SHIVOM INVESTMENT & CONSULTANCY LIMITED

Reg. Office: A/104 Common M L Space CTC No.1229, 1229/1 opp. MC DOUN ALDS, TPS-III, D. J. Road, Ville Parle (w), Mumbai-400056, Maharashtra, India

CIN: L74140MH1990PLC300881

Email ID: shivominvestmentslimited@gmail.com

Contact No. : +91 79844 74778

Date: 23-12-2025

To,
Department of Corporate Services
BSE Limited,
Ground Floor, PJ Towers,
Dalal Street Fort,
Mumbai-400098(India)

BSE Script Code: 539833

Sub: Annual Report for the F.Y. 2024-25.

Ref: Regulation 34 of SEBI (LODR) Regulations, 2015

BSE Script Code: 539833

Dear Sir/ Madam,

With reference to above mentioned subject, please find enclosed herewith the copy of 34th Annual Report of the Company for the year ended 31st March, 2025.

Further, the aforesaid Annual Report along with Notice of the AGM has also been uploaded on the website of the Company at www.shivominvestmentconsultancyltd.in

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

For SHIVOM INVESTMENT & CONSULTANCY LIMITED.

PRASHANT GHANSHYAMBHAI UKANI

Digitally signed by PRASHANT GHANSHYAMBHAI UKANI
Date: 2025.12.23 18:44:52 +05'30'

PRASHANT GHANSHYAMBHAI UKANI
Director
DIN: 03406521

ANNUAL REPORT

2024-25

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Registered office: A/104 Common M L Space CTC No.1229, 1229/1, opp. MC DOUN ALDS, TPS-III, D. J. Road, Ville Parle (w), Vileparle(West), Mumbai, Mumbai, Maharashtra, India, 400056

Corporate Office: 4TH Floor A-402 Prevlion, Behind Iscon Temple, Thaltej Road, Ahmedabad, Ahmadabad City, Gujarat, India, 380054

➢ Present Bord of Directors.

Sr. No	Name	Designation	Category
1	KEVIN CHHAGANBHAI AGHARA	Additional Director	Independent
2	MANISH MAHENDRABHAI RAVAL	Additional Director	Independent
3	PURVI RAMKUMAR UKANI	Additional Director	Independent
4	RAVI DHIRAJLAL VAGADIYA	Managing Director	Promoter
5	PRASHANT GHANSHYAMBHAI UKANI	CFO	-
6	PRASHANT GHANSHYAMBHAI UKANI	Additional Director	Promoter
7	KULDEEP BHARATBHAI KHACHAR	Additional Director	Promoter

➢ Statutory Auditors of the Company

M/s. S PARTH & CO, Chartered Accountants.

➢ Secretarial Auditors of the Company

M/s. Mehul Raval & Associates, Practicing Company Secretary.

➢ Banker of the Company

IDFC Bank

NOTICE is hereby given that the **34th Annual General Meeting ("AGM")** of the Members of **SHIVOM INVESTMENT & CONSULTANCY LIMITED (the "Company")** will be held on **Tuesday, 30th December 2025 at 09:00 A.M.** at the Registered Office of the Company situated at A/104 Common M L Space CTC No.1229, 1229/1, opp. MC DOUN ALDS, TPS-III, D. J. Road, Ville Parle (w), Vileparle (West), Mumbai, Mumbai, Maharashtra, India, 400056, to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To receive, consider and adopt the **Audited Financial Statements** of the Company for the financial year ended **31st March 2025**, together with the Reports of the Board of Directors and the Auditors thereon.

2. Appointment of Statutory Auditors

To appoint **M/s. S PARTH & CO, Chartered Accountants**, (Firm Registration No. 154463W), as Statutory Auditors of the Company for the financial year ending **31st March 2026**, and to fix their remuneration, and in this regard to consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections **139, 142** and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), **M/s. S PARTH & CO, Chartered Accountants**, be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, at such remuneration as may be determined by the Board of Directors of the Company."

SPECIAL BUSINESS

3. Regularisation of Additional Director – Mr. PRASHANT GHANSHYAMBHAI UKANI

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

"RESOLVED THAT pursuant to the provisions of Sections **149, 152, 160** and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, **Mr. PRASHANT GHANSHYAMBHAI UKANI (DIN: 03406521)**, who was appointed as an **Additional Director** of the Company with effect from 28/08/2025 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature, be

and is hereby **appointed as a Director (Executive) of the Company,** liable to retire by rotation**.**"

4. Regularisation of Additional Director – Mr. KULDEEP BHARATBHAI KHACHAR

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

"RESOLVED THAT pursuant to the provisions of Sections **149, 152, 160** and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, **Mr. KULDEEP BHARATBHAI KHACHAR (DIN: 09187004)**, who was appointed as an **Additional Director** of the Company with effect from 30/08/2025and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature, be and is hereby **appointed as a Director (Executive) of the Company,** liable to retire by rotation**.**"

5. Regularisation of Additional Director – Mr. KEVIN CHHAGANBHAI AGHARA

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Mr. KEVIN CHHAGANBHAI AGHARA (DIN: 11159856)**, who was appointed as an Additional Director of the Company with effect from 08/09/2025 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature, be and is hereby appointed as a Director (Independent – Non-executive) of the Company, for terms of 5 Year."

6. Regularisation of Additional Director – Mr. MANISH MAHENDRABHAI RAVAL

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Mr. MANISH MAHENDRABHAI RAVAL (DIN: 11286481)**, who was appointed as an Additional Director of the Company with effect from 08/09/2025 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing his candidature, be and is hereby appointed as a Director (Independent – Non-executive) of the Company, for terms of 5 Year."

7. Regularisation of Additional Director – Ms. PURVI RAMKUMAR UKANI

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **Ms. PURVI RAMKUMAR UKANI (DIN: 09498180)**, who was appointed as an Additional Director of the Company with effect from 08/09/2025 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature, be and is hereby appointed as a Director (Independent – Non-executive) of the Company, for terms of 5 Year."

8. Change of Name of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections **4, 5, 13** and other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and applicable provisions of the **SEBI (LODR) Regulations, 2015**, and subject to the approval of the Registrar of Companies, Central Registration Centre (CRC) and other statutory authorities, the name of the Company be changed from **'SHIVOM INVESTMENT & CONSULTANCY LIMITED'** to **'PRARAMBH INDUSTRIES LIMITED'**.

RESOLVED FURTHER THAT the name **'PRARAMBH INDUSTRIES LIMITED'** be substituted in the Memorandum of Association and Articles of Association of the Company wherever it appears.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

9. Alteration of Main Object Clause and Ancillary Objects of the Memorandum of Association

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

"RESOLVED THAT pursuant to the provisions of Sections **4, 13** and other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and applicable provisions of the **SEBI (LODR) Regulations, 2015**, the **Main Object Clause and Ancillary Objects Clause** of the Memorandum of Association of the Company be altered in the manner set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to file necessary forms with the Registrar of Companies and to take all such steps as may be required to give effect to this resolution."

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

   As per Section 105 of the Companies Act, 2013 and Rule 19, Sub-Rule (2) of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. If the appointer is a corporation, the proxy must be executed under seal or the hand of its duly authorized officer or attorney. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as may be applicable.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, is attached and forms part of this Notice.

3. The Register of Members and the Share Transfer Books of the Company will remain closed from December 24, 2025 to December 30, 2025 (both days inclusive).

   (i) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/ Registrar and Transfer Agent on or before December 23, 2025; and

   (ii) Whose names appear as Beneficial Owners in the list of Beneficial Owners on September 23, 2025 furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.

4. Shareholders holding shares in electronic form are hereby informed that bank Particulars registered against the respective depository accounts will be used by the Company for payment of the dividend, if any. The company or its Registrar cannot act on any request received directly from the shareholders, holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants of the shareholders.

5. Shareholders holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share transfer agents,

Skyline Financial Services Private Limited, 505, A Wing, Dattani Plaza, Andheri Kurla Road, Safeed Pool, Mumbai-400072.

6. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

7. The Securities and Exchange Board of India (SEBI) has mandated the submission of a Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

8. Details under Regulation 17 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Director has furnished the requisite declarations for his appointment/re- appointment.

9. 9. Electronic copy of the Annual Report for 2025 is being sent to all the members whose email IDs are registered with the Company for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2025 is being sent in the permitted mode.

10. The Company is in the process of **developing a new website** in view of the **change in management pursuant to approval of the Resolution Plan** and the **proposed change in the name of the Company**. Until the new website is launched, the existing website of the Company, i.e. **www.shivominvestmentconsultancyltd.in**.

11. Members holding shares in physical mode may also send the request to the Company or its Registrar by letter or by email at shivominvestmentslimited@gmail.com to receive the soft copy of the Annual Report by email instead of hard copy. Members are requested to bring their Attendance Slip along with their copy of Annual Report to the Meeting.

12. Members are requested to provide their client ID and DP ID numbers at the meeting for easy identification.

13. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their questions in writing to the Company at least 10 (Ten) days before the date of the Meeting so that the information required may be made available at the Meeting.

GREEN INITIATIVE:

14. The Ministry of Corporate Affairs ("MCA"), Government of India, through its Circular No. 17/2011 dated 21st April, 2011 and Circular No. 18/2011 dated 29th April, 2011, has allowed companies to send Annual Report comprising of Balance Sheet, Statement of the Profit & Loss, Directors' Report, Auditors' Report and Explanatory Statement etc., through electronic mode to the registered e-mail address of the members. Keeping in view the underlying theme and the circulars issued by MCA, we propose to send future communications in electronic mode to the e-mail address provided by you to the depositories and made available by them being the registered address. By opting to receive communication through electronic mode you have the benefit of receiving communications promptly and avoiding loss in postal transit.

15. All documents referred to the accompanying Notice and Explanatory Statement shall be open for inspection at the Registered Office of the Company on all working days except Sunday and public holidays between 11.00 a.m. to 1.00 p.m. up to and including the date of Annual General Meeting of the Company.

16. Brief profile of the Director/s seeking appointment / reappointment at Annual General Meeting.

1. Mr. PRASHANT GHANSHYAMBHAI UKANI

Name of the Director	Mr. PRASHANT GHANSHYAMBHAI UKANI
DIN	03406521
Designation	Regularisation of Mr. Prashant Ghanshyambhai Ukani, Director, Promoter Executive Director of the Company
Reason for change viz. appointment, resignation removal, death or otherwise	Regularisation of Director
Date of appointment/ cessation (As applicable) & term of appointment	28-08-2025
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Brief profile (in case of appointment)	Mr. Prashant Ukani is a Commerce Graduate and has 23+ years of experience in the financial sector, including but not limited to the stock market, with a demonstrated history of working in the Equity and Derivatives Market. Presently, he is on the board of First Rate Investments Private Limited', '90s Tune Overseas Limited and Algonexus Research Private Limited

2. Mr. KULDEEP BHARATBHAI KHACHAR

Name of the Director	Mr. KULDEEP BHARATBHAI KHACHAR
DIN	09187004
Designation	Regularisation of Mr. Kuldeep Bharatbhai Khachar, Director, Promoter Executive Director of the Company
Reason for change viz. appointment, resignation removal, death or otherwise	Regularisation of Director
Date of appointment/ cessation (As applicable) & term of appointment	30-08-2025
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Brief profile (in case of appointment)	Mr. Kuldeep Bharatbhai Khachar has completed his B.A. LL.B. (Integrated) from G.L.S. Law College, Ahmedabad in the year 2022 and further pursued his LL.M. from Narsi Mehta University, Junagadh, which he successfully completed in the year 2024. He possesses sound academic knowledge in the field of law with specialization acquired through his post-graduation, and brings with him strong legal acumen and analytical skills to contribute effectively in the strategic decision-making process of the Company. Presently, he is on the board of 90S TUNE OVERSEAS PRIVATE LIMITED and RAVIRAJ TRAFIN SERVE PRIVATE LIMITED

3. Ms. PURVI RAMKUMAR UKANI

Name of the Director	Ms. PURVI RAMKUMAR UKANI
DIN	09498180
Designation	Regularisation of Ms. Purvi Ramkumar Ukani, Director, Independent Non- Executive Director of the Company
Reason for change viz. appointment, resignation removal, death or otherwise	Regularisation of Director
Date of appointment/ cessation (As applicable) & term of appointment	08-09-2025
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Brief profile (in case of appointment)	She is a qualified Chartered Accountant with over 10 years of professional experience in International Taxation and Finance, having advised corporates on cross-border taxation, compliance, and financial structuring matters.

4. Appointment of Mr. KEVIN CHHAGANBHAI AGHARA

Name of the Director	Mr. KEVIN CHHAGANBHAI AGHARA
DIN	11159856
Designation	Regularisation of Mr. Kevin Chhaganbhai Aghara, Director, Independent Non- Executive Director of the Company
Reason for change viz. appointment, resignation removal, death or otherwise	Regularisation of Director
Date of appointment/ cessation (As applicable) & term of appointment	08-09-2025
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Brief profile (in case of appointment)	He has more than 18 years of experience in Finance and Banking sector, as a Area Sales manager, and vide knowledge regarding the sales, management and various compliance and finance matter.

5. Appointment of Mr. MANISH MAHENDRABHAI RAVAL

Name of the Director	Mr. Manish Mahendrabhai Raval
DIN	11286481
Designation	Regularisation of Mr. Manish Mahendrabhai Raval, Director, Independent Non- Executive Director of the Company
Reason for change viz. appointment, resignation removal, death or otherwise	Regularisation of Director
Date of appointment/ cessation (As applicable) & term of appointment	08-09-2025
Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
Brief profile (in case of appointment)	He have more than 17 years of experience in sales and marketing, trading experience, export-import of goods and manufacturing.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

(i) The voting period begins on 27th December,2025 (9:00 a.m.IST) and ends on 29th December,2025 (5:00 p.m.IST). 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 23rd December,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 shareholders/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.

(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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.

	3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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. 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 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
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. 1800225533
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(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) • 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. • 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.

7) After entering these details appropriately, click on “SUBMIT” tab.

8) 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.

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

10) Click on the EVSN for the relevant ABHISHEK FINLEASE LIMITED (Company Name) on which you choose to vote.

11) 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.

12) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

13) 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.

14) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

15) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

16) 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.

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

18) 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; abhishekvm5@rediffmail.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.

19) In case you have any queries or issues regarding e-voting, you may refer the frequently asked questions ("FAQs") and e-voting manual available at ww.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

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 22 55 33

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 22 55 33.

SECTION B - COMMENCEMENT OF E-VOTING PERIOD AND OTHER E-VOTING INSTRUCTIONS:

I. The e-Voting period commences on 27th December, 2025 (9.00 a.m. IST) and ends on 29TH December, 2025 (5.00 p.m.IST). During these period shareholders of the Company, holding shares either in physical form or in the dematerialized form, as on cut-off date of 23rd December, 2025 may cast their vote electronically. The e-Voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

II. The voting rights of shareholders shall be in proportion to their shares of the Paid Up
Equity Share Capital of the Company.

