applicable regulatory requirements and the funds will be deployed as per the stated objects. Our opinion is not modified in respect of this matter.
- The accounting treatment of expenses incurred in connection with the IPO. The Company has adjusted such expenses against the securities premium account, in accordance with the applicable provisions of the Companies Act, 2013. Management has represented that this treatment is in line with the relevant statutory requirements and applicable accounting framework. Our opinion is not modified in respect of this matter
- The issue of Bonus Shares by the Company during the year by capitalizing its reserves. This non-cash transaction has altered the capital structure and affects the earnings per share computation. Our opinion is not modified in respect of this matter.

**Material Uncertainty Related to Going Concern**

We have evaluated the Company's ability to continue as a going concern in accordance with SA 570 (Revised). Based on the audit procedures performed, including review of cash flow forecasts, analysis of the Company's significant cash and fixed deposit balances (₹163,545.79 thousand as at March 31, 2025), and discussions with management, we did not identify any material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the balance sheet date

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**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 AS and other accounting principles generally accepted in India specified under section 133 of the Act. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting the 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 control, 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**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for

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one resulting from error, as fraud may involve collusion forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

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

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

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

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

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**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the report on Shareholder information and Report of the Board of Directors, but does not include the financial statements and our auditor's report thereon.

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

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

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

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. **(A)** As required by section 143(3) of the Act, based on our audit we report to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

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

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

   d) In our opinion, the aforesaid financial statements comply with the AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   e) On the basis of the written representations received from the directors as on 31

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March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report;

g) with respect to the other matters to be included in the Auditor's report in accordance with the requirements of section 197 of the Act, as amended.

h) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its director during the year is in accordance with the provisions of section 197 of the Act.

**(B)** 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

a) The Company does not have any pending litigations which would impact its financial position;

b) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;

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

d) The Management has represented that, to the best of its knowledge and belief, to the Financial Statements, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person or entity, including foreign entity ("intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

e) The management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether, directly or Indirectly, lend or invest in other' persons or entities identified in any manner whatsoever by or on behalf of

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the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

g) The company neither has declared nor paid any dividend during the year, accordingly the provision of section 123 of the Act are not applicable to the company.

h) Based on our examination, which includes test checks, the company has used accounting software for maintaining its books of accounts for the financial year ended 31st March 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further during the course of our audit we did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For K.S. Choudhary & Co.
*Chartered Accountants*
FRN: 508095C

K.S. CHOUDHARY & CO. New Delhi Chartered Accountants

CA Harish Kumar Choudhary
*Partner*
M. No.: 093027

Place: New Delhi
Date: 22/08/2025
UDIN: 25093027BNFVRB3821

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**"ANNEXURE – A" TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF "SHARE SAMADHAN LIMITED" (Referred to in our report of even date)**

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

We have audited the internal financial controls over financial reporting **of Share Samadhan Limited** ("the Company"), as of 31 March 2025 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a

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material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the Financial Statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components

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of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For K.S. Choudhary & Co.**
***Chartered Accountants***
**FRN: 508095C**




**CA Harish Kumar Choudhary**
***Partner***
**M. No.: 093027**

**Place: New Delhi**
**Date: 22/08/2025**
**UDIN: 25093027BNFVRB3821**

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**"ANNEXURE-B" to the Auditor's Report of even date to the members of Share Samadhan Limited, on the Financial Statements for the year ended on March 31, 2025.**

(This is the annexure referred to in Para 1 of **'Report on Other Legal and Regulatory Requirements'** section of our Report of even date)

**Report as Per the Companies (Auditor's Report) Order, 2020 ("Caro 2020")**

Based on the audit procedures performed for the purpose of expressing an opinion on the true and fair view of the financial statements of the company and considering the information and explanations given to us and books of accounts and other records provided to us during the normal course of audit, we hereby report that:-

**(i) In respect of the Company's property, plant and equipment (including Right-of-Use assets) and intangible assets:**

a. **(A)** The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment

**(B)** The Company has maintained proper records showing full particulars of intangible assets

b. The Property, Plant and Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

c. The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company

d. The company has not revalued any of its Property, Plant and Equipment (including Right of Use Assets) and intangible assets or both during the year. According reporting under clause 3(i)(d) of the order is not applicable to the company.

