

TRIVENI ENTERPRISES LIMITED



39th ANNUAL REPORT
FOR THE YEAR ENDED
31ST MARCH, 2024

TRIVENI ENTERPRISES LIMITED

DIRECTORS:

RAMCHANDRA RAMHIT VARMA
MS.PINTU
ARVIND KUMAR GUPTA

BANKERS:

IDBI BANK LIMITED
INDUSLND BANK LIMITED
ABHYUDAYA CO-OPERATIVE BANK LTD

AUDITORS:

SDG & CO.

Chartered Accountants

Jain Anil And Associates.

Chartered Accountants

For F.Y.2023 - 2024

REGISTERED OFFICE:

OFFICE NO. 7 (8,9), MAMTA ANAND SANKUL, NASHIK- PUNE ROAD,
NASHIK - 422006.

REGISTRAR AND SHARE TRANSFER AGENT

LINK INTIME INDIA PRIVATE LIMITED

C-101, 247, PARK 1ST FLOOR, LBS ROAD, GANDHI NAGAR,
VIKHROLI (WEST), MUMBAI-400083.

NOTICE

NOTICE is hereby given that the 39th Annual General Meeting of the shareholders of the Company will be held on Monday, September 30, 2024 at the registered office of the company at Office No. 7(8,9) Mamata Anand, Sankul, Nashik Pune Nashik Road, Nashik, Maharashtra, 422101 at 11.00 A.M., to transact the following business:-

ORDINARY BUSINESS:

- 1 To receive, consider and adopt the audited financial statements of the Company for the year ended 31st March, 2024 together with the Reports of the Board of Directors' and the Auditors' thereon and, in this regard, to consider and if thought fit, to pass the following resolution as an ordinary resolution:

“RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2024, and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

- 2 To appoint a director in place of Mr. Ramchandra Ramhit Varma (DIN:06729665) who retires by rotation and being eligible, offers himself for re-appointment and this regard, to consider and if thought fit, to pass the following resolution as an ordinary resolution:

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ramchandra Ramhit Varma (DIN:06729665), who retires by rotation and being eligible, be and is hereby appointed as a Director of the Company.

- 3 To approve the appointment of M/s. SDG & Co., Chartered Accountants, Mumbai Statutory Auditors of the Company and to fix their remuneration

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

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Companies (Audit and Auditors) Rules, 2014) and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company's Policy on Appointment of Statutory Auditors and on the recommendation of Audit Committee and Board of Directors of the Company M/s. SDG & Co., Chartered Accountants, Mumbai (Firm Registration No.: 137864W) be and are hereby appointed as one of the Statutory Auditor of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of the 40th Annual General Meeting till the conclusion of 44th Annual General Meeting of the Company, subject

to their continuity of fulfillment of the applicable eligibility norms each year in place of M/s. Jain Anil & Associates., Chartered Accountants (Firm's Registration No. 115987W), the retiring statutory auditor, to hold the office from the conclusion of the 35th Annual General Meeting until the conclusion of the 39th Annual General Meeting of the Company to be held in the year 2024 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

RESOLVED FURTHER THAT M/s. SDG & Co., Chartered Accountants, Mumbai (Firm Registration No.: 137864W) have confirmed that they are eligible to be appointed as the Statutory Auditors of the Company as per Section 141 of the Companies Act 2013

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary and the Audit Committee, be and is hereby authorised to decide and finalize the terms and conditions of appointment, including the roles and responsibilities/scope of work and remuneration of Statutory Auditors and to do all other acts, matters, deeds and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.”

NOTES:

A member entitled to attend and vote at the annual general In terms of Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy such person shall not act as a proxy for any person or shareholder.

1. Only registered Members of the Company or any proxy appointed by such registered Member may attend and vote at the Meeting as provided under the provisions of the Companies Act, 2013. In case any shareholder has voted electronically, then he/she can participate in the Meeting but not vote.
2. The Register of Members and Share Transfer Books of the Company will remain closed from 24.09.2024 to 30.09.2024 (both days inclusive) for determining the name of Members eligible for dividend on equity shares if declared at the meeting.
3. Duly executed and stamped transfer deeds, along with the share certificates, should be submitted to the Company's Registrar and Share Transfer Agents before the closure of the Register of Members for registration.
4. Corporate Members are requested to send a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013/ Power of Attorney authorizing their representative(s) to attend and vote on their behalf at the Meeting.