III. CS MEHUL KEDARBHAI RAVAL, Practising Company Secretaries ACS 28155; CP No: 10500 of Ahmedabad - 380 009 has been appointed as the Scrutinizer to scrutinize the e-Voting process in a fair and transparent manner.

IV. iv. The Scrutinizer shall, unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit forthwith to the Chairman of the Company.

The results declared along with the scrutinizer's report shall be placed on the Company's website www.shivominvestmentconsultancyltd.in and on the website of CDSL https://www.evotingindia.com within two working days of the passing of the resolutions at the AGM of the Company and communicated to the BSE Limited where the shares of the Company are listed.

By Order of the Board of Directors

For SHIVOM INVESTMENT & CONSULTANCY LIMITED

PRASHANT GHANSHYAMBHAI UKANI
DIRECTOR
DIN: 03406521

Place: Mumbai
Date: 13/12/2025

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Item Nos. 3 to 7: Regularisation of Additional Directors

The Members are informed that, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, the Board of Directors, at their meeting held on 13/08/2025, appointed Mr. PRASHANT GHANSHYAMBHAI UKANI (DIN: 03406521), Mr. KULDEEP BHARATBHAI KHACHAR (DIN: 09187004), Mr. KEVIN CHHAGANBHAI AGHARA (DIN: 11159856), Mr. MANISH MAHENDRABHAI RAVAL (DIN: 11286481) and Ms. PURVI RAMKUMAR UKANI (DIN: 09498180) as Additional Directors of the Company with effect from their respective dates of appointment.

In terms of the provisions of Section 161(1) of the Act, the Additional Directors hold office only up to the date of this Annual General Meeting. The Company has received notices in writing under Section 160 of the Companies Act, 2013 from the respective persons / Members proposing the candidature of Mr. PRASHANT GHANSHYAMBHAI UKANI (DIN: 03406521), Mr. KULDEEP BHARATBHAI KHACHAR (DIN: 09187004), Mr. KEVIN CHHAGANBHAI AGHARA (DIN: 11159856), Mr. MANISH MAHENDRABHAI RAVAL (DIN: 11286481) and Ms. PURVI RAMKUMAR UKANI (DIN: 09498180) for appointment as Directors of the Company.

The Board of Directors is of the view that the continued association of the aforesaid Additional Directors would be beneficial to the Company, considering their diverse knowledge, professional expertise and experience in different fields, which would assist the Company in achieving its strategic objectives and ensuring sound governance.

Accordingly, the Board recommends the appointment of Mr. PRASHANT GHANSHYAMBHAI UKANI (DIN: 03406521), Mr. KULDEEP BHARATBHAI KHACHAR (DIN: 09187004), Mr. KEVIN CHHAGANBHAI AGHARA (DIN: 11159856), Mr. MANISH MAHENDRABHAI RAVAL (DIN: 11286481) and Ms. PURVI RAMKUMAR UKANI (DIN: 09498180) as Directors of the Company, as set out in Item Nos. 3 to 7 of the Notice.

Brief profiles of the proposed Directors, including details as required under Regulation 36 of the SEBI (LODR) Regulations, 2015, are provided in the Annexure to this Notice.

The Board of Directors recommends the Ordinary Resolutions set out at Item Nos. 3 to 6 of the Notice for approval of the Members.

Item No. 8: Change of Name of the Company

The Members are informed that the Company has been **acquired pursuant to the approval of a Resolution Plan by the Hon'ble National Company Law Tribunal** under the provisions of the **Insolvency and Bankruptcy Code, 2016**, and consequently, the **control and management of the Company has vested with the Successful Resolution Applicant ("New Management")**.

Post acquisition, the New Management has undertaken a comprehensive review of the existing business structure, objects and future growth strategy of the Company. The New Management proposes to commence and carry on **manufacturing activities relating to various kinds of metals**, including ferrous and non-ferrous metals and allied activities.

The existing name of the Company **does not adequately reflect the proposed business activities** and long-term vision of the Company under the New Management. In order to **align the corporate identity with the proposed business operations**, the Board of Directors, at its meeting held on 13/12/2025, has approved the proposal to change the name of the Company from **"SHIVOM INVESTMENT & CONSULTANCY LIMITED"** to **"PRARAMBH Industries Limited"**, subject to the approval of the Members by way of a Special Resolution and approval of the Registrar of Companies, Central Registration Centre (CRC), and other statutory authorities, as may be required.

The proposed name **"PRARAMBH Industries Limited"** better reflects the nature of the manufacturing and industrial activities proposed to be undertaken by the Company and is in consonance with the business objectives of the New Management.

Accordingly, pursuant to the provisions of Sections **4, 5 and 13** of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and applicable provisions of the **SEBI (LODR) Regulations, 2015**, approval of the Members is sought for change of name of the Company and consequent alteration of the **Name Clause** of the Memorandum of Association and Articles of Association of the Company.

The Board of Directors recommends the Special Resolution set out at **Item No. 8** of the Notice for approval of the Members.

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

Item No. 9: Alteration of Main Object Clause and Ancillary Objects of the Memorandum of Association

Pursuant to the approval of the Resolution Plan by the Hon'ble NCLT and takeover of the Company by the Successful Resolution Applicant, the New Management intends to change the primary business activity of the Company.

The Company proposes to undertake business activities in the field of manufacturing, processing, fabrication, casting, forging, trading and dealing in various kinds of metals, including but not limited to ferrous and non-ferrous metals, alloys, metal products and

allied industrial goods, along with such ancillary and incidental activities as may be necessary or expedient.

The existing Main Object Clause and Ancillary Objects Clause of the Memorandum of Association are not aligned with the proposed manufacturing business and therefore require alteration to reflect the true and correct nature of the Company's proposed business activities under the New Management.

The Board of Directors, at its meeting held on 13/012/2025, has approved the alteration of the Main Object Clause and Ancillary Objects Clause of the Memorandum of Association, subject to approval of the Members by way of a Special Resolution, pursuant to the provisions of Sections 4 and 13 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and applicable provisions of the SEBI (LODR) Regulations, 2015.

The proposed altered Main Object Clause and Ancillary Objects Clause are set out in detail in the Annexure to this Explanatory Statement and shall be substituted accordingly upon approval of the Members and filing with the Registrar of Companies.

The Board is of the opinion that the proposed alteration will enable the Company to pursue new business opportunities, enhance operational flexibility and ensure alignment between the Company's corporate charter and its future business plans.

The Board of Directors recommends the Special Resolution set out at Item No. 9 of the Notice for approval of the Members.

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

ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the entrance of the hall, Joint shareholders may obtain additional Slip at the venue of the meeting

Name of Shareholder:

Dp Id : Folio No :

Client Id : No. of shares :

I hereby record my presence at this ANNUAL GENERAL MEETING of the company held on Tuesday 30th December, 2025 at 9:00 AM at A/104 Common M L Space CTC No.1229, 1229/1, Opp. Mc Doun Alds, Tps-Iii, D. J. Road, Ville Parle (W), Vileparle(West), Mumbai, Mumbai, Maharashtra, India, 400056.

Signature of the Shareholder or Proxy

Notes:
Only Shareholder of the company or their Proxies will be allowed to attend the Meeting.

Proxy form

Form No. MGT-11

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

CIN:	L74140MH1990PLC300881
Name of the company:	**SHIVOM INVESTMENT & CONSULTANCY LIMITED**
Registered office:	A/104 Common M L Space Ctc No.1229, 1229/1, Opp. Mc Doun Alds, Tps-Iii, D. J. Road, Ville Parle (W), Vileparle(West), Mumbai, Mumbai, Maharashtra, India, 400056

Name of the member (s) :
Registered Address :
E-mail id :
Folio no / Client Id :
DP ID :

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

1. Name : _____
   Address: _____
   E –mail Id : _____
   _____
   _____
   Signature _____ or failing him

2. Name : _____
   Address: _____
   E -mail Id : _____
   _____
   _____
   Signature _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual general meeting of the company, to be held on the Tuesday of 30th December, 2025 At 9:00 a.m. at A/104 Common M L Space Ctc No.1229, 1229/1, Opp. Mc Doun Alds, Tps-Iii, D. J. Road, Ville Parle (W), Vileparle(West), Mumbai, Mumbai, Maharashtra, India, 400056and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr No.	**Business**	**Assent/ In favour**	**Dissent/ Not in favour**
1	Adoption of the Audited Balance Sheet and Profit & Loss Account for the year ended March 31,2025 and the reports of the Board of Directors and Auditors thereon (Ordinary resolution).		
2	Appointment of M/s. S PARTH & CO, Chartered Accountants (Firm Registration No. 154463W) as Statutory Auditors and fixing of their remuneration. (Ordinary resolution).		
3	Regularization of Additional Director - MR. PRASHANT GHANSHYAMBHAI UKANI.		
4	Regularization of Additional Director – Mr. KULDEEP BHARATBHAI KHACHAR.		
5	Regularization of Additional Director – Mr. KEVIN CHHAGANBHAI AGHARA.		
6	Regularization of Additional Director – Mr. MANISH MAHENDRABHAI RAVAL.		
7	Regularization of Additional Director – Ms. PURVI RAMKUMAR UKANI.		
8	Change of Name of the Company from 'SHIVOM INVESTMENT & CONSULTANCY LIMITED' to 'PRARAMBH INDUSTRIES LIMITED'		
9	Change the object Clause of the Company		

Signed this___ day of _____2025.

Affix a Re.1/- Revenue Stamp Here

_____

Signature of shareholder

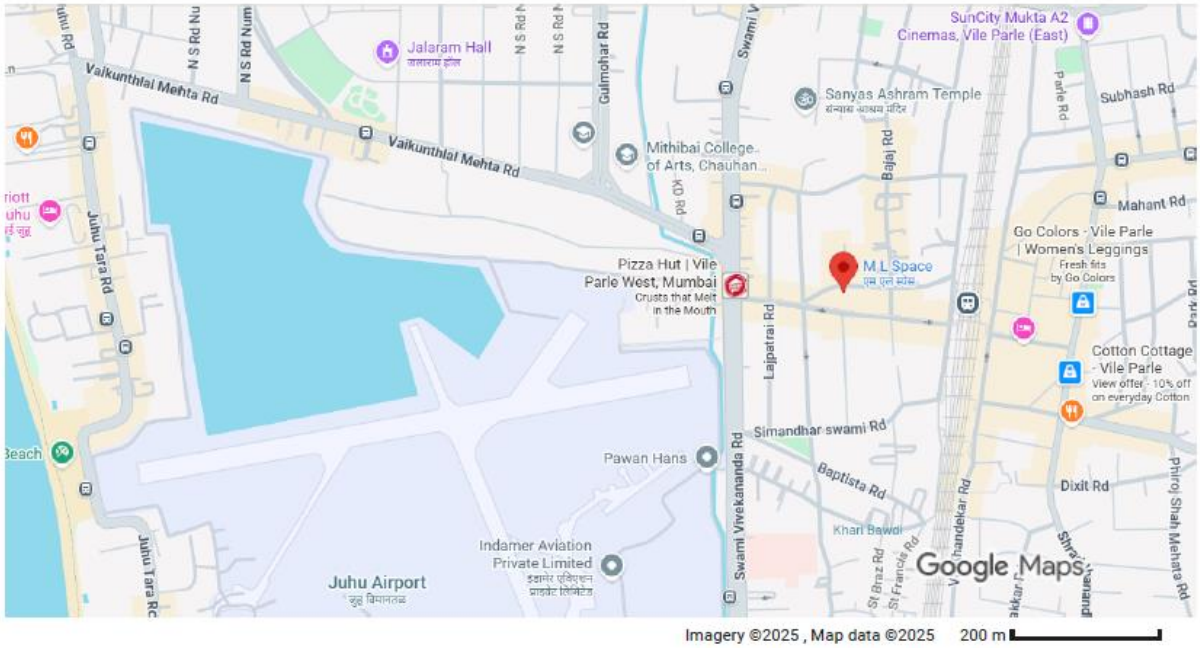
_____

Signature of Proxy holder(s)

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

Route Map for the venue of AGM

Common M L Space CTC No.1229, 1229/1, opp. MC DOUN ALDS, TPS-III, D. J. Road, Ville Parle (w), Vileparle(West), Mumbai



https://www.google.com/maps/place/M+L+Space/@19.1003095,72.8369203,16z/data=!3m1!5s0x3be7c9b714e3fb4b:0xfa515e885d6cdeaa!4m6!... 1/11

DIRECTORS' REPORT

For the Financial Year Ended 31st March, 2025

To
The Members,
Shivom Investment & Consultancy Limited
("the Company")

Your Directors have pleasure in presenting the **Directors' Report** together with the **Audited Financial Statements** of the Company for the **financial year ended 31st March, 2025**.

1. BACKGROUND AND CORPORATE OVERVIEW

The Company is a listed public company incorporated under the provisions of the Companies Act, 1956 (now Companies Act, 2013) and is listed on **BSE Limited**.

During the year under review, the Company underwent a **Corporate Insolvency Resolution Process (CIRP)** under the Insolvency and Bankruptcy Code, 2016 ("IBC").

The **Hon'ble National Company Law Tribunal, Mumbai Bench–IV**, vide its order dated **18 August 2025**, approved the **Resolution Plan** submitted by **Mr. Prashantbhai Ghanshyambhai Ukani**, the **Successful Resolution Applicant (SRA)**, under **Section 31 of the IBC**, which became effective from the date of the said order

Pursuant to the approval of the Resolution Plan:

- The Company stands **acquired and revived** under new management;
- The **existing share capital stood cancelled and restructured** as per the Resolution Plan;
- The SRA and/or its nominees became the **Promoters of the Company**;
- All claims not forming part of the Resolution Plan stand **extinguished**, in accordance with settled judicial principles.

2. FINANCIAL PERFORMANCE

The financial performance of the Company for the year under review is summarised below:

(**Amount in Lakh)**

Particulars	**FY 2024–25**	**FY 2023–24**
Total Income	**387.02**	**16.55**
Total Expenditure	**16.84**	**65.17**
Profit / (Loss) before Tax	**370.18**	**(48.62)**
Profit / (Loss) after Tax	**370.18**	**(48.62)**

(Figures to be read with Notes forming part of Financial Statements)

The financial results reflect the impact of CIRP, restructuring under the Resolution Plan and limited operational activity during the year.

3. RESOLUTION PLAN – KEY HIGHLIGHTS

The Resolution Plan approved by the Hon'ble NCLT, inter alia, provides for:

- Payment of CIRP costs in full;
- Settlement of claims of unsecured financial creditors and operational creditors in accordance with the Plan;
- Cancellation and reduction of existing equity share capital;
- Issuance of fresh equity shares to the Resolution Applicant and other stakeholders;
- Change in management and control of the Company;
- Clean slate treatment in line with the judgment of the Hon'ble Supreme Court.

The Resolution Plan is **binding on the Company, its shareholders, creditors, employees, statutory authorities and all other stakeholders**

4. CHANGE IN SHARE CAPITAL AND SHAREHOLDING

Change in Capital Structure pursuant to Resolution Plan

Subsequent to the close of the financial year and pursuant to the approval of the Resolution Plan by the Hon'ble National Company Law Tribunal, the **entire existing equity share capital of the Company stood cancelled and extinguished** in accordance with the terms of the Resolution Plan.