e. Based on the information provided and explanation given to us, we can report that no proceedings have been initiated or are pending against the company as at March 31, 2025 for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder

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**(ii) In respect of Inventory**

**a.** The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable

**b.** According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks and financial institution on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company

**(iii) In respect of Investments, Guarantees, Security, Loans or Advances**

**a.** The Company has made investments in, and granted advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.

**b.** In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.

**c.** In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally regular as per stipulation.

**d.** In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

**e.** No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

**f.** The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.

**(iv) In respect of Loans, Investments, Guarantees and Security**

**a.** The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable

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**(v) In respect of deposits**

a. The Company has not accepted any deposit during the year. The company does not have any unclaimed deposits and therefore the provisions of Sections 73 to 76 or any other relevant provisions to the Act are not applicable

**(vi) In respect of cost records**

a. The maintenance of the cost records has not been specified by the Central Government under sub section (1) of Section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the order is not applicable to the Company

**(vii) In respect of statutory dues**

a. In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no undisputed amounts payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

b. As per the Information and explanations given to us, no statutory dues referred to in sub-clause (a) is pending in respect of any dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax account of any dispute.

**(viii) In respect of Unrecorded transactions**

a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year

**(ix) In respect of loans and Borrowings**

a. The Company has not taken any loans or other borrowings from any lender during the year, except for a term loan outstanding as at year-end (₹3,200 thousand). The Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to any lender

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**b.** The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority

**c.** The term loans were applied for the purpose for which the loans were obtained.

**d.** On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company

**e.** On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries

**f.** The Company has not raised loans during the year on the pledge of securities held in its subsidiaries.

**(x) In respect of Funds raised and utilization**

**a.** The Company has raised moneys by way of initial public offer during the year, and the funds have been applied for the purposes for which they were raised, with unutilized funds temporarily parked in fixed deposits as disclosed in Note 4.

**b.** During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable

**(xi) In respect of Fraud**

**a.** To the best of our knowledge and according to the information & explanation given to us, and on the basis of representation of the management which we have relied upon no fraud by the Company or any fraud on the Company has been noticed or reported during the year. Accordingly, the provision of clause 3(xi) (a) of the order is not applicable

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

**c.** No whistle blower complaints were received by the company during the year. Accordingly, no such complaints were reported by us.

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(xii) **In respect of Nidhi Company**

a. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company

(xiii) **In respect of Related Party Transaction**

a. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards

(xiv) **In respect of internal audit**

a. Based on information and explanations provided to us and upon our audit procedures, the Company has an Internal Audit System commensurate with the size and nature of its business

b. We have considered, the internal audit reports, for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures

(xv) **In respect of Non cash transactions**

a. In our opinion, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company

(xvi) **In respect of registration under RBI Act**

a. 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 our opinion, 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 our opinion, 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

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**(xvii) In Respect of cash loses**

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

**(xviii) In respect of resignation of statutory auditors**

a. The statutory auditors have not resigned during the year, thus, reporting under cause 3(xviii) of the Order is not applicable on the Company

**(xix) In respect of Material Uncertainty on Meeting Liabilities**

a. 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**(xx) In respect of Corporate Social Responsibility**

a. There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year. There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a special account in compliance with provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year

**(xxi) In respect of Qualifications in Consolidated CARO**

a. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

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For K.S. Choudhary & Co.
*Chartered Accountants*
FRN: 508095C

CA Harish Kumar Choudhary
*Partner*
M. No.: 093027

Place: New Delhi
Date: 22/08/2025
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## INDEPENDENT AUDITOR'S REPORT

THE MEMBERS OF

**SHARE SAMADHAN LIMITED**

**Report on the Audit of Consolidated Financial Statements**

**Opinion**

We have audited the accompanying consolidated financial statements of **SHARE SAMADHAN LIMITED** (the "Parent Company") and **its subsidiaries** (the Parent Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows, and the Consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, its consolidated profit, its consolidated total comprehensive income, its consolidated cash flows and its consolidated changes in equity for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

**Key Audit Matters**

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Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters,

**1. Audit of the Consolidation Process**

**Description:**

The Group's consolidation involves its subsidiaries, M/s NYAYA MITRA LIMITED and M/s WEALTH SAMADHAN PVT LTD. The consolidation process is complex and involves significant management effort, including the alignment of accounting policies, elimination of intra-group transactions and balances, and the calculation of minority interest. There is an inherent risk of error in these consolidation adjustments, which could materially impact the consolidated financial statements.