5. Members holding shares in physical form and wishing to make / change a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 may submit the prescribed particulars in Form No. SH-13 (Nomination Form) or SH-14 (Cancellation or Variation of Nomination), to the Company.
6. Electronic copy of the Annual Report, Notice of the Meeting of the Company inter-alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants 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 Notice of the Meeting of the Company inter alia indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode Members/Proxies are requested to bring the Attendance Slip sent with this Notice duly filled-in for attending the meeting.
7. Pursuant to the provisions of Section 91 of the Companies Act, 2013 (corresponding to Section 154 of the Companies Act, 1956), a member desirous of obtaining any information concerning the accounts and operation of the Company is requested to send his queries to the Company at least 7 days before the date of the meeting, so that the information required by the member is made available at the meeting.
8. In view of Go Green initiative being undertaken by the Company, Members who have not yet registered their e-mail address so far are requested to register/update their e-mail addresses with the Company's RTA or with the Company at email id **trivenienterprisesltd@gmail.com** Shareholders holding shares in dematerialized form are requested to register their e-mail addresses and changes therein with the concerned Depositories through their Depository Participant.
9. Members are requested to bring their copy of Annual Report to the Meeting. A member desirous of getting any information with regard to Accounts of the Company is requested to send the queries to the Company at least 10 days before the meeting to the Company Secretary at the Registered Office of the Company.
10. Members are requested to mention their Folio Number/ Client ID/DP ID Number (in case of shares held in dematerialized form) in all their correspondence with the Company / Depository Participant in order to facilitate response to their queries promptly.
11. Members who are holding shares of the Company in physical form through multiple folios in identical order of names are requested to write to the Company, enclosing their share certificates, to enable the Company to consolidate their holdings in one folio.
12. Ministry of Corporate Affairs vide its circular no.17/2011 dated 21/04/2011 & 18/2011 dt.29/04/2011 has taken Green Initiative in the Corporate Governance by allowing the companies to send various notices/documents including audited financial results, directors report, auditors report, general meeting notices to the members through electronic mode to the registered email addresses of the shareholders.

Members are therefore requested to register their email addresses with the Company and also keep a note to inform any change in your email address.

As per SEBI's circular in respect of transaction involving transfer of shares in physical form of a listed company, it is mandatory for the transferee(s) to furnish copy of PAN card for registration of transfer of Shares.

13. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
14. Members may note that the Notice of the Meeting will be available on the Company's website iiel.co.in. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 read with Rules issued thereunder will be available for inspection by the members at the Meeting.
15. The relevant documents referred to in this Notice and Explanatory Statement are open for inspection at the Meeting and such documents will also be available for inspection in physical or in electronic form at the registered office and copies thereof shall also be available for inspection in physical or electronic form at the registered office from the date of dispatch of the Notice till the date of the Meeting on all working days, except Saturdays, from 10:00 A.M to 12:00 Noon.

16. E- Voting Through Electronics means

- (i) The voting period begins on 27th September 2024, 09.00 .A.M and 05.00 P.M. and ends on 29th September 2024, 09.00 .A.M and 05.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September 2024 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.

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting 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 | <p>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.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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. Additionally, there are 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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <p>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</p> |

| | |
|---|---|
| | <p>provider website for casting your vote during the remote e-Voting period.</p> <p>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</p> <p>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.</p> |
| 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. |

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 |

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

- (v) Login method for Remote e-Voting 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 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> 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. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Triveni Enterprises Limited on which you choose to vote.

- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if anyuploaded,which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatoryto 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; **trivenienterprisesltd@gmail.com** , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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 e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact toll free no. 1800 22 55 33

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Registered Office:

Office No. S. NO. 7,(8,9) Mamata Ana Nd,
Sankul, Nashik Road,
Nashik pune road
Nashik – 422101
Maharashtra

Date: Sept 04, 2024

Sd/-
Arvind Gupta
Director
DIN: 02912070

Particulars of the Directors seeking appointment/re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

| Name | Particular |
|---|---|
| Director Identification Number (DIN) | Mr. Ramchandra Ramhit Varma (DIN: 06729665) |
| Date of Birth / (Age) | 53 Years |
| Nationality | Indian |
| Date of first appointment on the Board of Directors of the Company | 16 th Aug 2013 |
| Designation | Director |
| Experience (including expertise in specific functional areas) / Brief Resume | Account & Finance Dept |
| List of Directorship held in other companies | Deepta Trading Private Limited |
| No. of shares held in the Company either by self or as a beneficial owner | 50% |
| Relationship with other Directors, Manager and other Key Managerial Personnel | N.A |
| Terms and Conditions of appointment / re-appointment | N.A |
| Memberships/ Chairmanships of Committees across companies (excluding foreign companies) | N.A |

EXPLANATORY STATEMENT PURSUANT TO THE SECTION 102 OF THE COMPANIES ACT, 2013 AND SEBI (LODR) REGULATIONS, 2015

Explanation to Ordinary Business mentioned under Resolution No. 4 has been also given on voluntary basis.