Further, as part of the implementation of the Resolution Plan, the Company has **issued and allotted fresh equity shares aggregating to 6,43,99,003 (Six Crore Forty-Three Lakh Ninety-Nine Thousand and Three) equity shares of ₹10/- each**, fully paid-up, to the eligible stakeholders as provided under the Resolution Plan.

Additionally, the Company has also **issued and allotted 1,750 (One Thousand Seven Hundred Fifty) Compulsorily Convertible Debentures (CCDs) of face value ₹1,00,000/- each**, in accordance with the terms and conditions set out in the approved Resolution Plan.

The aforesaid issuance and allotment of equity shares and Compulsorily Convertible Debentures have resulted in a complete restructuring of the capital base of the Company and are deemed to have been approved under the applicable provisions of the Companies Act, 2013, SEBI Regulations and other applicable laws, pursuant to the approval of the Resolution Plan.

5. CHANGE IN MANAGEMENT AND DIRECTORS

Consequent to the approval of the Resolution Plan:

- The **earlier Board of Directors ceased**;
- New Directors were appointed as per the Resolution Plan and applicable provisions of law;
- The Company is now managed by the **reconstituted Board under the new Promoter group**.

The details of Directors are under.

Sr. No.	Name of the Directors	Designation	Date of appointment
01	PRASHANT GHANSHYAMBHAI UKANI	Additional Director	28/08/2025
02	PRASHANT GHANSHYAMBHAI UKANI	CFO	15/09/2025
03	KULDEEP BHARATBHAI KHACHAR	Additional Director	30/08/2025
04	KEVIN CHHAGANBHAI AGHARA	Additional Director	08/09/2025
05	MANISH MAHENDRABHAI	Additional Director	08/09/2025
06	PURVI RAMKUMAR UKANI	Additional Director	08/09/2025
07	RAVI DHIRAJLAL VAGADIYA	Managing Director	08/09/2025

During the year, the Board of Directors appointed certain individuals as **Additional Directors** in accordance with the provisions of **Section 161(1) of the Companies Act, 2013** and the Articles of Association of the Company.

The said Additional Directors have furnished the requisite declarations and confirmations and are **eligible for appointment as Directors** under the provisions of the Companies Act, 2013. None of them is disqualified from being appointed as a Director under **Section 164 of the Companies Act, 2013**.

Based on the recommendations of the Board, and in view of their experience and contribution to the Company, the Board has **recommended their regularisation as Directors of the Company**, subject to the **approval of the Members at the ensuing Annual General Meeting**.

6. STATE OF COMPANY'S AFFAIRS

Post acquisition, the Company is in the process of:

- Implementing the Resolution Plan;
- Stabilising operations;
- Exploring new business opportunities aligned with the objects of the Company;
- Strengthening compliance, governance and internal control frameworks.

The Board is confident that the Company will progressively move towards sustainable operations and value creation.

7. New Management and Strategic Direction

Pursuant to the approval of the Resolution Plan by the Hon'ble National Company Law Tribunal, the Company is now under the control of the **new management led by the Successful Resolution Applicant**. The new management brings with it diversified experience and a long-term vision focused on revival, value creation and sustainable growth of the Company.

As part of its strategic realignment, the new management is in the process of **changing the name of the Company from *Shivom Investment & Consultancy Limited* to *Prarambh Industries Limited***, subject to receipt of necessary statutory, regulatory and shareholder approvals. The proposed name reflects the new beginning and revised business focus of the Company post resolution.

Further, the new management is also in the process of **altering the Main Objects Clause of the Memorandum of Association** to shift the principal business activity of the Company from **Non-Banking Financial Company (NBFC) related activities** to the **manufacturing, processing and dealing in various kinds of metals, including ferrous and non-ferrous metals**, and allied activities.

The Board believes that the proposed change in name and object clause will more accurately reflect the future business operations of the Company and will enable it to explore growth opportunities in the manufacturing and industrial sector. Necessary applications, approvals and compliances under the Companies Act, 2013, SEBI (LODR) Regulations, 2015 and other applicable laws are being undertaken in this regard.

8. DIVIDEND

In view of accumulated losses, CIRP proceedings and restructuring under the Resolution Plan, **no dividend has been recommended** for the financial year ended 31 March 2025.

9. TRANSFER TO RESERVES

The Company has **not transferred any amount to reserves** during the year under review.

10. MATERIAL CHANGES AND COMMITMENTS

Other than matters relating to CIRP and implementation of the Resolution Plan approved by the Hon'ble NCLT, **no material changes or commitments** affecting the financial position of the Company have occurred between the end of the financial year and the date of this Report.

11. DEPOSITS

The Company has **not accepted any deposits** within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the rules made thereunder.

12. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of loans, guarantees and investments, if any, are disclosed in the Notes to the Financial Statements in accordance with Section 186 of the Companies Act, 2013.

13. RELATED PARTY TRANSACTIONS

All related party transactions entered during the year were:

- In the ordinary course of business;
- On an arm's length basis; and
- In compliance with Section 188 of the Companies Act, 2013 and SEBI (LODR) Regulations.

Details are provided in the Notes to the Financial Statements.

14. CORPORATE GOVERNANCE

The Company is committed to maintaining the highest standards of corporate governance. A **separate Report on Corporate Governance**, along with a certificate from the Practising Company Secretary, forms part of this Annual Report, as required under SEBI (LODR) Regulations, 2015.

15. MANAGEMENT DISCUSSION AND ANALYSIS (MD&A)

The Management Discussion and Analysis Report, as required under Regulation 34 of SEBI (LODR) Regulations, 2015, is presented as a separate section forming part of this Annual Report.

16. **Board Meetings, Committee Meetings and General Meetings**

During the financial year under review, the Company was undergoing **Corporate Insolvency Resolution Process (CIRP)** in accordance with the provisions of the **Insolvency and Bankruptcy Code, 2016**.

Upon commencement of CIRP, the **management and affairs of the Company were vested in the Interim Resolution Professional / Resolution Professional**, and the powers of the Board of Directors stood **suspended** as per Section 17 of the Insolvency and Bankruptcy Code, 2016.

Accordingly, during the period under CIRP:

- **Meetings of the Board of Directors were not convened**;
- **Meetings of the Board Committees were not held**; and
- **General Meetings of the Members were not convened**, except as may have been permitted or directed under the IBC framework.

Post approval of the Resolution Plan by the Hon'ble National Company Law Tribunal, the Board of Directors has been reconstituted, and the Company shall henceforth comply with all applicable provisions relating to meetings under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

17. **STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS**

The Company has received the necessary declaration from each independent director who are part of reconstituted Board, confirming that he/she meets the criteria of independence as laid out in Section 149(6) of the Companies Act, 2013 read with the schedules, rules made thereunder and Regulation 16(1) (b) and Regulation 17 of the Listing Regulations.

All the Independent Directors of the Company have enrolled their names in the database of Independent Directors maintained by Indian Institute of Corporate Affairs (IICA) in terms of the regulatory requirements. Also, the online proficiency self-assessment test as mandated have been undertaken by those Independent Directors of the Company who are not exempted within the prescribed timelines.

In the opinion of the Board, there has been no change in the circumstances which may affect the status of Independent Directors as an Independent Director of the Company and the Board is satisfied with the integrity, expertise, and experience including proficiency, in terms of Section 150 of the Act and the Rules made thereunder.

18. **CONSTITUTION OF COMMITTEE**

Pursuant to the completion of the **Corporate Insolvency Resolution Process (CIRP)** and reconstitution of the Board under the new management, the Board of Directors has constituted the following Committees in accordance with the provisions of the **Companies Act, 2013** and the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**:

1. **Stakeholders Relationship Committee**

Sr. No.	**Name of the Member**	**Designation**
1	MANISH MAHENDRABHAI RAVAL	chairperson
2	KEVIN CHHAGANBHAI AGHARA	Member
3	KULDEEP BHARATBHAI KHACHAR	Member

2. Nomination and Remuneration Committee

Sr. No.	**Name of the Members**	**Designation**
1	MANISH MAHENDRABHAI RAVAL	chairperson
2	PURVI RAMKUMAR UKANI	Member
3	KEVIN CHHAGANBHAI AGHARA	Member

3. Audit Committee

Sr. No.	Name of the Members	Designation
1	PURVI RAMKUMAR UKANI	chairperson
2	MANISH MAHENDRABHAI RAVAL	Member
3	PRASHANT GHANSHYAMBHAI UKANI	Member

4. Independent Directors Committee

Sr. No.	Name of the Members	Designation
1	KEVIN CHHAGANBHAI AGHARA	Chairperson
2	PURVI RAMKUMAR UKANI	Member
3	MANISH MAHENDRABHAI RAVAL	Member

19. INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial controls commensurate with the size and nature of its business.

Post-resolution, internal control systems are being reviewed and strengthened to align with the revived operations of the Company.

20. RISK MANAGEMENT

The Board has identified and assessed key risks, particularly those arising during post-CIRP revival, and has put in place mitigation measures to address such risks.

21. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has adopted a Vigil Mechanism/Whistle Blower Policy in accordance with the Companies Act, 2013 and SEBI (LODR) Regulations.

22. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Directors confirm that:

a) the annual accounts have been prepared in accordance with applicable accounting standards;
b) accounting policies have been selected and applied consistently;
c) sufficient care has been taken for maintenance of adequate accounting records;
d) the annual accounts have been prepared on a going concern basis pursuant to approval of the Resolution Plan;
e) proper internal financial controls have been laid down; and
f) proper systems have been devised to ensure compliance with applicable laws.

23. Auditors and Auditors' Report

1. Internal Auditors

During the Period under review No Internal Auditor was appointed by the Resolution Professional for the financial year 2023–24 and 2024-25 as the Company was undergoing Corporate Insolvency Resolution Process (CIRP) during the said period and the management of the affairs of the Company was vested with the Resolution Professional in terms of the Insolvency and Bankruptcy Code, 2016.

2. Statutory Auditors

Pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s. S PARTH & CO, Chartered Accountants, (Firm Registration No. 154463W), were appointed as the Statutory Auditors of the Company to conduct Statutory Audit for the year ended 31st March 2025.

The Company has received confirmation from the Statutory Auditors to the effect that they are eligible for continuation of their appointment and are not disqualified from acting as Statutory Auditors under the provisions of the Companies Act, 2013.

3. Auditors' Report

The Statutory Auditors' Report for the financial year ended 31st March, 2025 is annexed to the Financial Statements forming part of this Annual Report. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer and is unmodified.

The Notes to the Financial Statements are self-explanatory and do not call for any further comments or explanations from the Board.

24. STATUTORY AUDITORS

M/s. S PARTH & CO., Chartered Accountants, Statutory Auditors of the Company, shall retire at the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment. The Board recommends their appointment as Statutory Auditors of the Company to conduct the statutory audit for the financial year ending 31st March, 2026..

25. SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder, the Secretarial Audit of the Company for the financial year ended 31st March, 2025 was conducted by M/s. Mehul Raval & Associates, Practicing Company Secretaries. The Secretarial Audit Report issued by them is annexed herewith as *Annexure* – to this Report.

26. REPORTING OF FRAUDS BY THE AUDITORS:

During the Financial Year under review, the Statutory Auditors have not reported to the Audit Committee and the Board under Section 143 of the Act, any instances of fraud committed against your Company by its officers and employees, details of which would need to be mentioned in the Board's Report.

27. ANNUAL RETURN

Pursuant to Sections 92 and 134 of the Act, the Annual Return as on March 31, 2024 in Form MGT-7 is available on the website of the Company and can be accessed at **www.shivominvestmentconsultancyltd.in**.

28. SECRETARIAL STANDARDS

Management of Company was entrusted and vested with Resolution Professional till approval of Resolution Plan and with Monitoring Committee from date of approval of Resolution Plan till re-constitution of Board. After reconstitution of Board of Director, Company has followed the applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to Meetings of the Board of Directors and General Meetings, respectively.

29. PARTICULARS OF EMPLOYEE

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act, read with Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of the Annual Report as Annexure-C.

30. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings & Outgo

During the financial year under review, the Company was undergoing **Corporate Insolvency Resolution Process (CIRP)** under the provisions of the **Insolvency and Bankruptcy Code, 2016**. During this period, the management and control of the affairs of the Company were vested with the **Resolution Professional**, and the Company did not carry out any significant operational activities.

Accordingly:

A) Conservation of Energy:

No specific initiatives were undertaken during the year, as the Company had no active manufacturing or operational activities during the CIRP period.

B) Technology Absorption:

There was no technology absorption or upgradation during the year under review, owing to the Company being under CIRP and having limited operations.

C) Foreign Exchange Earnings and Outgo:

The Company did not have any foreign exchange earnings or outgo during the financial year under review.

31. CODE OF CONDUCT

The Company has formulated and laid down a Code of Conduct for the Board of Directors and Senior Management of the Company which is available at the Company's website on All the Board Members and Senior Management Personnel have affirmed compliance with the Code.

The necessary declaration by the Managing Director as required under Regulation 34(3) read with Schedule V(D) of the Listing Regulations, regarding adherence to the Code of Conduct has not attached to the this Annual Report as during the year Company is under the Insolvency procedure and the power of the Board of Directors were suppressed and vest with Resolution Professional.

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

The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The aim of the policy is to provide protection to women employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where women employees feel secure. All women employees (permanent, contractual, temporary, trainees) are covered under the said policy.

Your Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to redress complaints received on sexual harassment.

No complaint was pending at the beginning of the year and none was received during the year.

33. Maternity Benefit

During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016, and the management and control of the affairs of the Company were vested with the Resolution Professional.

During the CIRP period, the Company did not have any employees on its rolls. Accordingly, the provisions of the Maternity Benefit Act, 1961, as amended by the Maternity Benefit (Amendment) Act, 2017, were not applicable to the Company for the year under review.

No maternity benefits were required to be extended during the financial year. Post completion of CIRP and reconstitution of the Board, the Company shall ensure compliance with the applicable provisions of the Maternity Benefit Act, 1961, as and when the Company employs personnel.

34. GENERAL DISCLOSURE

- During the financial year under review, the Company has not taken any loans or borrowings from banks, financial institutions, government or any other lender. Accordingly, no charge has been created, modified or satisfied on the assets of the Company during the year.

- According to the information and explanations given to the management, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988, and the rules made thereunder.

- The Company has not entered into any transactions with companies that have been struck off under Section 248 of the Companies Act, 2013, or under Section 560 of the Companies Act, 1956, during the financial year. Accordingly, no amounts are outstanding in respect of such transactions.

35. ACKNOWLEDGMENT

Your Directors wish to place on record their sincere appreciation and gratitude to the Hon’ble National Company Law Tribunal, the Resolution Professional, the Committee of Creditors, the Successful Resolution Applicant, and all other stakeholders for their valuable support, guidance and cooperation during the Corporate Insolvency Resolution Process and the subsequent revival of the Company.