**Audit Response**

- Our procedures included understanding and testing the design and operating effectiveness of controls over the consolidation process. We tested the consolidation workings prepared by management, verified the accurate elimination of intra-group revenues, balances, and unrealized profits, and checked the calculation of minority interest as disclosed in the financial statements

**2. Unquoted Investments and Advances**

**Description:**

As at March 31, 2025, Group's consolidated balance sheet includes significant unquoted investments (notably ₹10,300 thousand in Compulsorily Convertible Debentures of ERDAC Solutions Private Limited) and substantial short-term loans and advances (₹39,385.75 thousand), as disclosed in Notes 12 and 17. The valuation and recoverability of these assets involve significant management judgment, including assessment of credit risk, future cash flows, and absence of active market prices. This area is material and subject to estimation uncertainty.

**Audit Response:**

- Reviewed investment agreements, board minutes, and management's assessment of fair value and recoverability.
- For advances, tested a sample of underlying agreements, assessed business rationale, and evaluated counterparty creditworthiness.

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- Verified subsequent receipts and assessed adequacy of provisions for doubtful advances/investments.

**3. Revenue Recognition Across the group**

**Description:**

The Group derives revenue from professional service charges for investment recovery, consultation, and litigation funding services across its entities. Given the complexity and varied nature of contracts, there is a risk of misstatement in the timing and completeness of revenue recognition, particularly concerning the correct application of cut-off procedures at year-end.

**Audit Response:**

- We evaluated and tested the operating effectiveness of controls over revenue recognition across the Group. We performed substantive testing on a sample of contracts and invoices, focusing on period-end transactions to ensure correct cut-off. We also performed analytical procedures on revenue trends and obtained confirmations for a sample of major customer balances.

**Emphasis of Matter**

We draw attention to the following notes to the financial statements:

- The utilization of proceeds from the Initial Public Offering (IPO) completed by Parent Company. As at the reporting date, the Company has partially utilized the funds in accordance with the objects stated in the offer document. The balance unutilized amount, amounting to ₹144,786.75 thousand, has been temporarily parked in fixed deposit accounts with scheduled commercial banks. Management has represented that such utilization is in compliance with applicable regulatory requirements and the funds will be deployed as per the stated objects. Our opinion is not modified in respect of this matter.

- The accounting treatment of expenses incurred in connection with the IPO. The Company has adjusted such expenses against the securities premium account, in accordance with the applicable provisions of the Companies Act, 2013. Management has represented that this treatment is in line with the relevant statutory requirements and applicable accounting framework. Our opinion is not modified in respect of this matter

- The issue of Bonus Shares by the Company during the year by capitalizing its reserves. This non-cash transaction has altered the capital structure and affects the earnings per share computation. Our opinion is not modified in respect of this matter.

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**Material Uncertainty Related to Going Concern**

We have evaluated the Company's ability to continue as a going concern in accordance with SA 570 (Revised). Based on the audit procedures performed, including review of cash flow forecasts, analysis of the Company's significant cash and fixed deposit balances (₹163,545.79 thousand as at March 31, 2025), and discussions with management, we did not identify any material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the balance sheet date

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

The Parent 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 Group in accordance with the AS and other accounting principles generally accepted in India specified under section 133 of the Act. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting the 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 control, 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 Group's financial reporting process.

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls 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 the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

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

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

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

From the matters communicated with those charged with governance, we determine those

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

We obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors

**Information Other than the Consolidated Financial Statements and Auditor's Report Thereon**

The Parent Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report (such as the Board's Report and Management Discussion and Analysis), but does not include the consolidated financial statements and our auditor's report thereon..