M/s. Jain Anil & Associates., Chartered Accountants (Firm's Registration No. 115987W), the retiring statutory auditor, to hold the office from the conclusion of the 35th Annual General Meeting until the conclusion of the 39th Annual General Meeting of the Company to be held in the year 2024.

Accordingly, the tenure of M/s. Jain Anil & Associates., Chartered Accountants, Statutory Auditor of the Company will come to end with the conclusion of 39th AGM and then ceases to be Statutory Auditors of the Company.

The Board of Directors of the Company ("the Board"), on the recommendation of the Audit Committee ("the Committee"), in its meeting held on September 4, 2024 has approved and recommended for the approval of the Members, the appointment of M/s. SDG & Co., Chartered Accountants, Mumbai (Firm Registration No.: 137864W) Statutory Auditors of the Company for a period of 5(Five) consecutive years

from the conclusion of 40th AGM until the conclusion of 44th AGM of the Company subject to the said firms continuing to fulfill the applicable eligibility norms each year.

The Board and the Committee have considered various parameters as mentioned the Companies Act, 2013 before recommending the appointment Statutory Auditors, such as audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge, experience of the firm and its partners etc. The above firms found to be suitable to handle the scale, diversity and companies operating segment. The firms, has consented to the said appointment to the effect that the appointment, if made, shall be in accordance with the conditions as prescribed in Section 139 of the Act, and the Companies (Audit and Auditors) Rules, 2014. The firm have subjected themselves to the peer review process of the Institute of Chartered Accountants of India ("ICAI").

Brief Profiles:

M/s. SDG & Co, Chartered Accountants (Firm Registration No.: 137864W) Our Firm SDG & Co. was established after collaboration & merger of CA's firms which includes one partnership firm and three proprietorship firms.

Our oldest firm giving the professional services to the community since last one decade. We are professionally managed Chartered Accountancy Firm presently operating from Mumbai and Rajasthan. We are having five partners and team of about 10 peoples includes articles and other professional staff.

We are offering a wide spectrum of services in the filed of taxation, finance and accountancy as well as other allied services.

We are also focused and handling international assignments on setting up joint ventures, cross boarder taxation.

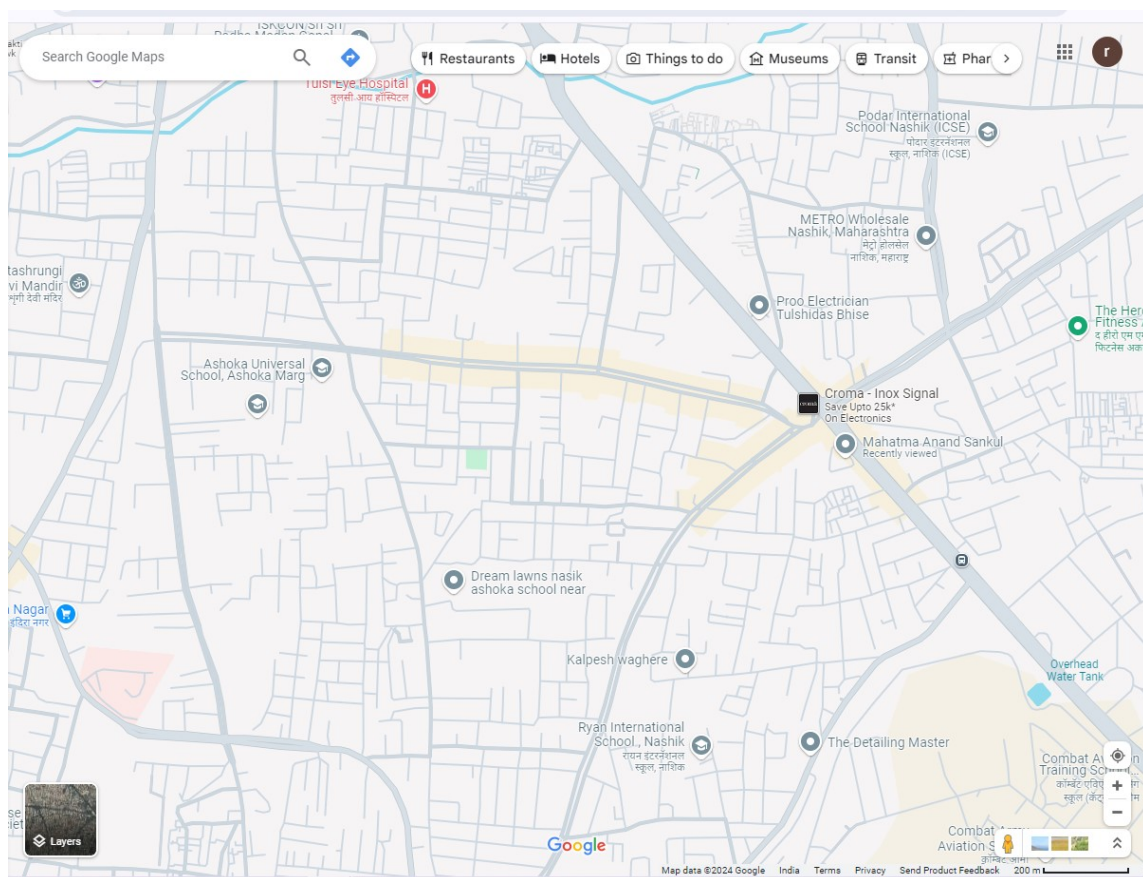
The proposed fees to be paid to Statutory Auditor M/s. SDG & Co, towards statutory audit, limited review and certifications for the Financial Year 2024-25 in aggregate is up to 75K). The said fees shall exclude applicable taxes, reimbursements and other outlay. There is no material change in the fee payable to the Statutory Auditors from that paid to M/s. Jain Anil & Associates.