The Directors also acknowledge the continued support extended by regulatory and statutory authorities, stock exchanges, depositories, bankers, auditors, and advisors in ensuring smooth transition and compliance during this critical phase.

The Board looks forward to the continued support and cooperation of the Members and all stakeholders as the Company progresses towards operational stability and sustainable growth under the new management.

For and on behalf of the board of Directors
For, Shivom Investment & Consultancy Limited

PRASHANT GHANSHYAMBHAI UKANI	**RAVI DHIRAJLAL VAGADIYA**
Director	**Managing Director**
DIN: 03406521	**DIN: 09187005**

ANNEXUR-D TO THE DIRECTORS' REPORT

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34(3) read with Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations"), the Company's Report on Corporate Governance for the year ended 31st March, 2025 is set out below:

1. CORPORATE INSOLVENCY RESOLUTION PROCESS

The Company was undergoing the corporate insolvency resolution process (CIRP") with effect from 07th February, 2024 under the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC), During the said process, the powers of the board of directors of the Company were suspended and were being exercised by the Resolution Professional (RP) duly appointed by the Adjudicating Authority which in this case is Hon'ble National Company Law Tribunal, Mumbai ("NCLT"). The Company continued to operate as a going concern and while the RP managed the affairs of the Company from the initiation of CIRP proceeding till approval of Resolution Plan and thereafter, Monitoring Committee was entrusted with operation of Company till the handover of company to Resolution Applicant as per approved Resolution Plan.

The Hon'ble NCLT, at the hearing held on 18th August, 2025 Pronounced Orders in CP IB Number 826/MB/2023 in the matter of **Consultshah Financial Services Pvt. Ltd.** Vs **Shivom Investment & Consultancy Ltd.** approving the resolution plan submitted by Mr. Nimai Gautam Shah in consortium with Prashantbhai Ghanshyambhai Ukani ("Successful Resolution Applicant(s)") under Section 31 of the IBC.

As per the approved Resolution Plan, a Monitoring Committee was constituted to look after Company until the handover of charge to Resolution Applicant and to carry out all responsibilities and all the decisions which could otherwise have been taken by the Company's board of directors, were taken by the Monitoring Committee and Mr. Nimai Gautam Shah was appointed as the Interim Resolution Professional (Reg No. IBBI/IPA-001/IP-P00154/2017-2018/10323), who acted as Resolution Professional during the CIRP of the Company, was appointed chairperson of the Monitoring Committee. As a part of the Implementation of Resolution Plan, the erstwhile Board of Directors of the Company were replaced by the new Board of Directors in the Monitoring Committee meeting.

2. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Effective Corporate Governance practices constitute the strong foundation on which successful commercial enterprises are built to last. Corporals Governance is based on the principles of

Integrity, transparency, accountability and commitment to values. Company's views are not only to imply with the statutory requirement in letter and spirit, but also to aim at implementing the best practices, keeping in view the overall interest of all its stakeholders. Your Company takes Corporate Governance as a critical tool to enhance trust of its Customers, Employees, Investors, Government and the Community at large and achieve its goal of maximizing value for its stakeholders. The Company has adopted a Code of Conduct for Board Members and Senior management.

Ethical dealings, transparency, integrity, fairness, disclosure and accountability are the main thrust of the working of the Company.

The Company further believes that the concept of corporate governance is founded upon the core values of transparency, empowerment, accountability, independent monitoring and environmental consciousness. The Company has always given its best efforts to uphold and nurture those core values across all operational aspects.

The Company continuously follows the procedure of Corporate Governance for ensuing and protecting the rights of its shareholders by means of transparency, integrity, accountability, trusteeship and checks at the different levels of the management of the Company.

3. BOARD OF DIRECTORS

A. COMPOSITION, CATEGORY AND SIZE OF THE BOARD:

The Company is managed by the board of Directors in co-ordination with the senior management team.

The Hon'ble NCLT, vide its order dated 18th August, 2025 has approve the Resolution Plan submitted by Mr. Nimai Gautam Shah in consortium with Prashantbhai Ghanshyambhai Ukani (Successful Resolution Applicant{s)) under Section 31 of the Insolvent and Bankruptcy Code, 2016 ("Resolution Plan ")

Pursuant to Implementation of Resolution Plan, Board has been replaced in monitoring committee meeting by appointment of new directors of Resolution Applicant and resigning of erstwhile suspended Board of Directors.

As on Date of Report, the composition of board of directors of the Company is in conformity with Regulation 17 of the Listing Regulations and Section 149 of the companies Act, 2013 and comprises as under:

Sr. No.	DIN/PAN	Name	Designation	Category	Date of Appointment
1.	11159856	Kevin Chhaganbhai Aghara	Additional Director	Independent	08/09/2025
2.	11286481	Manish Mahendrabhai Raval	Additional Director	Independent	08/09/2025
3.	09498180	Purvi Ramkumar Ukani	Additional Director	Independent	08/09/2025
4.	09187005	Ravi Dhirajlal Vagadiya	Managing Director	Promoter	08/09/2025
5.	AAPPU2850B	Prashant Ghanshyambhai Ukani	CFO	-	15/09/2025
6.	03406521	Prashant Ghanshyambhai Ukani	Additional Director	Promoter	28/08/2025
7.	09187004	Kuldeep Bharatbhai Khachar	Additional Director	Promoter	30/08/2025

B. Details of Attendance of each director at Board Meetings and at the Last Year's Annual General Meeting is as follows:

During the year under review, no meeting of the Board of Directors were held as the Company was undergoing CIRP and charge of entire Company was under the hands of the Resolution Professional appointed by the Hon'ble NCLT.

C. The Number of other boards or committee in which director is a chairman or member including names of the listed companies where the directors are holding directorship with category of directorship as on 31st March, 2025 as follow:

Sr. No.	Name of Director	Category of Directorship in other Listed Company	Directorship In Listed Company other than this company		Number of Committee Position held in other Public Companies		Name of Listed Company other than this Company
			As a Chairman	As Board Member	As a Chairman	As Board Member	
1.	Kevin Chhaganbhai Aghara	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

2.	Manish Mahendrabhai Raval	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
3.	Purvi Ramkumar Ukani	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
4.	Ravi Dhirajlal Vagadiya	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
5.	Prashant Ghanshyambhai Ukani	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**
6.	Kuldeep Bharatbhai Khachar	**NA**	**NA**	**NA**	**NA**	**NA**	**NA**

D. Number of board meetings and dates on which held

During the year under review, no meeting of the Board of Directors were held as the Company was undergoing CIRP and charge of entire Company was under the hands of the Resolution Professional appointed by the Hon'ble NCLT.

E. Disclosure of relationships between directors inter-se:

No Directors are having inter-se relationship.

F. Number of shares and convertible instruments held by non-executive Directors

None of the Non-Executive Directors of the Company is holding shares or convertible instruments in the Company.

G. Familiarization Programmes and web link where details of Familiarization Programmes imparted to Independent Directors is disclosed

During the year under review, the company is under CIRP and the power of Board of Directors was exist with the Resolution professional, there were no such Familiarization programmes conducted during the year under review

H. Chart/Matrix relating to skills/expertise/competence of the Board of Directors:

The Company was undergoing the corporate insolvency resolution process ("CIRP") with effect from 07th February, 2024 under the provisions of the Insolvency and Bankruptcy Code, 2016 (IBC"). During the said process, the powers of the board of directors of the Company were suspended and were being exercised by the Resolution Professional ("RP") duly appointed by the Adjudicating Authority which in this case is Hon'ble National Company Law Tribunal,

Mumbai ("NCLT"). The Company continued to operate as a going concern and while the RP managed the affairs of the Company from the initiation of CIRP proceeding till approval of Resolution Plan.

As on Date of Report, the details of Board of Directors with their skills is provided below:

Sr. No.	Name of Director	Skills Actually Available with Directors
1.	Kevin Chhaganbhai Aghara	He have more than 17 years of experience in sales and marketing, trading experience, export-import of goods and manufacturing.
2.	Manish Mahendrabhai Raval	He has more than 18 years of experience in Finance and Banking sector, as a Area Sales manager, and vide knowledge regarding the sales, management and various compliance and finance matter
3.	Purvi Ramkumar Ukani	She is a qualified Chartered Accountant with over 10 years of professional experience in International Taxation and Finance, having advised corporates on cross-border taxation, compliance, and financial structuring matters.
4.	Ravi Dhirajlal Vagadiya	He has more than 20 years of experience in managing and operating manufacturing companies, with strong expertise in production processes, business operations, and organizational management.
5.	Prashant Ghanshyambhai Ukani	Mr. Prashant Ukani is a Commerce Graduate and has 23+ years of experience in the financial sector, including but not limited to the stock market, with a demonstrated history of working in the Equity and Derivatives Market
6.	Kuldeep Bharatbhai Khachar	Mr. Kuldeep Bharatbhai Khachar has completed his B.A. LL.B. (Integrated) from G.L.S. Law College, Ahmedabad in the year 2022 and further pursued his LL.M. from Narsi Mehta University, Junagadh, which he successfully completed in the year 2024. He possesses sound academic knowledge in the field of law with specialization acquired through his post-graduation, and brings with him strong legal acumen and analytical skills to contribute effectively in the strategic decision-making process of the Company. Presently, he is on the board of 90S TUNE OVERSEAS PRIVATE LIMITED and RAVIRAJ TRAFIN SERVE PRIVATE LIMITED

I. Confirmation of independence:

As on Date of Report, The Board confirms that all the Independent Directors fulfill the conditions specified in listing regulations and that they are Independent of the management.

J. Reason for resignation of Independent Director who resigns before the expiry of the term:

Not Applicable

K. Code of Conduct:

Your Company has framed Code of Conduct for Board of Directors and Senior Management of the Company which is available on the website of the Company at www.shivominvestmentconsultancyltd.in which include Code of Conduct for Independent Directors which suitably incorporates the duties of independent directors as laid down in the Companies Act, 2013 ("Act") as well as listing regulations and senior management to provide guidance and help in recognizing and dealing with ethical issues, provide mechanisms to report unethical conduct, and to help promote a culture of honesty.

L. Information supplied to Board of Directors:

During the year under review, no meeting of the Board of Directors were held as the Company was undergoing CIRP and charge of entire Company was under the hands of the Resolution Professional appointed by the Hon'ble NCLT

M. Independent Directors and Separate Meeting of Independent Director:

During the year under review, the company was under CIRP and power of the Board was existed in the hands of Resolution Professional, pursuant to the same there was no independent director exist during the year and there was no separate meeting of independent director was conducted.

4. BOARD COMMITTEES

The Company was undergoing the Corporate Insolvency Resolution Process (CIRP) with effect from 07th February, 2024 under the provisions of the Insolvency and Bankruptcy Code, 2016 ("IBC"). During the said process, the powers of the board of directors of the Company were suspended and were being exercised by the Resolution Professional ("RP") duly appointed by the Adjudicating Authority which in this case is Hon'ble National Company Law Tribunal, Mumbai

("NCLT").

After successful Implementation of Resolution Plan and as on date of the Report the Board has constituted the following committees in accordance with the provisions of companies act, 2013 made with rules made thereunder, the Listing Regulations and other applicable law.

a) Audit Committee
b) Nomination and Remuneration committee
c) Stakeholders Relationship committee

The minutes of Committee meetings are tabled at the next Board meeting for their review, consideration, noting and doing needful. The minutes of the proceedings of the Committee Meetings are captured in the same manner as the Board Meetings and in accordance with the provisions of the Companies Act, 2013 read with rules framed thereunder and as per Secretarial Standard - 1.

A. Audit Committee:

- **Brief description of terms of reference:**

The Company has constituted Qualified and independent Audit committee in line with provisions of Section 177 of the Companies Act, 2013 read with rules framed thereunder and Regulation 18 of the Listing Regulations.

- **As on date of Report Audit committee comprises following members:**

Sr. No.	Name of the Members	Designation
1	PURVI RAMKUMAR UKANI	chairperson
2	MANISH MAHENDRABHAI RAVAL	Member
3	PRASHANT GHANSHYAMBHAI UKANI	Member

- **Role and Term of Reference:**

  The Role and terms of reference of the Audit Committee are in compliance with the provision of Section 177 of the Companies Act, 2013 read with the Rules framed there under and Listing Regulations;

  The brief description of role and terms of reference of Audit Committee is as under:

  1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.

3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:

   a) Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of subsection (3) of Section 134 of the Companies Act, 2013.

   b) Changes, if any, in accounting policies and practices and reasons for the same.

   c) Major accounting entries involving estimates based on the exercise of Judgment by Management.

   d) significant adjustments made in the financial statements arising out of audit findings.

   e) compliance with listing and other legal requirements relating to financial statements.

   f) disclosure of any related party transactions.

   g) modified opinion(s) in the draft audit report

5. Reviewing, with the management, the quarterly, half yearly, nine monthly financial statements before submission to the board for approval.

6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter.

7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process.

8. Approval or any subsequent modification of transactions of the Company with related parties.

9. Scrutiny of inter-corporate loans and investments.

10. Valuation of undertakings or assets of the Company, whenever it is necessary.

11. Evaluation of internal financial controls and risk management systems.

12. Reviewing with the management, performance of statutory and Internal auditors, adequacy of the internal control systems.

13. Reviewing the adequacy of internal audit function, if any, including the structure of the Internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

14. Discussion with internal auditors of any significant findings and follow up there on.

15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting. the matter to the board.

16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
18. To review the functioning of the whistle blower mechanism.

19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate.

20. Reviewing the utilization of loans and/or advances from/investment by the holding company in the subsidiary exceeding rupees 100 Crore or 10% of the asset size of the subsidiary, whichever is lower.

21. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

22. The audit committee is mandatorily reviewing the following information:

    1) Management discussion and analysis of financial condition and results of operations.

    2) Management letters / letters of internal control weaknesses issued by the Statutory Auditors.

    3) Internal audit reports relating to internal control weaknesses.

4) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

5) Statement of deviations: a. quarterly statement of deviation(s) Including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1). b. annual statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

23. Reviewing and considering the following w.r.t. appointment of auditors before recommending to the Board:

    a) Qualifications and experience of the individual/ firm proposed to be considered for appointment as auditor.

    b) Whether such qualifications and experience are commensurate with the size and requirements of the Company.

    c) Giving due regard to any order or pending proceeding relating to professional matters of conduct against the proposed auditor before the Institute of Chartered Accountants of India or any competent authority or any Court.

24. Review and comment upon the report made by the statutory auditors (before submission to the Central Government) with regard to any offence involving fraud committed against the Company by its officers/employees.

25. Recommending to the Board of Directors, the appointment, remuneration and terms of appointment of Cost Auditor for the Company.

26. Review the cost audit report submitted by the cost auditor on audit of cost records before submission to the Board for approval.

27. Appointing registered valuers and defining the terms and conditions for conducting the valuation of assets/ networth/ liabilities of the Company. Reviewing the valuation report and follow-up thereon.

28. Review and approve policy formulated for determination of material subsidiaries.

29. Review and approve policy on materiality of related party transactions and also dealing with related party transactions.