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

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

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

**Report on Other Legal and Regulatory Requirements**

1. **(A)** As required by section 143(3) of the Act, based on our audit we report to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it

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appears from our examination of those books.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act

e) On the basis of the written representations received from the directors of the Parent Company, none of the directors of the Parent Company is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report;

**(B)** 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:

a) The Group does not have any pending litigations which would impact its financial position;

b) The Group did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;

c) There were no amounts, which required to be transferred, to the Investor Education and Protection Fund by the Parent Company.

d) The Management of the Parent Company and its subsidiary companies have represented that, to the best of its knowledge and belief, to the Financial Statements, no funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Group to or in any other person or entity, including foreign entity ("intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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e) The management of Parent Company and its subsidiary companies have represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in aggregate) have been received by the group from any person or entity, including foreign entity ("Funding Parties"), with the understanding, 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;

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

g) The group neither has declared nor paid any dividend during the year, accordingly the provision of section 123 of the Act are not applicable to the company.

h) Based on our examination, the Parent Company and its subsidiary companies incorporated in India have used an accounting software for maintaining their books of account which has a feature of recording an audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions. We did not come across any instance of the audit trail feature being tampered with, and the audit trail has been preserved by the Group as per the statutory requirements for record retention.

**For K S Choudhary & Co.**
***Chartered Accountants***
**FRN: 508095C**

K.S. CHOUDHARY & CO. New Delhi Chartered Accountants

**CA Harish Kumar Choudhary**
***Partner***
**(M. No.: 093027)**

**Place: New Delhi**
**Date: 22/08/2025**
**UDIN: 25093027BNFVRC1523**

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**"ANNEXURE – A" TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF "SHARE SAMADHAN LIMITED" (Referred to in our report of even date)**

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

We have audited the internal financial controls over financial reporting of Share Samadhan Limited ("the Parent Company") and its subsidiary companies, (the Parent Company and its subsidiaries together referred to as "the Group") as of 31 March 2025 in conjunction with our audit of the consolidated financial statements of the Group for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Parent Company and its subsidiary companies are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI').

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Group's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013..

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud

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or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Group;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Group are being made only in accordance with authorizations of management and directors of the respective companies; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Group's assets that could have a material effect on the consolidated financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Parent Company and its subsidiary companies have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2025, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit

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of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For K S Choudhary & Co.**
***Chartered Accountants***

**FRN: 508095C**

K.S. CHOUDHARY & CO. New Delhi Chartered Accountants

**CA Harish Kumar Choudhary**
*Partner*
**(M. No.: 093027)**
**Place: New Delhi**
**Date : 22/08/2025**
**UDIN: 25093027BNFVRC1523**

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**"ANNEXURE-B" to the Independent Auditor's Report of even date to the members of Share Samadhan Limited, on the Consolidated Financial Statements for the year ended on March 31, 2025.**

(This is the annexure referred to in Para 1 of **'Report on Other Legal and Regulatory Requirements'** section of our Report of even date)

**Report as Per the Companies (Auditor's Report) Order, 2020 ("Caro 2020")**

Based on the audit procedures performed for the purpose of expressing an opinion on the consolidated financial statements of the Group and considering the information and explanations given to us and the books of account and other records examined by us, we report that::-

**(i) In respect of the Group's property, plant and equipment (including Right-of-Use assets) and intangible assets:**

**a.** **(A)** The respective companies in the Group have maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and intangible assets

**(B)** The respective companies has maintained proper records showing full particulars of intangible assets

**b.** The Property, Plant and Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the group and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

**c.** The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the respective companies within the Group.

**d.** The group has not revalued any of its Property, Plant and Equipment (including Right of Use Assets) and intangible assets or both during the year. According reporting under clause 3(i)(d) of the order is not applicable to the group.

**e.** Based on the information provided and explanation given to us, we can report that no proceedings have been initiated or are pending against the group as at March 31, 2025 for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder

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**(ii) In respect of Inventory**

a. As explained to us, the inventory of the Group primarily consists of shares and securities held as stock-in-trade by a subsidiary company. The management has conducted physical verification of these securities at reasonable intervals during the year, and in our opinion, the coverage and procedure of such verification are appropriate. No material discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such.

b. According to the information and explanations given to us, the Group has not 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. Accordingly, clause 3(ii)(b) is not applicable

**(iii) In respect of Investments, Guarantees, Security, Loans or Advances**

a. The group has made investments in, and granted advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.

b. In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Group's interest.

c. In respect of loans granted by the Group, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally regular as per stipulation.

d. In respect of loans granted by the Group, there is no overdue amount remaining outstanding as at the balance sheet date.

e. No loan granted by the Group which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

f. The Group has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.