In view of the aforesaid, the Board of Directors recommends the Ordinary Resolution set out at item No. 3 for approval of the Members.

None of the Directors or Key Managerial Personnel and their relatives, are concerned or interested, financially or otherwise in this Resolution.

Venue of Annual General Meeting

Office No.7(8,9) Mamata Anand, Sankul, Nashik Pune Nashik Road,Nashik,
Maharashtra, 422101.

Road Map to the venue of the Annual General Meeting

TRIVENI ENTERPRISES LIMITED

Regd Office: 7(8,9) Mamata Anand, Jankul, Nashik Pune Nashik Road, Nashik, Maharashtra,
422101.

Phone No: +91 9167987286 Email id: trivenienterprisesltd@gmail.com, Website:
www.trivenienterprisesltd.in

39th ANNUAL REPORTS 2023-2024

Dear Shareholders,

_____, 2024

Submission of PAN details

We request you to submit details of your Income Tax Permanent Account Number (PAN) as in terms of directive of Securities and Exchange Board of India, submission of these details by every participant in the Securities / Capital Market has become mandatory.

Kindly return the slip appended below, duly filled in and signed with self-attested copies of PAN cards of all holders including joint holders, to the Company or the RTA. If you are holding shares in electronic form, please furnish these details to your Depository Participant.

In case you have already submitted the PAN details, kindly ignore this letter.

For **Triveni Enterprises Limited**

Director

Address: 7(8,9) Mamata Anand, Sankul, Nashik Pune Nashik Road, Nashik, Maharashtra, 422101.

Name:.....

Address:.....

To,

Link Intime India Pvt. Ltd,

C-101, 247 Park, 1st Floor, LBS Road, Gandhi Nagar,

Vikhroli (West), Mumbai – 400 083

Phn No: 022-28207203-05/Email: rnt.helpdesk@linkintime.co.in

We give below the PAN details together with self-attested photocopies of the PAN card. Kindly record the same against my/our names.

Folio No.....

TelNo.....

E-mail

| Name of the Shareholder | PAN | * Signature |
|-------------------------|-----|-------------|
| | | |
| | | |

* In case of account holder(s) other than individuals, kindly submit an attested copy of the required authorization along with the specimen signatures of the authorized signatories.

DIRECTORS' REPORT**1. INTRODUCTION**

Your Directors are elated in presenting the 39th Annual Report of the Company along with the Audited Financial Statements of the Company for the financial year ended as on 31st March, 2024.

2. HIGHLIGHTS/PERFORMANCE OF THE COMPANY (STANDALONE)

(Amount in Rs)

| Particulars | Current Financial Year (2023-2024) | Previous Financial Year (2022-2023) |
|--|---------------------------------------|--|
| Net Profit/(Loss)Before Depreciation and Tax | 19,80,385 | 43,41,331 |
| Depreciation | Nil | Nil |
| Profit /(Loss) before Tax | 19,80,385 | 43,41,331 |
| Provision for Tax | 5,14,900 | 11,28,746 |
| Profit/ (loss) after Tax | 14,65,485 | 32,12,585 |
| Balance Brought forward | 1,91,29,129 | 1,63,17,142 |
| Tax - Earlier Years | 1,08,021 | 4,00,598 |
| Balance Carried to Balance Sheet | 2,04,86,593 | 1,91,29,129 |

3. BUSINESS OVERVIEW:

The Company is involved in the business of trading of textiles. The company is planning for expansion of its business. The company wishes to expand and grow its business in imports, exports and manufacturing unit also. The Net profit of the Company has declined from **₹.14,65,485/-** to **₹.32,12,585/-**. The Company's policy of management has provided cushion effect to the adversities of the market on the performance of Company.

4. DIVIDEND:

With a view to conserve the resources of the Company, the Board of Directors does not recommend any dividend for the year under the review.