30. Carrying out any other function as may be statutorily required to be carried out by the Audit Committee.

31. Carrying out any other function as may be referred to the Committee by the Board.

- **Meetings and attendance during the year:**

The company was undergoing the Corporate Insolvency Resolution Process (CIRP), during which the authority of the Board of Directors was transferred to the Resolution Professional. Throughout the year, the company did not establish an Audit Committee, and no meetings of the Audit Committee were held.

B. Nomination and Remuneration Committee:

- **Brief description of terms of reference:**

The Company has framed qualified Nomination and Remuneration Committee as per the requirements of Section 178 of the Companies Act, 2013 read with Rules framed thereunder and Regulation 19 of the Listing Regulations.

- **As on cate of Report Nomination and Remuneration Committee comprises of following members:**

Sr. No.	Name of the Members	Designation
1	MANISH MAHENDRABHAI RAVAL	chairperson
2	PURVI RAMKUMAR UKANI	Member
3	KEVIN CHHAGANBHAI AGHARA	Member

- **Role and Term of Reference:**

The Role and terms of reference of the Nomination and Remuneration Committee are in compliance with the provision of Section 178 of the Companies Act, 2013 read with the Rules framed there under and Listing Regulations;

- The brief description of role and terms of reference of Nomination and Remuneration Committee is as under:

1) To formulate and review the criteria for determining qualifications, positive attributes and independence of a director.

2) To recommend to the Board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees and to ensure compliance with the remuneration policy set forth by the Company.

3) To formulate criteria for evaluation of performance of Independent Directors and the Board of Directors.

4) To devise a policy on Board diversity.

5) To report on the systems and on the amount of the annual remuneration of Directors and Senior Management.

6) To Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.

7) To recommend to the board, all remuneration, in whatever form, payable to senior management.

8) To decide whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors and recommend to the board.

9) To specify the manner for effective evaluation of performance of Board, its committees and individual directors and review its implementation and compliance.

10) To carry out such other works as may be defined by the board of directors under the framework of Listing Regulations and Companies Act, 2013, as amended from time to time.

- **Meetings and attendance during the year:**

  The company was undergoing the Corporate Insolvency Resolution Process (CIRP), during which the authority of the Board of Directors was transferred to the Resolution Professional. Throughout the year, the company did not establish an Nomination and Remuneration Committee, and no meetings of the Nomination and Remuneration Committee were held.

- **Performance evaluation criteria for independent directors:**

  As per the Nomination and Remuneration Policy of the Company, the performance evaluation of independent directors is carried out on the basis of prescribed criteria including participation and contribution by every director in the meeting, commitment, effective deployment of knowledge and expertise, effective management relationship with stakeholders, integrity and maintenance of confidentiality, Professional Conduct and Independence, willingness to devote sufficient time to carry out the duties and responsibilities effectively including attendance at meetings, act in the best interest of minority shareholders of the Company etc.

C. Stakeholders' Relationship Committee:

In compliance with provisions of Section 178(5) of the Companies Act, 2013 read with Rules framed thereunder and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has duly constituted Stakeholders Relationship Committee.

As per Regulation 20(4) of the Listing Regulations, following are the role of the Stakeholders' Relationship Committee specified under Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

1) To consider and resolve the grievances of shareholders and other security holders, if any, including complaints related to transfer of shares. non-receipt of annual report, non-receipt of declared dividends, general meetings etc.

2) Review of measures taken for effective exercise of voting rights by shareholders.

3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.

4) Review of the various measures and Initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

5) To oversees the performance of the Registrar & Transfer Agent and recommends measures for overall Improvement in the quality of Investor services.

6) Issue of new/duplicate/split/consolidated certificate.

7) To review cases for transfer / transmission of shares, debentures and other securities.

8) To make reference to statutory and regulatory authorities regarding investor grievances and to otherwise ensure proper and timely attendance and redressal of investor queries and grievances.

9) Review of movements in shareholding and ownership structures of the Company.

10) Conduct a shareholder satisfaction survey to judge the level of satisfaction amongst shareholders. Suggest and drive implementation of various Investor-friendly initiatives.

11) Any other roles, powers and functions as mentioned in the Companies Act, 2013 read with Rules framed thereunder and the SEBI (LODR) Regulations, 2015.

- **Stakeholders Relationship Committee**

Sr. No.	Name of the Member	Designation
1	MANISH MAHENDRABHAI RAVAL	chairperson
2	KEVIN CHHAGANBHAI AGHARA	Member

3	KULDEEP BHARATBHAI KHACHAR	Member

- **Name and designation of the compliance officer: Company is in process of apponting Company secretary and Compliance officers.**

- **Number of shareholders' complaints received during the financial year, number of complaints not solved to the satisfaction of shareholders, number of pending complaints:**

  The Company is under CIRP during the year and there is no complaint received from any shareholder.

D. Risk Management Committee:

During the year under review, the Company is under CIRP and the power of Board of Directors was exist with the Resolution Professional and the company is not falling criteria for constituting Risk Management Committee

E. Senior Management:

During the year under review no senior management has appointed and there were no such changes exist due to company is under CIRP.

F. Other Board Committees:

Corporate Social Responsibility Committee:

"During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016. Accordingly, the constitution and functioning of the Corporate Social Responsibility (CSR) Committee under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 were subject to the limitations and directions applicable during the CIRP period."

G. REMUNERATION OF DIRECTORS

- **All pecuniary relationship or transactions with Non-executive directors vis-à-vis the Company.**

  There was not any pecuniary relationship or transactions with Non-executive directors

- **Criteria for Making payment to non-executive directors:**

  Criteria for making payment to non-executive director is available on the website of Company www.shivominvestmentconsultancyltd.in

- **Disclosure with respect to remuneration:**

"No remuneration was paid to the Directors during the financial year, as the management of the Company was suspended and the Company was under Corporate Insolvency Resolution Process (CIRP)."

H. GENERAL BODY MEETINGS

Financial Year Ended	Day / Date of AGM	Time	Location	No. of Special Resolution Passed

Note: During the year company is under CIRP Process and company has not conducted AGM for the last two financial year viz 31st March, 2024 and 31st March, 2025.

I. MEANS OF COMMUNICATION

1)	**Quarterly Results**	The quarterly results are published in the newspapers and displayed on the company's website at www.shivominvestmentconsultancyltd.in. In/ and websites of the Stock Exchanges of BSE where the shares of the Company are listed.
2)	**Newspapers wherein results normally published**	The Quarterly and Half Yearly Financial Results are generally published in Financial Express in English Language & Jay Hind in Gujarati language.
3)	**Any website, where displayed**	The separate section named "INVESTOR RELATIONSHIP' in the Company's website at www.shivominvestmentconsultancyltd.in is displaying required information in respect of

		interest of various stakeholders. The Annual Report for this financial year 2024-2025 as well as Quarterly/ Half Yearly Financial Results of the Company is also available therein.
4)	**Whether it also displays official news releases**	The Company's official news releases, if any are also available on the Company's website www.shivominvestmentconsultancyltd.in
5)	**Presentations made to Institutional Investors or to the analysts**	NA

J. GENERAL SHAREHOLDER INFORMATION

- 34th AGM, Day and Date: Tuesday, 30th December, 2025;
- Time: 09.00 AM (IST)
- Venue: A/104 Common M L Space CTC No.1229, 1229/1, opp. MC DOUN ALDS, TPS-III, D. J. Road, Ville Parle (w), Vileparle (West), Mumbai, Mumbai, Maharashtra, India, 400056.
- Financial year: Financial Year of the Company is from 01st April to 31st March and financial results will be declared for the financial year 2025-26 as per the following schedule:

Particulars	**Tentative and Subject to change**
Quarterly Unaudited Financial Results	
Quarterly Ending 30th June, 2025	On or before 14th August, 2025
Quarterly Ending 30th September, 2025	On or before 14th November, 2025
Quarterly Ending 31st December, 2025	On or before 14th February, 2025
Fourth Quarter and Annual ending on 31st March, 2025	On or before 30th May, 2026

- **Record Date for payment of dividend for FY 2024-25 & Dividend Payment Date:**

  Company has not declared the dividend during the year under review

- **Name and address of stock exchanges at which the Company's Equity shares are listed & details of annual listing fee paid Demat ISIN Number in NSDL & CDSL:**

  BSE Limited (BSE), Corporate office: Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001, during the year company was under CIRP and listing of the share are suspended, company will pay the listing fess as and when due. Demat ISIN Number:- INE074G01014

- **Stock Code/Symbol:** 539833

- **Market Price Data high and low during each month in last financial year and Performance in comparison to board-based indices such as BSE Sensex:**

  During the year under review the company is under CIRP process and the shares of the company are suspended from trading on the designated stock exchange so the market price data high and low during each month in last financial year is not applicable

- **In case the securities are suspended from trading, the Directors Report shall explain the reason thereof:**

  During the year under review the company is under CIRP process due to restructuring of capital of the Company pursuant to the implementation of Resolution Plan as approved by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated 18th August, 2025, under Section 31 of IBC, 2016.

- **Registrar to an issue and share transfer agents:**
  Skyline Financial Services Private Limited

  A-506, DATTANI PLAZA, ANDHERI KURLA ROAD, SAFEED POOL, MUMBAI-400072

- **Distribution of Shareholding on 31st March, 2025:**

  As on 31st March, 2025**,** the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016**,** and the management and control of the affairs of the Company were vested with the Resolution Professional**.**

  Pursuant to the Resolution Plan approved by the Hon’ble National Company Law Tribunal, the entire existing equity share capital of the Company stood cancelled

and extinguished. However, the issuance and allotment of fresh equity share capital in accordance with the approved Resolution Plan was implemented subsequent to the end of the financial year**,** on 3rd October, 2025**.**

- **Dematerialization of Shares and Liquidity:**

Pursuant to the Resolution Plan approved by the Hon'ble National Company Law Tribunal**,** the entire existing equity share capital of the Company has been cancelled and extinguished, and accordingly, the old ISIN associated with the erstwhile equity shares stands cancelled**.**

Further, in accordance with the implementation of the approved Resolution Plan, the Company has issued and allotted fresh equity share capital. The process for generation and activation of a new ISIN in respect of the newly allotted equity shares is currently under process with the Depositories and other relevant authorities.

- **Outstanding GDR'S/ ADR'S/ Warrants or any Convertible Instruments, Conversion Date and Likely Impact on Equity:**

During the year under review the company has not Issued any GDR's, ADR's, Warrants or any other convertible instruments.

- **Commodity Price Risk or Foreign Exchange Risk and Hedging Activities:**

in order to manage the company's Foreign Exchange exposure towards exports, imports and foreign currency liabilities, the board in every quarter discusses about the foreign exchange exposure and takes appropriate actions to control the Foreign Exchange Risk.

- **Plant Location:**

New Management is in process of finding location of the Manufacturing of the products as per new Main Object Clause.

- **Address for Correspondence**

To contact Registrar & Transfer Agent for all matters relating to Shares, Dividends, Annual Reports	**Skyline Financial Services Private Limited** A-506, DATTANI PLAZA, ANDHERI KURLA ROAD, SAFEED POOL, MUMBAI-400072,

For any other General Matters or in case of any difficulties/ grievances including matters relating to Shares, Dividends, Annual Reports as above	4TH FLOOR A-402 PREVLION, BEHIND ISCON TEMPLE, THALTEJ ROAD, AHMEDABAD, AHMADABAD CITY, GUJARAT, INDIA, 380054
Name of the Compliance Officer	Company is in process appointing Compliance officer.

- **List of all credit ratings obtained by the entity along with any revisions thereto during the relevant Financial Year, for all debt instruments of such entity or any fixed deposit Programme or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad:**

  During the financial year 2024-25, the Company does not have any debt instrument, any Used deposit programme, any scheme, or any proposal involving mobilization of funds in India or abroad.

K. OTHER DISCLOSURES

- **Disclosures on Materially Significant Related Party Transactions that may have potential conflict with the interest of Listed Entity at Larges:**

  During the Financial year 2024-2025, no materially significant related party transaction undertaken by the company under Section 188 of the Companies Act, 20t3, read with rules framed thereunder, Indian Accounting Standards (Ind AS 24) and Regulation 23 of SEBI potential conflict with the Interest of the Company at large. The Company has entered into some transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, which were in the ordinary course of business and at arms' length basis.

- **Details of Non-Compliances by Listed Entity, Penalties, Strictures Imposed on the Listed Entity by the stock exchange(s) or board or the statutory authority, on any matter related to capital markets, during the last 3 years:**

  During the year under review the company was gone under process of Insolvency and Hon'ble NCLT court has Issued on 18th August, 2025 order on approving the resolution plan submitted by Mr. Nimai Gautam Shah in consortium with Prashantbhai Ghanshyambhai Ukani ("Successful Resolution Applicant(s)") under Section 31 of the IBC, through order of NCLT, all the previous penalty, fines Imposed by authority got nullified.

- **Details of Establishment of Vigil Mechanism/ Whistle-Blower policy and affirmation that no person has denied access to audit committee:**

  Pursuant to the provision of the Section 177(9) of Companies Act, 2013 read with rules framed thereunder Regulation 4(2)(d)(iv) and 22 of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015, the company has established Vigil Mechanism/ Whistle Blower Policy for their Directors and Employees to report concern about illegal or unethical practices, unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy.

  It is affirmed that no personnel of the company has been denied access to the Chairman of the Audit Committee.

- **Details of Compliance with mandatory requirements and adoption of non mandatory requirements:**

  During the year under review, company is under process of CIRP, the power of Board of Directors was vested in Resolution Professional and as per SEBI LODR Regulations 2015 Regulation Ï7 to 23 are not applicable to the company which is undergoing Corporate Insolvency resolution process.

- **Web Link where policy on dealing with material Subsidiaries:**

  The Company has formulated policy for determining material subsidiary and it is available on the website:

- **Web Link where policy on dealing with Related Party Transactions:**

  The company has formulated policy on dealing with related party transaction and it is available on the website:

- **Disclosure of Commodity price risk and commodity hedging activities:**

  Company does not have any direct Impact of commodity price movement.

- **Details of utilization of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A):**

  During the year under review, company has not raised any fund through preferential allotment or qualified institution placement.

- **Certificate from the company secretary in practice that none of directors on the board of the company have been debarred or disqualified from being appointed or continuing as a directors of company by Board/ Ministry of Corporate Affairs Or any such statutory authority:**

  certificate from practicing company secretary confirming that none of the Directors on the board of the Company were debarred or disqualified from being re-appointed under retirement by rotation and/ or continuing as Director of the Company by The SEBI, Ministry of Corporate Al'fairs or any other statutory authorities is not applicable for the financial year 2024-25 due to company was admitted for CIRP under IBC, 20t6, accordingly the provisions of Regulation 18, 19, 20 and 21 were no applicable to the listed entity during such period, provided that the roles and responsibilities of the Board and its committees are vented with Resolution Professional therefore company was not in compliance with all mandatory requirement under dieting Regulations for the entire duration of financial year 2024-25.