**(iv) In respect of Loans, Investments, Guarantees and Security**

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a. The companies included in the consolidated financial statements have complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

**(v) In respect of deposits**

a. The companies included in the consolidated financial statements have not accepted any deposits or amounts which are deemed to be deposits. Hence, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act are not applicable

**(vi) In respect of cost records**

a. The maintenance of cost records has not been specified by the Central Government for the business activities carried out by any of the companies in the Group. Hence, clause 3(vi) is not applicable

**(vii) In respect of statutory dues**

a. The companies in the Group have generally been regular in depositing undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income Tax, etc. with the appropriate authorities. There were no undisputed amounts payable in respect of such statutory dues in arrears as at March 31, 2025, for a period of more than six months from the date they became payable.

b. As per the Information and explanations given to us, no statutory dues referred to in sub-clause (a) is pending in respect of any dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax account of any dispute.

**(viii) In respect of Unrecorded transactions**

a. No transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961 by any company in the Group.

**(ix) In respect of loans and Borrowings**

a. The Group has not been declared wilful defaulter by any bank or financial institution or government or any government authority

b. The term loans were applied for the purpose for which the loans were obtained.

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c. On an overall examination of the financial statements of the Group, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Group

d. On an overall examination of the financial statements of the Group, the Group has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries

e. The Group has not raised loans during the year on the pledge of securities held in its subsidiaries.

**(x) In respect of Funds raised and utilization**

a. The Parent Company has raised moneys by way of initial public offer during the year, and the funds have been applied for the purposes for which they were raised, with unutilized funds temporarily parked in fixed deposits as disclosed in Note 4.

b. The companies in the Group have not made any preferential allotment or private placement of shares or convertible debentures during the year. Hence, clause 3(x)(b) is not applicable

**(xi) In respect of Fraud**

a. To the best of our knowledge and according to the information & explanation given to us, and on the basis of representation of the management which we have relied upon no fraud by the Group or any fraud on the Group has been noticed or reported during the year. Accordingly, the provision of clause 3(xi)(a) of the order is not applicable

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

c. No whistle blower complaints were received by the company during the year. Accordingly, no such complaints were reported by us.

**(xii) In respect of Nidhi Company**

a. The Companies in the group is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the group

**(xiii) In respect of Related Party Transaction**

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a. In our opinion, the Group is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Consolidated financial statements as required by the applicable accounting standards

**(xiv) In respect of internal audit**

a. Based on information and explanations provided to us and upon our audit procedures, the Companies in the group has an Internal Audit System commensurate with the size and nature of its business

b. We have considered, the internal audit reports, for the year under audit, issued to the Companies in the group during the year and till date, in determining the nature, timing and extent of our audit procedures

**(xv) In respect of Non cash transactions**

a. In our opinion, during the year, the Group has not entered into any non-cash transactions with directors or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable to the Group.

**(xvi) In respect of registration under RBI Act**

a. The Companies in the group 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 our opinion, the Companies in the group 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 our opinion, the Companies in the group is not a Core Investment Company (ICC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable

**(xvii) In Respect of cash loses**

a. The Group has not incurred cash losses in the current financial year and in the immediately preceding financial year

**(xviii) In respect of resignation of statutory auditors**

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a. The statutory auditors of the Companies in the group have not resigned during the year, thus, reporting under cause 3(xviii) of the Order is not applicable on the Companies in the group

**(xix) In respect of Material Uncertainty on Meeting Liabilities**

a. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities of the Group, other information accompanying the consolidated financial statements, our knowledge of the Board of Directors and Management plans, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that the Group is not capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date..