5. DIVIDEND DISTRIBUTION POLICY:

Pursuant to Regulation 43A of LODR Regulation 2015, the regulations related to Dividend Distribution Policy are not applicable to the Company

6. CHANGE IN NATURE OF BUSINESS:

There was no change in nature of business activity during the year.

7. TRANSFERS TO RESERVES:

The Company has not transferred any amount to the reserves during the financial year under review. For complete details on movement in Reserves and Surplus during the financial year ended March 31, 2024, please refer to the Note No. of the Standalone Financial Statement of the Company.

8. DEPOSITS:

During the year, your Company has not accepted any deposits within the meaning of sections 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014, hence there are no details to disclose as required under Rule 8 (5) (v) and (vi) of the Companies (Accounts) Rules, 2014.

9. CORPORATE SOCIAL RESPONSIBILITY :

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of Section 135 of the Companies Act, 2013 are not applicable.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

As required under clause (c) of sub-section (3) of section 134 of the Companies Act, 2013, directors, to the best of their knowledge and belief, state that:

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

11. EXTRACT OF ANNUAL RETURN:

In terms of the provisions of Section 92 and Section 134 of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return is available www.trivenienterprisesltd.in.

12. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

13. DIRECTORS OR KEY MANAGERIAL PERSONNEL APPOINTMENTS / RESIGNATIONS DURING THE YEAR:**14. DETAILS OF DIRECTORS :**

As on 31st March, 2024, the Board comprised of 3(Three) directors including 1 (One) independent director. The Board has an appropriate mix of Executive, Non-Executive and Independent Directors, which is in compliance with the requirements of the Companies Act, 2013. The details of the Board of Directors are as below:

- | | | |
|--------------------------------|---|--------------------------------|
| 1. Mr. Arvind Gupta | : | Chairman and Managing Director |
| 2. Mr. Ramchandra Ramhit Varma | : | Director & CFO |
| 3. Ms. Pintu | : | Independent & Women Director |

I. RETIRE BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Ramchandra Ramhit Varma, Non -Executive Director, retires by rotation at the forthcoming Annual General Meeting and, being eligible offers himself for re-appointment. The Board recommends his re-appointment for the consideration of the Members of the Company at the ensuing Annual General Meeting. Members are requested to refer the Notice of ensuing Annual General Meeting for brief profile and other related information of Mr. Arvind Gupta, Executive Director, retiring by rotation.

II. CHANGE IN DIRECTORS

There were no changes in directors Pursuant to the provisions of Section 203 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board of Directors of the Company appointed/reappointed the following Directors and Key Managerial Personnel:

II. KEY MANAGERIAL PERSONNEL

In terms of Section 203 of the Companies Act, 2013, as on 31st March, 2024, the following are the Key Managerial Personnel (KMP) of the Company:

- | | | |
|--------------------------------|---|--|
| 1. Mr. Arvind Gupta | : | Chairman and Managing Director |
| 2. Mr. Ramchandra Ramhit Varma | : | Chief Financial Officer |
| 3. Ms. Nikita Chamaria | : | Company Secretary and Compliance Officer |

15. SHARE CAPITAL:

The Issued, Subscribed and paid-up equity capital of your company as on March 31, 2024 stood at Rs. 5,72,40,000/-comprising of 5,72,40,000 Equity shares of Re.1/- each during the year under review.

16. EQUITY SHARES WITH DIFFERENTIAL RIGHTS:

The Company has not issued any equity shares with deferential voting rights.

17. NUMBER OF MEETINGS OF BOARD DURING THE YEAR:

The Board of Directors met 8 (Eight) times 30th May 2023, 11th August 2023, 29th August 2023, 07th November 2023, 2nd December 2023, 6th December 2023 14th February 2024 during the Financial Year 2023-24. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

18. COMPOSITION OF AUDIT COMMITTEE:

Composition of Audit Committee as on March 31, 2021 as required under section 177(8) of the Companies Act, 2013 read with Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. Mr. Ramchandra Varma
2. Mrs. Pintu
3. Mr. Arvind Gupta

19. DECLARATION BY THE INDEPENDENT DIRECTORS:

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

20. CASH FLOW STATEMENT:

As required under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 with the Stock Exchanges, the Cash Flow Statement is attached to the Balance Sheet.

21. STATUTORY AUDITORS:

Statutory Auditors and Auditors' Report In terms of provisions of Section 139 of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules, 2014 M/S **Jain Anil & Associates**, Chartered Accountants Mumbai as the Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years and their existing term shall come to an end till the conclusion of the ensuing 39th Annual General Meeting (AGM) of the Company. The Audit Committee and the Board of Directors of the Company placed on record its appreciation for the services rendered by M/S **Jain Anil & Associates.**, Chartered Accountants, Chartered Accountants as the Statutory Auditors.