- **Where Board has not accepted any recommendation of any committee of the board which is mandatory required, in the relevant financial year, the same to be disclosed along with reason thereof:**

  During the year company is under the process of CIRP and the power of the Board was vested on Resolution Professional.

  Details of All the Fees paid by the company for all services to the statutory auditors:

Name of Statutory Auditor	**M/s. S PARTH & CO, Chartered Accountants**
Statutory Audit / Tax Audit Fees	As may be decided by the board of Directors of the Company.
Total	

- **Disclosure in relation to the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013**

Number of Complaints filed during the Financial Year	**Number of Complaints disposed of during the Financial Year**	**Number of Complaints pending as on the end of Financial Year**

NIL	**NIL**	**NIL**

- **Disclosures with respect to 'Loans and Advances in the nature of Loans to Firms / Companies in which directors are interested by name and amount:**
  Not Applicable

- **Details of Material Subsidiaries of the Listed Entity including the date and place of incorporation and the date and name of appointment of statutory auditor of such subsidiaries:**

  Not Applicable

- **CEO/CFO Certification**

  The Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the Company gave an annual certificate on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the Listing Regulations. The CEO and CFO gave quarterly certificate on financial results while placing the financial results before the Board in terms of Regulation 33(2)(a) of Listing Regulation.

L. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARA (2) TO (10) OF SCHEDULE V(C) OF THE LISTING REGULATION:

Company was admitted for CIRP under IBC, 2016, accordingly the provisions of Regulation 18, 19, 20 and 21 were not applicable to the listed entity during such period, provided that the roles and responsibilities of the Board and its Committees are vested with the Resolution Professional therefore the company was in compliance with the all mandatory requirements under Listing Regulations for the entire duration of financial year 2024-25.

Pursuant to Order of Hon'ble NCLT Mumbai Bench dated 18th August, 2025, New Promoter were appointed in Monitoring Committee fleeting held on 6th September,2024 and thereafter, committees were constituted in board meeting of Company held on 15th September 2025.

Since the reconstitution of Board, your Company is fully compliant with the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub re gulation (2) of regulation 46 of the Listing Regulations, as applicable.

M. THE CORPORATE GOVERNANCE REPORT DISCLOSE THE DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II AND THE MANNER IN WHICH THEY HAVE BEEN ADOPTED:

Company was admitted for CIRP under IBC, 2016, accordingly the provisions of Regulation 18, 19, 20 and 21 were not applicable to the listed entity during such period, provided that the roles and responsibilities of the Board and its Committees are vested with the Resolution Professional therefore the company was in compliance with the all mandatory requirements under Listing Regulations for the entire duration of financial year 2024-25.

Since the reconstitution of Board, your Company is fully compliant with the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 of the Listing Regulations, as applicable.

N. THE DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENT SPECIFIED IN REGULATION 17 TO 27 AND CLAUSES (B) TO (I) OF SUB-REGULATION (2) OF REGULATION 46 SHALL BE MADE IN THE SECTION OF CORPORATE GOVERNANCE OF THE ANNAUAL REPORT.

Company was admitted for CIRP under IBC, 2016, accordingly the provisions of Regulation 18, 19, 20 and 21 were not applicable to the listed entity during such period, provided that the roles and responsibilities of the Board and its Committees are vested with the Resolution Professional therefore the company was in compliance with the all mandatory requirements under Listing Regulations for the entire duration of financial year 2024-25.

Pursuant to Order of Hon'ble NCLT Mumbai Bench dated 18th August, 2025, New Promoter were appointed in Monitoring Committee fleeting held on 6th September,2024 and thereafter, committees were constituted in board meeting of Company held on 15th September 2025.

Since the reconstitution of Board, your Company is fully compliant with the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub re gulation (2) of regulation 46 of the Listing Regulations, as applicable.

O. DECLARATION SIGNED BY THE CHIEF EXECUTIVE OFFICER STATING THAT THE MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE

CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT.

Not Applicable during the year under review, the company was under the corporate insolvency resolution process.

P. COMPLIANCE CERTIFICATE FROM EITHER THE AUDITORS OR PRACTISING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE SHALL BE ANNEXTED WITH THE DIRECTOR'S REPORT:

Not Applicable during the year under review, the company was under the corporate insolvency resolution process.

Q. DISCLOSURE WITH RESPECT TO THE DEMAT SUSPENSE ACCOUNT / UNCLAIMED SUSPENSE ACCOUNT:

Your Company does not have any share in the Demat suspense account or Unclaimed suspense account.

R. DISCLOSURE OF CERTAIN TYPES OF AGREEMENT BINDING LISTED ENTITIES:

Not Applicable

MEHUL RAVAL
COMPANY SECRETARY
203, SHIVALIK-9,
VASUNDHARA SOCEITY,
GULBAI TEKRA PANCHVATI ROAD,
AHMEDABAD - 380006.
Email Id: mehulkraval@gmail.com
Mobile No.: +91-9725488721

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) read with Clause 10(i) of Part C OF Schedule V of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Members
SHIVOM INVESTMENT & CONSULTANCY LIMITED
(CIN: L74140MH1990PLC300881)
A/104 Common M L Space CTC No.1229, 1229/1,
opp. MC DOUN ALDS, TPS-III, D. J. Road,
Ville Parle (w), Vileparle(West), Mumbai,
Mumbai, Maharashtra, India, 400056

We have examined the relevant registers, records, forms, returns, Status on MCA website and disclosures received from the Directors of **SHIVOM INVESTMENT & CONSULTANCY LIMITED** ("Company") produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") for the financial year ended March 31, 2025.

In our opinion and to the best of our information and according to the verifications as considered necessary and explanations furnished to us by the Company and its officers (KMPs), We hereby certify that for the financial year ended on March 31, 2025,

We hereby certify that:

1. The Company was admitted into **Corporate Insolvency Resolution Process (CIRP)** under the provisions of the **Insolvency and Bankruptcy Code, 2016**, pursuant to an order of the Hon'ble National Company Law Tribunal.

2. Consequent to the commencement of CIRP, **the powers of the Board of Directors stood suspended**, and the affairs of the Company were managed by the **Interim Resolution Professional / Resolution Professional**, in accordance with Section 17 of the Insolvency and Bankruptcy Code, 2016.

3. Accordingly, **as on 31st March, 2025, the Company did not have an active Board of Directors**, and no individual was functioning as a director exercising powers of the Board during the said period.

4. In view of the above circumstances, **the requirement of certification regarding non-disqualification of directors under Section 164 of the Companies Act, 2013 does not arise**, as there were no directors in office as on the said date due to suspension of the Board under CIRP.

This certificate is issued **for the limited purpose of compliance with Regulation 34(3) read with Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**, and shall not be construed as a confirmation or opinion on any matter beyond the scope stated herein.

FOR, MEHUL RAVAL
COMPANY SECRETARY

Place: Ahmedabad
Date: 13-12-2025

Sd/-
ACS: 28155
C. P. No.: 10500

MEHUL RAVAL & ASSOCIATES
COMPANY SECRETARY
203, SHIVALIK-9,
VASUNDHARA SOCEITY,
GULBAI TEKRA PANCHVATI ROAD,
AHMEDABAD - 380006.
Email Id: mehulkraval@gmail.com
Mobile No.: +91-9725488721

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 Personnel) Rules, 2014]

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2025

To,

The Members,

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Unit No.cg/76, Ground Floor, Carnival House,

OFF. AK Vaidya, Marg, Malad East NA,

Mumbai, Mumbai City, Maharashtra, 400097, India

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SHIVOM INVESTMENT & CONSULTANCY LIMITED** (hereinafter referred to as 'the company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **SHIVOM INVESTMENT & CONSULTANCY LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives 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 **31ST MARCH 2025** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;
Refer Annexure B & C for detail comments.

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(We have gone through the Notice issued by BSE having reference as 20230210-12 Suspension of trading in securities of companies for non-compliances of certain Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (**As per the information received, the members register is not updated, and RTA payment has not been made**).

(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; (**Not Applicable to 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(The Company is under suspension due to non-compliance of various rules and regulations including SEBI LODR and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**)

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; **(The Company is under suspension due to non-compliance of various rules and regulations including SEBI LODR and *During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.***)

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(The Company is under suspension due to non-compliance of various rules and regulations including SEBI LODR and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**)

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(The Company is under suspension due to non-compliance and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**)

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(The Company is under suspension due to non-compliance and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**)

(f) 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; **(The Company is under suspension due to non-compliance and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**))

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(The Company is under suspension due to non-compliance and and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**))

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(The Company is under suspension due to non-compliance and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.))**

(i) As informed by the then Management following are Laws specifically applicable to the industry to which the company belongs, and the then management has confirmed that they have complied the provisions of:

a. Information Technology Act, 2008
b. Goods and Service Tax
c. Fiscal Laws
d. Local Laws applicable to the company
e. RBI Compliances for NBFC

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India.
During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as specifically mentioned in Annexure B.

(ii) The Listing Agreements entered by the Company with Stock Exchange(s), if applicable; (**The Company is under suspension due to non-compliance of various rules and regulations including SEBI LODR The Company is under suspension due to non-compliance and During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016.**))**.**

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following Major observations:

During the financial year ended 31st March, 2025, the Company was undergoing Corporate Insolvency Resolution Process (CIRP) under the provisions of the Insolvency and Bankruptcy Code, 2016. Further, the equity shares of the Company were under suspension of trading on the Stock Exchange on account of non-compliances under applicable SEBI regulations.

In view of the above, and as the management and control of the affairs of the Company were vested with the Resolution Professional, certain compliances under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 could not be carried out during the year under review.

Post approval of the Resolution Plan by the Hon'ble National Company Law Tribunal and reconstitution of the Board, the Company has initiated steps to regularise past non-compliances and shall ensure compliance with all applicable statutory and regulatory requirements going forward.

We further report that, There are no 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.

For, MEHUL RAVAL & ASSOCIATES

Date: 13-12-2025

Sd/-

Place: Ahmedabad

Mehul Raval
Proprietor
ACS No. 28155

UDIN: A028155G002434394

COP No. 10500

Note: Parawise details of the Audit finding, if necessary, may be placed as annexure to the report.

'Annexure A'

To,

The Members

SHIVOM INVESTMENT & CONSULTANCY LIMITED

CIN: L74140MH1990PLC300881s

Our Secretarial Audit Report of even date is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtain from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.

Disclaimer

5. 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, MEHUL RAVAL & ASSOCIATES

Date: 13-12-2025

Place: Ahmedabad

Sd/-
Mehul Raval
Proprietor
ACS No. 28155
COP No. 10500

UDIN: A028155G002434394

Annexure B

Sr. No.	Section No.	Rules	Brief Description	Remarks
1	77 to 87 Section 7 of IBC		**Registration of Charges**	During the audit period no Charges was created/modified.
2	88(1)		Every Company to keep and maintain following Registers in the specified format: - Register of Members - Register of Debenture-holders - Register of other Security Holders Index of the Registers	No/Not Updated (the Information given in the return is as per last and latest available information). There is a dispute of fees with RTA to the best of the knowledge and information provided by the appointed staff.
3	88	3	Register of Members from the date of registration shall be in Form No. MGT-1	No/Not Updated
4	88	5	Entry in the Register to be done within 7 days of approval	No/Not Updated
5	92	11	Every company shall file with the Registrar a copy of the annual return, within sixty days from the date on which the annual general meeting is held or where no annual general meeting is held in any year within sixty days from the date on which the annual general meeting should have been held	The most recent Annual Return filed by the Company pertains to the financial year 2021–22.
6	92	11(1)	Certificate from PCS in Form MGT-8 to be filed with Annual Return	The most recent Form MGT-7 (Annual Return) filed for the F.Y. 2021-22. The Form MGT-8 is with qualifications and We also endorse to

				such qualifications.
	96(2)		AGM to be called during business hours (9AM to 6PM) except National Holiday, in the same city where the Registered Office is situated	The Annual General Meeting for the financial year **2023–24 was not conducted**, as the Company was undergoing **Corporate Insolvency Resolution Process (CIRP)** during the said period and the **management and powers of the Board stood suspended** in accordance with the provisions of the Insolvency and Bankruptcy Code, 2016.
7	101(3)		Notice shall be given to every member, legal representatives, auditors and directors of the Company	The compliance of SS-1 and SS-2 is not followed in true and lateral spirit
8	124		Unpaid Dividend Account.	During the year The Company has not declared any Dividend.
9	125		Investor Education and Protection Fund.	During the year The Company has not declared any Dividend, and nothing has been required to be transferred to IEPF during the period of our audit
10	118	Rule 25	-Minutes of every general meeting, Creditors, Board, Committee, and postal ballot shall be prepared and kept within 30 days of conclusion of every meeting concerned. All appointments in the meeting shall be included in the minutes.	Not produced before us.
11	135		Corporate Social responsibility and formation of the committee thereof	Not applicable

12	138		Appointment of Internal Auditor	Not Appointed
13	149(7)		Every independent director shall give a declaration that he meets the criteria of independence as under: - at the first meeting in which he participates as a director - at the first meeting of the Board in each financial year whenever any change in circumstances which affects his status as independent director	During the financial year under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP), during which the powers of the Board of Directors stood suspended and the management of the affairs of the Company was vested with the Resolution Professional. Accordingly, the declarations required to be furnished by the Independent Directors under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 were not received during the year.
14	149(8)		Company and Independent Director shall abide by Schedule IV (Code for Independent Directors)	Company is not comprised with Sufficient Balance of Executive and Non-Executive Directors/Independent Directors
15	150(2)		Appointment of Independent Director shall be approved in General Meeting and explanatory statement shall indicate justification for choosing such person	Company is not comprised with Sufficient Balance of Executive and Non-Executive Directors/Independent Directors
16	164	14	- Disqualification for appointment of director -Declaration from Director at the time of appointment or re-appointment in Form DIR-8 Annual disclosure from Director to betaken	As per MCA records none of the Director is Disqualified under Section 164(2) of CA-2013.

17	168	15 & 16	-Director to intimate his resignation to the Company, which the Company shall file with ROC in Form DIR-12 in 30 days -Company to put resignation details on its website and in its Directors' Report Director is also required to send his resignation letter director to ROC within 30 days in Form DIR-11, along with reasons of resignation	Any change in the Constitution of the Board has been intimated.
18	170(1)	17	Every Company to keep at its Registered Office, a Register of Directors and KMP in the prescribed format containing prescribed particulars	No Register has not been u
19	170(2)	18	Return of Directors and KMP to be filed with ROC in Form DIR-12, within 30 days of appointment or change	Any change in the Constitution of the Board has been intimated. However the register requires to be updated
20	173(1)		Minimum number of four Board Meetings every year with not more than 120 days gap between two meetings	we are unable to comment the correctness of the procedure followed.
21	177	6	Following class of companies shall have Audit Committee: - every listed company; -all public companies having paid-up share capital of Rs. 10 Crore or more; -all public companies having turnover of Rs. 100 Crore or more; all public companies having outstanding loan/debt/deposits exceeding Rs. 50Crore	During the period under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP). Accordingly, the powers of the Board of Directors stood suspended, and therefore no Board Committees were constituted during the said period.