**(xx) In respect of Corporate Social Responsibility**

a. There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year. There are no unspent amounts towards Corporate Social Responsibility (CSR) requiring a transfer to a special account in compliance with provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year

**(xxi) In respect of Qualifications in Consolidated CARO**

a. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the subsidiary companies included in the consolidated financial statements

For K S Choudhary & Co.
*Chartered Accountants*
FRN: 508095C

K.S. CHOUDHARY & CO. New Delhi Chartered Accountants

CA Harish Kumar Choudhary
*Partner*
(M. No.: 093027)
Place: New Delhi
Date : 22/08/2025
UDIN: 25093027BNFVRC1523

## NOTICE OF 14TH ANNUAL GENERAL MEETING

**NOTICE** is hereby given that 14th Annual General Meeting of members of Share Samadhan Limited will be held on Friday, 26th September, 2025 at 12 noon (IST) through Video Conferencing (VC)/ Other Audio Video Means (OAVM) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements (both Standalone & Consolidated) of the Company for the financial year ended 31st March, 2025 and the Reports of the Board of Directors and the Auditors thereon,

2. To appoint Mr. Shrey Ghosal (DIN: 09523676), who retires by rotation and being eligible, offers himself for re-appointment.

3. To review of remuneration of the Statutory Auditor M/s K.S. Choudhary & Co., Chartered Accountants (Firm Reg. No. 508095C), for the financial year 2025-26.

**SPECIAL BUSINESS:**

4. To Appoint Mrs. Prisma Jain (DIN: **11106833**), as an Independent Non-Executive Director.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, approval of members is hereby accorded to appoint Mrs. Prisma Jain (DIN **11106833**), who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Non-Executive Director of the Company for a term of 5 (five) consecutive years with effect from the date of this Annual General Meeting, and shall not be liable to retire by rotation. The terms and conditions for such appointment shall be as mentioned in the appointment letter. The Board may amend such terms and conditions upon agreement between the director and the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Director of the Company be and are hereby authorised, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies."

5. To Appoint M/s Manoj Verma and Associates peer reviewed Practicing Company Secretary Firm as the Secretarial Auditor of the Company for a term of consecutive five years commencing from 1st April 2025 to 31st March 2030.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:
"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the consent of the members be and is hereby accorded to appoint M/s Manoj Verma and Associates, Practicing Company Secretaries (COP: 8275) having (Peer Review Certificate No.3111/2023), as the Secretarial Auditor of the Company for a term of five (5) consecutive financial years commencing from 1st April 2025 to 31st March 2030, to conduct the Secretarial Audit of the Company for the respective Financial years and provide a report thereon, on such remuneration as may be mutually agreed between the Board of Directors and M/s Manoj Verma and Associates.
RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, desirable, or expedient to give effect to this resolution."

By Order of Board of Directors

For Share Samadhan Limited
KUMAR RISHI
Digitally signed by KUMAR RISHI
Date: 2025.09.01 12:21:10 +05'30'

Kumar Rishi
Company Secretary & Compliance Officer
Date: 01.09.2025

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**Item No 4.: Appointment of Mrs. Prisma Jain (DIN: 11106833), as an Independent Non-Executive Director for a period of 5 years**

The Board of Directors, at its meeting held on [17.05.2025], have appointed Mrs. Prisma Jain (DIN:11106833) as an Additional Director Designated as Independent Non-Executive Director, subject to the approval of the members of the Company.
Mrs. Prisma Jain is a legally qualified professional with a strong academic background (MA, BA, LLB) and practical experience in social issue-related legal frameworks. Possesses excellent verbal and written communication skills, coupled with a solid track record in project planning, execution, and evaluation. Her appointment as an Independent Non-Executive Director will be for a term of five years, starting from the date of the AGM. In terms of the provisions of Section 149 of the Companies Act,2013, and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of Mrs. Jain as an Independent Director is subject to approval by the members at the forthcoming Annual General Meeting. The Board is of the opinion that Mrs. Jain's appointment as an Independent Director will bring in significant expertise and judgment to the deliberations of the Board.

None of the Directors or Key Managerial Personnel of the Company, except Mrs. Prisma Jain, is concerned or interested in this resolution.