The report given by the auditors on the financial statement of the Company is a part of the Annual Report. There has been no qualification, reservation, adverse remarks or disclaimer given by the auditors in their report.

Pursuant to section 139 of the Act, read with the Companies (Audit and Auditors) Rules, 2014 for appointment of Statutory Auditor(s), the Board of Directors based on the recommendation of Audit Committee, has recommended, the appointment of /s. SDG & Co., Chartered Accountants, Mumbai (Firm Registration No.: 137864W) Statutory Auditors of the Company for a period of 5(Five) consecutive years from the conclusion of 40th AGM until the conclusion of 44th AGM of the Company.

22. SECRETARIAL AUDIT REPORT:

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, **M/s. HRU & Associates**, Practicing Company Secretaries have been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed as **Annexure I** to this report. The report is self-explanatory however the Company has initiated necessary steps to comply with various non-compliances as mentioned under the Secretarial Audit Report.

23. DEPOSITS:

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 of Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

24. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

During the period under review, Company has not given any loans, guarantees or investments to the Company.

25. LISTING:

The Equity shares of the Company are listed on BSE Ltd and MSEI Limited under Scrip Code: 538569.

26. BOARD'S RESPONSE ON AUDITORS QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE:

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report or by the Company Secretary in Practice in the Secretarial Audit Report.

27. INTERNAL FINANCIAL CONTROLS:

The Directors had laid down internal Financial controls to be followed by the Company and such policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable Financial information. The Audit Committee evaluates the internal financial control system periodically

28. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETING:

During the year under review, the Company has complied with the applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively, issued by The Institute of Company Secretaries of India.

29. COST AUDITOR

The appointment of Cost Auditor for the Company is not applicable to the Company

30. MANAGEMENT DISCUSSION AND ANALYSIS:

As per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Management Discussion and Analysis Report is enclosed.

31. DETAILS OF SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS/ TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:

There are no significant material orders passed by the Regulators / Courts / Tribunal which would impact the going concern status of the Company and its future operations. Hence, disclosure pursuant to Rule 8 (5) (vii) of Companies (Accounts) Rules, 2014 is not required.

32. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS PURSUANT TO RULE 8 (5) (viii) OF COMPANIES (ACCOUNTS) RULES, 2014:

The Company has an adequate internal financial control system, commensurate with the size of its business operations.

33. ENERGY CONSERVATION AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption are not required to be furnished considering the nature of activities undertaken by the Company during the year under review. Further during the year under review, the Company has neither earned nor used any foreign exchange.

34. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT:

The Company has developed & implemented Risk Management Policy. However, Company has not come across any element of risk which may threaten the existence of the Company.

35. DISCLOSURES OF AMOUNTS, IF ANY, TRANSFER TO ANY RESERVES:

It is not proposed to carry any amount to any reserves from the profits of the Company. Hence, disclosure under Section 134 (3) (j) of the companies act, 2013 is not required.

36. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has duly set up an Internal Complaints Committee (ICC) in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, to redress complaints received regarding sexual harassment.

The following is a summary of sexual harassment complaints received and disposed off during the year 2023-24.

| | |
|--------------------------------|-----|
| No of complaints received: | Nil |
| No of complaints disposed off: | Nil |

37. DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS:

The Company has not issued shares under employee's stock options scheme pursuant to provisions of Section 62 read with Rule 12(9) of Companies (Share Capital and Debenture) Rules, 2014.

38. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The company does not have any subsidiary companies or joint venture companies or associate companies during the year under review. Also, there was no company which have become or ceased to become the subsidiaries/joint ventures/associate company (ies) during the year.

39. CORPORATE GOVERNANCE:

As per the requirement of SEBI Circular No. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 No. SEBI/LAD-NRO/GN/2015-16/013 dated September 2, 2015, the listed companies having paid up equity share capital not exceeding Rs.10 Crores and Net Worth not exceeding Rs.25 Crores, as on the last day of the previous financial year is not required to comply with the norms of the Corporate Governance Report.:

Since, the paid up equity share capital of the company is Rs. and Net Worth not exceeding Rs. 25 Crores as on financial year ending 31st March 2024, therefore, the provisions relating to the Corporate Governance report are not applicable the company.

40. DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES:

The Company has not issued sweat equity shares pursuant to provisions of Section 54 read with Rule 8 of Companies (Share Capital and Debenture) Rules, 2014 during the Financial Year.

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

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

42. APPRECIATION:

We record our gratitude to the Banks and others for their assistance and co-operation during the year. We also wish to place on record our appreciation for the dedicated services of the employees of the Company. We are equally thankful to our esteemed investors for their co-operation extended to and confidence reposed in the management.