22	178	6	Following class of companies shall have Nomination and Remuneration Committee: - every listed company; -all public companies having paid-up share capital of Rs. 10 Crore or more; -all public companies having turnover of Rs. 100 Crore or more; - all public companies having outstanding loan/debt/deposits exceeding Rs. 50 Crore	During the period under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP). Accordingly, the powers of the Board of Directors stood suspended, and therefore no Board Committees were constituted during the said period.
23	184	9	Every director at: - First meeting in which he participates as director; - First meeting of Board in every FY; - Whenever there change in disclosures shall disclose in Form MBP-1, his concern or interest in any company, body corporate, firm or other association of individuals (including shareholding interest)	Yes
24	186(5)		Unanimous Board approval at the meeting is required for all investment/loan/guarantee/security	Yes
25	186(9)	12	-Every Company to maintain Register in manual/electronic form in Form MBP-2 from the date of incorporation, kept at the Registered Office - Entries to be made chronological order, within 7 days of such event and authenticated by the Director	We have not been provided Register in manual/electronic form in Form MBP-2

26	187(3)	14	-Every Company to maintain Register in Form MBP-3 from the date of registration and kept at the Registered Office -Entries to be made chronological order, along with necessary details and authenticated by CS/KMP	We have not been provided Register in manual/electronic form in Form MBP-3
27	188	15	No company shall enter into any contract or arrangement with any Related Party without prior approval of the Board of Directors and shareholders. Exception: - Ordinary Course of Business; and Arms' Length	Same as per notes to account, however we are unable to opine on its arms length basis.
28	189(1)	16	Every Company shall keep one or more registers in Form MBP- 4 containing the particulars of all contracts to which section 184(2) and 188 applies. After entering the details, the Register shall be placed before the next Board Meeting and signed by all directors' present Exception: -Any contract or arrangement for sale, purchase or supply of any goods, material or services not exceeding Rs. 5 Lacs -Banking Company for collection of bills in ordinary course of business	Maintained
29	189(2)	16(1)	Every director and KMP shall, within 30 days of appointment/relinquishment of office, shall disclose to the Company particulars specified in Section 184(1), which shall be entered into	Yes

			the Register. Exception - Companies/Body Corporates in which director himself or together with other directors holds 2% or less of paid-up share capital shall not be required to entered in -Register	
30	189	16	- Register shall be kept at the Registered Office -Entries in the Register shall be made at once in chronological order and shall be authenticated by CS	Yes (by the Directors)
31	204	9	Every Listed Company and Public Companies having: - Paid-up capital of Rs. 50 Crore or more; - Turnover of Rs. 250 Crore or more -shall have Secretarial Report from PCS in Form MR-3, annexed to Board Report.	No.
32	203	8A	-Every listed company and every other company having paid up share capital of rupees 5 crores or more shall have a whole-time company secretary in their board.	During the period under review, the Company was undergoing Corporate Insolvency Resolution Process (CIRP). Accordingly, the powers of the Board of Directors stood suspended, and therefore no Board were constituted during the said period.
33	185		-Loan to Director	We are unable to comment on the same in view of lack of accounts details available with us, However as per balance sheet as at 31-03-2025 there is Loan and advances (Unsecured, Given to related parties, Repayale on demand, Considered Good)

34	186		-Inter Corporate Loans Investment and Guarantee	There is no intercorporate Loans
35	73 to 76		-Deposit Rules	There is no such Deposit
35.	101		Notice of Annual General Meeting to Share holders A general meeting of a company may be called by giving not less than clear 21 notice either in writing or through electronic mode.	As the Company was undergoing Corporate Insolvency Resolution Process (CIRP) during the year, the Annual General Meeting was not held.
36.			The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations)	The Company is under suspension due to non-compliance. As per explanation given by the New Management of the Company, compiling the data for revocation of suspension and will submit shortly submit the same to BSE.
37.	179		Intimation of Resolution passed by the Board of directors of the Company.	No such Board Meeting was held as Company was under undergoing Corporate Insolvency Resolution Process (CIRP).
38.			Loan from Banks and Financial Institutions	As per the Balance Sheet as at 31st March, 2025, the Company has outstanding borrowings from banks and/or Non-Banking Financial Companies (NBFCs).
39.	137		Form AOC-4	The last Form AOC-4 of the Company was filed for the financial year 2021–22.

40.			Terms of Preference Shares	No preference Shares.
41			Directors/Company made as a party to proceedings.	The Company understands that a criminal complaint was filed by SEBI in the past. However, subsequent to the said event, the Company was admitted into Corporate Insolvency Resolution Process (CIRP) under the Insolvency and Bankruptcy Code, 2016, and thereafter acquired by new management pursuant to the Resolution Plan approved by the Hon'ble NCLT.

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF THE STANDALONE FINANCIAL RESULTS AS ON 31.03.2025

TO THE BOARD OF DIRECTORS
SHIVOM INVESTMENT & CONSULTANCY LIMITED
CIN: L74140MH1990PLC300881

Report on the audit of the Standalone Financial Results

Opinion:

We have audited the accompanying standalone financial statements of **SHIVOM INVESTMENT & CONSULTANCY LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2025, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. 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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, its profit/loss and its cash flows for the year ended on that date.

Basis of Opinion:

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

Information other than the financial statements and auditors' report thereon:

The Management and those charged with governance are responsible for the other information. The other information comprises the information included in the Director's Report including Annexures to the Director's Report, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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.

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

The Management and those charged with governance is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, Management and those charged with governance 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. Management and those charged with governance is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results:

Our objectives is 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

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 Companies Act, 2013, we give in the **"Annexure A"**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
   f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

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

i. The Company does not have any pending litigations which would impact its financial position.

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

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

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

v. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

vii. The Company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For M/s. S PARTH & CO
Chartered Accountants
FRN NO:- 154463W

CA Parth Shah
(Proprietor)
Membership no. : 198530
UDIN: 25198530GBJHAZ7873

Place: Ahmedabad
Date:13th December 2025

Annexure 'A' The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements"

We report that:

i. The Company has not made investment, provided guarantee or security or granted any loans to companies, firms, Limited Liability Partnerships or other parties during the year.

ii. In respect of loans, investments, guarantees and security, the provisions of section 185 and 186 of the companies Act, 2013 have been complied with.

iii. The Company has not accepted any deposits within the meaning of section 73 to 76 or any other relevant provisions of the Companies Act, 2013.

iv. As per the provisions of section 148(1) of the Companies Act, 2013, the Central Government has prescribed the maintenance of cost records for certain products/services of the Company. Provision of the same section is not applicable to company.

v. To the best of our knowledge and according to the information and explanations given to us, the Company has been regular in depositing the undisputed statutory dues consisting of Goods and service tax, Provident fund, Employees' state insurance, income tax, sales tax, service tax, customs duty, excise duty, value added tax, cess and other statutory dues with the appropriate authorities. There are no dues in respect of Goods and Service tax, income tax, sales tax, service tax, customs duty, excise duty or value added tax which have not been deposited on account of any dispute.

vi. According to the information and explanations given by the management, 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.

vii.

a. The Company has not defaulted in repayment of loans or borrowings or in interest to any lender.

b. The Company has not been declared willful defaulter by any bank or financial institution or other lender.

c. In our opinion, term loans were applied for the purpose for which they were obtained.

d. In our opinion, funds raised on short term basis have not been utilised for long term purposes.

e. The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f. The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

viii. In our opinion, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. The Company has made preferential allotment of shares during the year and, based on our examination, the money so raised has been applied for the purposes for which the funds were obtained.

ix. To the best of our knowledge and according to the information and explanations given to us.

x.

a. No fraud by the Company or any fraud on the Company has been noticed or reported during the year.
b. No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
c. No whistle-blower complaints had been received by the Company during the year.

xi. The Company is not a Nidhi Company as defined in section 406 of the Companies Act, 2013.

xii. In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.

xiii.

a. According to the information and explanations given by the management, the Company has an internal audit system commensurate with the size and nature of its business;
b. the reports of the Internal Auditors for the period under audit were considered by us

xiv. In case of non-cash transactions with directors or persons connected with him, if any, the provisions of section 192 of the Companies Act, 2013 have been complied with.

xv.

a. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
b. The Company has not conducted Non-Banking Financial or Housing Finance activities with a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

d. The Group does not have not more than one CIC as part of the Group.

xvi. The company has not incurred any cash losses during the financial year and in the immediately preceding financial year.

xvii. There has been no resignation of the statutory auditors during the year.

xviii. On the information obtained from the management and audit procedures performed and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that the Company is capable of meeting its liabilities existing at the balance sheet date as and when they fall due within a period of one year from the balance sheet date.

xix. The Provisions of section 135 are not applicable to the Company.

xx. There has been no material qualification or adverse remarks by the respective auditors in the companies (Auditors Report) order (CARO) reports of the companies included in the consolidated financial statements.

For M/s. S PARTH & CO
Chartered Accountants
FRN NO:- 154463W

CA Parth Shah
(Proprietor)
Membership no. : 198530
UDIN: 25198530GBJHAZ7873

Place: Ahmedabad
Date:13th December 2025

Annexure "B" To The Independent Auditor's Report Of Even Date On The Standalone Financial Statements Of The SHIVOM INVESTMENT & CONSULTANCY LIMITED

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

We have audited the internal financial controls over financial reporting of The Shivom Investment & Consultancy Limited ("the Company") as of March 31, 2025, in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management's those charged with governance's Responsibility for Internal Financial Controls

The management of the Company 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").

Pursuant to the commencement of the Corporate Insolvency Resolution Process ("CIRP") under the provisions of the Insolvency and Bankruptcy Code, 2016 ("the Code"), the powers of the Board of Directors have been suspended and are being exercised by the Interim Resolution Professional (IRP)/Resolution Professional (RP) appointed by the Hon'ble National Company Law Tribunal ("NCLT"). Accordingly, the responsibility for the design, implementation, and maintenance of adequate internal financial controls relevant to the preparation and fair presentation of the financial statements of the Company rests with the IRP/RP during the CIRP period.

Auditor's 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") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, 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 whether such controls operated effectively in all material respects.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial controls 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 those charged with governance; 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. Further, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that such controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

During the course of the Corporate Insolvency Resolution Process (CIRP), the books of account, records, and documents were under the custody and control of the Interim/Resolution Professional. Due to non-availability of complete information and documentation for the entire period under audit, we were unable to obtain sufficient appropriate audit evidence to enable us to comment on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting as at the balance sheet date.

For M/s. S PARTH & CO
Chartered Accountants
FRN NO: - 154463W

CA Parth Shah
(Proprietor)
Membership no. : 198530
UDIN: 25198530GBJHAZ7873

Place: Ahmedabad
Date: 13th December 2025

SHIVOM INVESTMENT & CONSULTANCY LIMITED
CIN : L74140MH1990PLC300881
Balance Sheet as at 31st March, 2025

(Amount In Laks.)

	Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
I.	**EQUITY AND LIABILITIES**			
	Shareholders' Funds			
	(a) Share Capital	1	6,995.13	6,995.13
	(b) Reserve and Surplus	2	(5,840.73)	(6,210.90)
	Non-current liabilities			
	(a) Long-term borrowings	3	3,023.94	3,002.50
	(b) Deferred Tax Liability (Net)			
	Current liabilities			
	(a) Short-term borrowings			
	(b) Trade payables	4	15.49	15.49
	(c) Other current liabilities		-	-
	(d) Short-term provisions	5	30.85	30.85
	TOTAL		**4,224.68**	**3,833.07**
II.	**ASSETS**			
	Non- Current Assets			
	(a) Property, Plant & Equipments			
	Tangible Assets			
	Intangible Assets			
	(b) Non-current investments			
	(c) Long-term Loans & Advances	6	4,185.24	3,818.32
	Current assets			
	(a) Inventories			
	(b) Trade receivables			
	(c) Cash & Cash Equivalents	7	22.10	0.13
	(d) Short-term loans and advances	8	17.34	14.62
	TOTAL		**4,224.68**	**3,833.07**
	Significant Accounting Policies & Notes forming part of Financial Statements	1 to 14		

For, SHIVOM INVESTMENT & CONSULTANCY LIMITED
For and on behalf of the Board of Directors

As per our report of even date,
M/s. S PARTH & CO.
(Chartered Accountants)
FRN NO:- 154463W

SD/-
Prashant Ukani
Director
DIN: 03406521

SD/-
Ravi Vagadiya
Director
DIN: 09187005

SD/-
CA Parth Shah
Proprietor
Membership No: 198530
UDIN:- 25198530GBJHAZ7873

Date:- 13th December 2025
Place:- Ahmedabad

SHIVOM INVESTMENT & CONSULTANCY LIMITED

CIN : L74140MH1990PLC300881

Profit and Loss Statement for the period ended on 31st March, 2025

(Amount In Laks.)

	Particulars	Note No.	2024-25	2023-24
I.	Revenue From Operations	9	384.38	16.55
II.	Other Income	10	2.64	-
	Total Revenue (I + II)		**387.02**	**16.55**
III.	**Expenses:**			
	Purchase		-	-
	Change In Securities Held For Trading		-	-
	Employees Benefit Expenses	11	-	3.03
	Finance Cost	12	-	61.40
	Depreciation & Amortization Expenses		-	-
	Other Expenses	13	16.84	0.74
	Total Expenses		**16.84**	**65.17**
IV	**Profit Before Tax (III - IV)**		**370.18**	**(48.62)**
	Exceptional Item			
	Reduction in value of capital work in progress and building improvement cost		-	-
	Profit after exceptional item		370.18	(48.62)
V	Tax Expense:			
	- Current Tax			-
	- Short /(Excess) provison of Earlier Year			-
	- Deffered Tax			-
VI	**Profit/(Loss) for the period (V - VI)**		**370.18**	**(48.62)**
	Earnings Per Equity Share:			
	Basic & Diluted		0.53	(0.070)
	Significant Accounting Policies & Notes forming part of Financial Statements	1 to 14		

For, SHIVOM INVESTMENT & CONSULTANCY LIMITED
For and on behalf of the Board of Directors

As per our report of even date,

M/s. S PARTH & CO.
(Chartered Accountants)
FRN NO:- 154463W

SD/-
Prashant Ukani
Director
DIN: 03406521

SD/-
Ravi Vagadiya
Director
DIN: 09187005

SD/-
CA Parth Shah
Proprietor
Membership No: 198530
UDIN:- 25198530GBJHAZ7873

Date:- 13th December 2025
Place:- Ahmedabad

SHIVOM INVESTMENT & CONSULTANCY LIMITED

Standalone Cash Flow Statement for the year ended March 31, 2025

	(Amount In Laks.) Year ended March 31, 2025	Year ended March 31, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/(Loss) before Tax	370.19	(48.62)
Add/(Less) : Adjustments for non cash items		
Depreciation	-	-
Add/(Less) : Other adjustments		
Fixed assets written off	-	-
Deffered tax written off	-	
Interest Income	(370.19)	-
Operating Profit before Working Capital Changes	**0.00**	**(48.62)**
Add/(Less) : Adjustments for working capital changes		
Changes in Current Assets		
Decrease / (Increase) in Inventory	-	-
Decrease / (Increase) in Trade Receivables	-	-
Decrease / (Increase) in Other bank balances	-	-
Decrease / (Increase) in loans and other financial assets	-	-
Decrease / (Increase) in Current tax assets	-	-
Decrease / (Increase) in Other current assets	-	-
Changes in Current Liabilities		
(Decrease) / Increase in Trade Payables	-	-
(Decrease) / Increase in Other Current Liabilities	-	-
(Decrease) / Increase in Provisions	-	-
Less: Direct Taxes Paid (Net of Refund)	-	-
Net cash generated from operations :	**0.00**	**(48.62)**
B NET CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant & equipment/intangible assets	-	-
Change in loans and advances	21.74	
Sale of property, plant & equipment	-	-
Interest Income	-	-
Net cash used in investing activities :	**21.74**	**-**
C CASH FLOW FROM FINANCING ACTIVITIES		
Changes in current borrowings	-	-
Changes in non current borrowings	-	-
Interest and Other Borrowing Cost Paid	-	-
Net cash generated from financing activities :	**-**	**-**
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	**21.74**	**(48.62)**
CASH AND CASH EQUIVALENTS AS ON OPENING BALANCE	**0.11**	**0.00**
CASH AND CASH EQUIVALENTS AS CLOSING BALANCE	**21.85**	**0.11**

Notes:

1. The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.
2. Purchase of property, plant & equipment / intangible assets include movement of capital work-in-progress during the year.