**Item No. 5: Appointment of M/s Manoj Verma and Associates peer reviewed Practicing Company Secretary Firm as the Secretarial Auditor of the Company for a term of consecutive five years commencing from 1st April 2025 to 31st March 2030.**

The Board on the meeting held on [22.08.2025], recommends the appointment of M/s Manoj Verma and Associates Practicing Company Secretaries (COP- 8725) having (Peer Review Certificate No.3111/2023) as the Secretarial Auditor of the Company in compliance to Section 204 of the Companies Act, 2013 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for a term of five consecutive financial years commencing from 1st April 2025 to 31st March 2030 for shareholder's approval.

M/s Manoj Verma and Associates are a peer reviewed firm of Company Secretaries, Delhi, (Peer review No. 3111/2023) which is known by its professionals who are immensely experienced for 15 years now and have vast knowledge base, expertise and exposure in corporate laws, Corporate Restructuring, Initial Public Offers, all kinds of compliances under Companies Act, Listing Agreements & Regulation, SEBI matters, Taxation matters, corporate advisory, and management consultancy.

They have the requisite qualifications and experience to conduct the Secretarial Audit and to provide an independent opinion on the compliance with applicable legal provisions. The Board believes his appointment will ensure that the Company adheres to high standards of corporate governance and regulatory compliance. The appointment is made for a term of five years, which will provide continuity in the Secretarial Audit process and allow M/s Manoj Verma and Associates to provide valuable insights and guidance over the course of his tenure.

None of the Directors or Key Managerial Personnel of the Company is concerned or interested in this resolution, except for M/s Manoj Verma and Associates.

**Notes:**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.sharesamadhan.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on 23/09/2025 and 09:00 A.M. and ends on 25/09/2025 and 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 19/09/2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders**, **by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| **Type of shareholders** | **Login Method** |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL Depository** | 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.<br>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.<br>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.<br>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available |

| | |
|---|---|
| | on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with **NSDL Depository** | 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br><br>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br><br>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote |

| | |
|---|---|
| | during the remote e-Voting period or joining virtual meeting & voting during the meeting<br>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)** | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |
| | |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL** | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with **NSDL** | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000 |

**Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

| | **For Physical shareholders and other than individual shareholders holding shares in Demat.** |
|---|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)<br>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details **OR** Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.<br>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for Share Samadhan on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; kumar.rishi@sharesamadhan.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (info@sharesamadhan.com). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (info@sharesamadhan.com). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

# ANNEXURE TO NOTICE OF AGM

**Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting [In pursuance to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India]**

| Name of the Director and DIN | Date of Birth and Age | Date of Appointment | Remuneration last drawn (Rs. In Lakhs | Expertise in specific Functional areas | Qualifications | Shareholding in the Company | No. of Board meeting Attended | List of Listed Companies in which Directorships held | Chairman/ Member of the Committee of the Board of the other Listed Companies in which he/she is a Director |
|---|---|---|---|---|---|---|---|---|---|
| **Mr. Shrey Ghosal** | **13.05.1985 Age: 40 years** | **02.03.2022** | **1.9** | He is a qualified CS, MBA, and M. Com having appointment of a director) over 9+ years of experience in Finance, Capital Market, Unclaimed Investments, and Commercial laws. He has an inquisitive mind and a zest for solving complex cases. He seeks to leverage his expertise as Operations Head for Share Samadhan and has served in established corporates like ICICI. | **CS, LLB** | **41250** | **16** | **Share Samadhan Limited** | **NIL** |
| **Mrs. Prisma Jain** | **20/09/1983** | **17.05.2025** | **Nil** | She is a legally qualified professional with a strong academic | **MA,BA, LLB** | **NIL** | **04** | **Share Samadhan Limited** | **NIL** |

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
| | **Age: 42 years** | | | background (MA, BA, LLB) and practical experience in social issue-related legal frameworks. Possesses excellent verbal and written communication skills, coupled with a solid track record in project planning, execution, and evaluation | | | | | |

**The disclosure of relationships between Directors inter-se as required as per Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India are as follows:**

**Relationship between the Directors inter-se:**

| Name of Directors | Name of Other Director and Nature of Relationship |
|---|---|
| Abhay Kumar Chandalia | No relation with other Directors. |
| Vikash Kumar Jain | No relation with other Directors. |
| Sneha Kaur | No relation with other Directors. |
| Purvi Shah | No relation with other Directors. |
| Shrey Ghosal | No relation with other Directors. |

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## NOTES