Registered Office:

Office No. S. NO. 7,(8,9) Mamata Ana Nd,
Sankul, Nashik Road,
Nashik pune road
Nashik – 422101
Maharashtra

Date: Sept 04, 2024

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Sd/-
Arvind Gupta
Director
DIN: 02912070

FORM MR-3

[Pursuant to Section 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**Secretarial Audit Report
For the Financial year ended 31st March 2024**

To,

The Members,

Triveni Enterprises Limited

CIN: L68200MH1984PLC322974

Office No. S. NO. 7,(8,9) Mamata Ana Nd,

Sankul, Nashik Road, Nashik Pune road, Nashik – 422101.

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

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representative during the conduct of secretarial audit, We hereby report that in our opinion, the Company has during the audit period covering the financial year ended on March 31, 2024 (hereinafter referred to as “Audit Period”) complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of;

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the Extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowing;
- V. The followings 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;
 - b) The Securities and exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agent) Regulations 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity shares) Regulations, 2009; and

- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
 - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement Regulations, 2015.
- VI. As identified by the management, other laws specifically applicable to the industry to the Industry to which the Company belongs and compliances of which is relied upon the Representation by the management.
- a) Water (Prevention and Control of Pollution) Act, 1974;
 - b) Air (Prevention and Control of Pollution) Act, 1971;
 - c) Hazardous Wastes (Management, Handling and Trans boundary Movement) Rules 2008;
 - d) Micro, Small And Medium Enterprises Development Act, 2006;
 - e) The Payment of Wages Act, 1936;;
 - f) Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
 - g) Payment of Bonus Act, 1965;
 - h) Payment of Gratuity Act, 1972;
 - i) The Maharashtra Industrial Development Act, 1961;
 - j) Trade Marks Act, 1999;
 - k) The Textiles Committee Act, 1963
 - l) Negotiable Instruments Act, 1881;
 - m) The Factories Act, 1948

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited

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

Company has appointed Managing Director, Chief Executive Officer (CFO) and Company Secretary as Key Managerial Personnel (KMP) Under Section 203(1) of the Companies Act 2013.

We further report that

The Board of directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent directors. The changes in the composition of the Board of Directors that took place during the Audit Period were carried out in compliance with the provisions of the Act.

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

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

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

We further report that during the audit period the no specific events/actions occurred having a major bearing on the Company's affairs in pursuance of the referred laws, rules, regulations, guidelines, standards, etc.

Date: 04th Sept 2024

Place: Mumbai

**For HRU& Associates,
Practicing Company Secretaries
Sd/-**

**Mr.Hemanshu R Upadhyay
Proprietor**

ACS No:20259

CP No: 20259

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

ANNEXURE A OF SECRETARIAL AUDIT REPORT

To,
The Members,
Triveni Enterprises Limited
CIN: L68200MH1984PLC322974
Office No. S. NO. 7,(8,9) Mamata Ana Nd,
Sankul, Nashik Road, Nashik Pune road, Nashik – 422101.

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

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

MANAGEMENT DISCUSSION & ANALYSIS

Your Directors are pleased to present the Management Discussion and Analysis Reports for the year ended March 31, 2024 as under:

I. Industry Structure and Developments:

The Board of Directors, with their expertise in the different aspects of the industry as well as their countless experiences. Successfully implemented various expansion schemes in the past with in-house expertise. Products are well accepted in the market. With the implementation of the project, the company does optimum utilization of the facilities. Organization set-up with experienced and well-qualified employees. Strong marketing network with low selling and distribution costs.

II. Opportunities and Challenges:

The good news is that the advanced economies overall will perform more strongly and contribute more to global growth. The fundamental strength of the textile industry in India is its strong production base of wide range of fibre/yarns from Natural fibres like cotton, jute, silk and wool to synthetic /man - made fibres like polyester, viscose, nylon and acrylic.

III. Segment-wise or product-wise performance

The Company is engaged in the business of Textile industry. During the year under review, the industry faced various challenges due to global and economic slowdown. The company has been now focusing on the Textile projects in and around the city of Mumbai & Nashik.

IV. Outlook

The year 2023-24 was a challenging year from business prospective. Meager domestic demand growth, increased imports and volatile raw material prices put increased pressure on margins, with crude oil prices and petrochemicals prices having stabilized and tight situation in cotton supplies the demand should improve the current year.

V. Risks and concerns

The Company has risk management framework which enable it to take certain risks to remain competitive and achieve higher growth and at the same time mitigate other risks to maintain sustainable results.

A key factor in determining a Company's capacity to create sustainable value is the risk that the Company is willing to take and its ability to manage them effectively. The Company's Risk Management processes focuses on ensuring that risks are identified on a timely basis and addressed.

Foreseeing the concerns, the Company manages to identify, evaluate, and monitor non-business risks.