M/s. S PARTH & CO.
Chartered Accountants

SD/-
CA Parth Shah
Proprietor
Membership No: 198530
FRN NO:- 154463W
UDIN:- 25198530GBJHAZ7873
Date:- 13th December 2025
Place:- Ahmedabad

For Shivom Investment & Consultancy Limited

SD/-	SD/-
Prashant Ukani	**Ravi Vagadiya**
Director	Director
DIN: 03406521	DIN: 09187005

SHIVOM INVESTMENT & CONSULTANCY LIMITED
CIN : L74140MH1990PLC300881
Statement of changes in Equity for the year ended 31st March, 2025

A. Equity Share Capital

Equity shares of Rs. 10 each issued,subcribed and fully paid

For the year ended 31st March, 2025 (Amount in Lakhs)

Balance at 1st April, 2024	Changes in Equity Share Capital due to prior period errors	Restated balance at 1st April, 2024	Changes in equity share capital during the current year	Balance at 31st March, 2025
6,995.13	0.00	0.00	0.00	6,995.13

For the year ended 31st March, 2024

Balance at 1st April, 2023	Changes in Equity Share Capital due to prior period errors	Restated balance at 1st April, 2022	Changes in equity share capital during the current year	Balance at 31st March, 2024
6,995.13	0.00	0.00	0.00	6,995.13

B. Other Equity (Amount in Lakhs)

Particulars	**Reserves and Surplus**				**Total**	**OCI**	
	Capital Reserve	Securities Premium Reserve	Statutory Reserve	Retained Earnings		Other items of other comprehensive income	Total
Balance as at April 1, 2023	**-**	100.02	16.53	(6,278.83)	**-**		
Profit for the year	-	-	-	(48.62)	(48.62)	-	-
Other comprehensive income for the year	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	(48.62)	(48.62)	-	-
Dividends	-	-	-	-	-	-	-
Transfer during the year	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Balance as at March 31, 2024	**-**	**100.02**	**16.53**	**(6,327.45)**	**(6,210.90)**	**-**	**-**
Balance as at April 1, 2024	-	100.02	16.53	(6,327.45)	(6,210.90)	-	-
Profit for the year	-	-	-	370.18	370.18	-	-
Other comprehensive income for the year	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	370.18	370.18	-	-
Dividends	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-
Balance as at March 31, 2025	**-**	**100.02**	**16.53**	**(5,957.27)**	**(5,840.72)**	**-**	**-**

Note : None of the aforesaid reserves have been created for any specific purpose or for meeting any specific liability

M/s. S PARTH & CO.
Chartered Accountants

SD/-
(CA Parth Shah)
Proprietor
Membership No: 198530
FRN NO:- 154463W
UDIN:- 25198530GBJHAZ7873

Date:- 13th December 2025
Place:- Ahmedabad

SHIVOM INVESTMENT & CONSULTANCY LIMITED

SD/-
Prashant Ukani
Director
DIN: 03406521

SD/-
Ravi Vagadiya
Director
DIN: 09187005

(Amount In Lakhs)

Note: 1 **Equity Share Capital**

Particulars	As at 31 March 2025	As at 31 March 2024
Authorised		
7,00,00,000 Equity shares of Rs. 10 each	7,000.00	7,000.00
Issued, Subscribed and Paid up		
6,99,51,325 Equity shares of Rs. 10 each	6,995.13	6,995.13

a) **Terms or Rights attached to the equity shares**

The compant has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in indian rupees. The dividend proposed by board of directors is subject to approval of the shareholders in the ensuring annual general meeting.

In the event of the liquidation of the company, the holder of equity shares will be entitled to received remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportions to the number of equity shares held by the shareholders.

b) **Details of shares in the company held by each shareholders holding more than 5 percent shares**

Name of Shareholder	Equity Shares As at 31 March 2025		Equity Shares As at 31 March 2024	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Nil	Nil	Nil	Nil

Note: 2 Other Equity

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
Security Premium Reserve		
Balance as per last financial	100.02	100.02
Add: New equity shares issued during the year	-	-
Closing Balance	100.02	100.02
Statutory Reserve		
Balance as per last financial	16.53	16.53
Add: Transferred from statement of P&L	-	-
Closing Balance	16.53	16.53
Surplus/(Deficit) in the statement of P&L		
Balance as per last financial	(6,327.45)	(6,278.83)
Add: Profit/(loss) for the year	370.18	(48.62)
Closing Balance	(5,957.27)	(6,327.45)
Closing Balance	**(5,840.73)**	**(6,210.90)**

Note: 3 Long Term Borrowings

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
Unsecured Loans from Banks/NBFCs	2,861.44	3,002.50
EMD by resolution applicants	162.50	-
Total	**3,023.94**	**3,002.50**

Note: 4 Trade Payables

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
Trade payable and other current liability	15.49	15.49
Total	**15.49**	**15.49**

Note: 5 Provisions

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
Audit fees payable	1.25	1.25
Other provisions	29.60	29.60
Total	**30.85**	**30.85**

Note: 6 Loans and Advances

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
Loans and Advances (Unsecured, Given to related parties, Repayale on demand, Considered Good)	4,185.24	3,818.32
Total	**4,185.24**	**3,818.32**

Note: 7 Cash and Cash Equivalent

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
Cash on hand	0.07	0.07
Balance with banks in current accounts	1.93	0.06
Fixed deposit - CIRP		
- HDFC Bank (Maturity less than 3 months)	20.10	-
Total	**22.10**	**0.13**

Note: 8 Other Short Term Loans and Advances

Particulars	As at 31st March, 2025 (Amount in Rs.)	As at 31st March, 2024 (Amount in Rs.)
MAT credit entitlement	3.23	3.23
TDS Receivable	14.11	11.39
Total	**17.34**	**14.62**

Note: 9 Income From Operation

Particulars	2024-25 (Amount in Rs.)	2023-24 (Amount in Rs.)
Income From Operation/Interest Income	384.38	16.55
Total	**384.38**	**16.55**

Note: 10 Other Income

Particulars	2024-25 (Amount in Rs.)	2023-24 (Amount in Rs.)
Interest on income tax refund	2.64	-
Total	**2.64**	**-**

Note: 11 Employee Benefit Expenses

Particulars	2024-25 (Amount in Rs.)	2023-24 (Amount in Rs.)
Salary & Bonus	**-**	3.03
Total	**-**	**3.03**

Note: 12 Finance Cost

Particulars	2024-25 (Amount in Rs.)	2023-24 (Amount in Rs.)
Interest Expenses		
Financial Institution	-	61.40
Total	**-**	**61.40**

Note: 13 Other Expenses

Particulars	2024-25 (Amount in Rs.)	2023-24 (Amount in Rs.)
Bank charges expenses	-	0.014
CIRP cost expenses	16.84	-
Miscellaneous expenses	-	0.004
Office expenses	-	0.720
Total	**16.84**	**0.74**

Note No.: 14 SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS

Note on CIRP/liquidation:

Shivom Investment & Consultancy Limited is a public company domiciled in India and was incorporated in the year 1990 under the provision of the Companies Act, 1956. The company has its registered office at CG/76, Ground Floor, Carnival House, Off AK Vaidya Marg, Malad East Mumbai – 400097 Maharashtra- 462016.

M/s Shivom Investment & Consultancy Limited is currently under Corporate Insolvency Resolution Process ("CIRP") as per the provisions of the Insolvency & Bankruptcy Code, 2016 ("IBC") pursuant to an order of the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT") issued on 07-Feb-2024 (CIRP Date) on application filed by Consultshah Financial Services Private Limited, a Financial Creditor under Section 7 of IBC. Mr. Nimai Shah was appointed as the Resolution Professional ("IRP"). Subsequently CoC has confirm the appoint of IRP as a RP who was managing the affairs of the Company in accordance with the provisions of the Code, the powers of the Board of Directors of the Company stand suspended and same is being exercised by Resolution Professional.

Going Concern Assumption:

These financial statements have been prepared in accordance with the applicable Accounting Standards notified under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other generally accepted accounting principles in India. However, as the Company is under CIRP, the ability of the Company to continue as a going concern depends upon the outcome of the resolution process and approval of the Resolution Plan by the COC/NCLT. Accordingly, the financial statements have been prepared on a going concern assumption unless it is determined otherwise.

Significant Accounting Policies

1. **Basis of accounting: -**
   These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on accrual basis.

2. **Use of Estimates: -**
   The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the

management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

3. **Revenue Recognition**: -
   Expenses and Income considered payable and receivable respectively are accounted for on accrual basis. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

4. **Property, Plant & Equipment**: -
   Company does not have any property, plant & equipment including intangible assets.

5. **Investments: -**
   Company does not have any non-current or current investments.

6. **Inventories: -**
   Company does not have any amount of inventories.

7. **Foreign Currency Transactions: -**
   Transactions in foreign currencies are accounted at the rate prevalent at the time of transaction. Foreign currency monetary items of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Company are carried at historical cost. Exchange differences arising on settlement/restatement of short-term foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss.

   The exchange differences arising on settlement/restatement of long-term foreign currency monetary items are capitalized as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets.

8. **Borrowing cost: -**
   Borrowing costs that are attributable to the acquisition or construction of the qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended uses or sale. All other borrowing costs are charged to revenue in the year of incurrence.

9. **Taxes on Income: -**
   Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.

10. Provisions, Contingent Liabilities and Contingent Assets: - (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.
Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

General:
Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

(B) Notes on Financial Statements

1. As informed to us there are no estimated amount of contracts remaining to be executed on capital amount.
2. The company has not disposed of any Fixed Assets during the year.
3. Income in foreign currency is NIL.
4. Expenditure in foreign currency is NIL.
5. There is no any Amalgamation or Acquisition with Other Company/Firm/Entity by the company during the financial year.
6. The company has not received any type of Government Grants or Subsidies.
7. The company did not enter into any lease Agreement.
8. The company has not entered into any Joint Venture.
9. Previous year figures have been regrouped/rearranged wherever necessary to correspond with the current year's classification/ disclosure.
10. No Deferred Tax Assets has been recognized on unabsorbed business losses, considering the prudence aspect.
11. Some accounting entries have been made in books of accounts by resolution professional on the basis of Axis Bank Statement, Data available on GST portal and as per explanation given by SBOD.
12. The SSI status of the creditors is not known to the Company; hence the information is not given.

13. Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

14. Information on related party transactions as required by IndAS- 24 'Related Party Disclosures' for the year ended 31st March, 2025.

a) List of the related parties and relationships

Sr. No	Director	Nature of relationship
1	Prashant Ghanshyambhai Ukani	Director
2	Kuldeep Bharatbhai Khachar	Director
3	Kevin Chhaganbhai Aghara	Director
4	Manish Mahendrabhai Raval	Director
5	Purvi Ramkumar Ukani	Director
6	Ravi Dhirajlal Vagadiya	Director

15. The company has not recognized differed tax asset for the year for the provision against the assets

16. Contingent Liabilities and commitments:

"As per the approved resolution plan, the contingent liabilities and commitments, claims and obligations, stand extinguished and accordingly no outflow of economic benefits is expected in respect thereof."

17. As per Ind AS - 23 "Borrowing Costs", the borrowing cost has been charged to Profit and Loss statement. None of the borrowing costs have been capitalized during the year.

18. Corporate Social Responsibility provisions as per Section 135 of Companies Act 2013 are not applicable to the company.

19. The company has not paid any dividend during the year.

20. Company has no geographical or product-wise segments, therefor segment reporting is not applicable.

21. Resolution Professional does not have any information and details of previous financial statements. Figures of FY 2023-24 is obtained from unaudited financial statement. Such figures have been regrouped wherever necessary to make them comparable with those of the current year.

22. The Company has not granted any loans to promoters, directors, KMPs and the related parties either severally or jointly with any other person in the nature of Loans and Advances during the year.

23. The Hon'ble National Company Law Tribunal, Mumbai ("NCLT") by an order dated 07-Feb-2024 admitted the Corporate Insolvency Resolution Process (CIRP") application filed by financial creditors and appointed Mr. Nimai Gautam Shah [IBBI/IPA-001/IP-P00154/2017-2018/10323] as Interim Resolution Professional. In the first meeting of Committee of Creditors ("COC"), IRP was appointed as a RP, Same has been confirmed by adjudicating bench. The Company was acquired under CIRP as a going concern through a resolution plan which was approved by COC committee, NCLT has also given approval of the same vide order dated 18-Aug-2025. New management has implemented resolution plan and is in process of reviving the company and has enough resources and availability of funds for effective revival of the company.

24. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under to the extent the company has received intimation from the "Suppliers" regarding their status under the Act.

Sr No	**Particulars**	**As at 31.03.2025**	**As at 31.03.2024**
(a)	Principal amount and the interest due thereon remaining unpaid to each supplier at the end of each accounting year		
>	Principal amount due to micro and small enterprise	Nil	Nil
>	Interest due on above	Nil	Nil
(b)	Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act,2006, along-with the amount of the payment made to the supplier beyond the appointed day during the year	Nil	Nil
(c)	Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding interest specified under the Micro, Small and Medium Enterprises Act,2006	Nil	Nil
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
(e)	Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprise Development Act, 2006	Nil	Nil

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

25. No provision for gratuity has been made since the Company has decided to account for gratuity on Permanent basis.

For M/s. S PARTH & CO
Chartered Accountants
FRN NO: - 154463W

SD/-
CA Parth Shah
(Proprietor)
Membership no. : 198530
UDIN: 25198530GBJHAZ7873

Place: Ahmedabad
Date:13th December 2025