VI. Internal control systems and their adequacy:

The Company has a proper and adequate internal control system to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorised, recorded and reported correctly. The internal control is exercised through documented policies, guidelines and procedures. It is supplemented by an extensive program of internal audits conducted by in house trained personnel. The audit observations and corrective action taken thereon are periodically reviewed by the audit committee to ensure effectiveness of the internal control system.

VII. Material developments in human resources/ industrial relations front, including number of people employed.

Company believes that its employees are one of the most valuable assets of the Company. The employees are deeply committed to the growth of the Company. With the growing requirements of the Company, Company has taken necessary initiatives to ensure not only the retention of the employees but also their growth and development.

The Company also provides various opportunities to the employees to develop their skills to take up higher responsibilities in the organization. Company also uses various communication channels to seek employee's feedback about the overall working environment and the necessary tools and resources they need to perform at their best potential.

Registered Office:

Office No. S. NO. 7,(8,9) Mamata Anand,
Sankul, Nashik Road,
Nashik pune road
Nashik – 422101
Maharashtra

Date: Sept 04, 2024

By Order of the Board of Directors

For Triveni Enterprises Limited

Sd/-
Arvind Gupta
Director
DIN: 02912070

**CERTIFICATION BY CEO/CFO UNDER REGULATION 17(8) OF SEBI
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The Board of Directors,
Triveni Enterprises Ltd

- (a) We have received the financial statements and the Cash Flow statement of **TRIVENI ENTERPRISES LTD** for the year ended March 31, 2024 and to the best of our knowledge and belief:
- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. these statements together present a true and fair view of the Company's affairs and are in Compliance with existing Accounting Standards, applicable laws and Regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, Deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee.
- i. Significant changes in internal control over financial reporting during the year;
 - ii. Significant changes in accounting policies made during the year and the same have disclosed in the notes to the financial statements; and
 - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date: May 30, 2024
Place: Mumbai

Chief Executive Officer
Arvind Gupta

DECLARATION REGARDING AFFIRMATION OF CODE OF CONDUCT

I, Arvind Gupta , Whole Time Director do hereby confirm and declare that, pursuant to the provisions of Schedule V of the SEBI LODR Regulations, 2015 and In accordance with the SEBI (Prohibition of insider Trading) Regulations, 2015, as amended from time to time, the Board of Directors of the Company has adopted the Company Code of Conduct for Prevention of Insider Trading all the members of the Board and Senior Management Personnel of the Company have furnished their affirmation of compliance with the Code of Conduct of the Company, for the financial year ended 31st March, 2024.

Registered Office:

Office No. S. NO. 7,(8,9) Mamata Ana Nd,
Sankul, Nashik Road,
Nashik pune road
Nashik – 422101
Maharashtra

Date: Sept 04, 2024

**By Order of the Board of Directors
For Triveni Enterprises Limited**

Sd/-
Arvind Gupta
Director
DIN: 02912070

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Triveni Enterprises Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Triveni Enterprises Limited** ("the Company"), which comprise the Balance Sheet as at **31/03/2024**, the Statement of Profit and Loss, for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the

circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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 **31/03/2024**, and its **Profit** and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the companies (Auditor's Report) Order 2016 ("the order") issued by the central government of India in terms of sub-section (11) of Section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraph 3 and 4 of the order, to the extent applicable.

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 **31/03/2024** taken on record by the Board of Directors, none of the directors are disqualified as on **31/03/2024** 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company did not have any pending litigations on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. The Company does not required to be transferred fund to the Investor Education and Protection Fund.

For Jain Anil & Associates.
Chartered Accountants
Firm number: 115987W
UDIN:- 24039803BKCLR2831

Sd/-
Anil Jain
Proprietor
Membership No. 039803
Place : Mumbai
Date : 30th May 2024

Annexure - A to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2024, we report that:

- (i) (a) The Company does not have any fixed assets; Hence Clause 3 (i) (a) to (c) of the Order is not applicable.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management.
(b) Procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. There are no inadequacies in such procedures that should be reported.
(c) Company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.
- (iii) In our opinion and according to the information and explanations given to us, the Company has neither granted nor taken any loans, secured or unsecured to/from the companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Hence, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (l) of Section 148 of the Companies Act.
- (vii) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company is not required to deposit undisputed statutory dues including Provident Fund, Employees State Insurance, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues except Income-Tax with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2024 for a period of more than six months from the date on when they become payable.
- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, clause 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, clause 3 (ix) of the Order is not applicable.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company has not entered into any transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, clause 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

Date: 30th May 2024
Place: Mumbai

FOR Jain Anil & Associates.
Chartered Accountants
Firm Registration No: 115987W
UDIN:- 24039803BKCLR2831
Sd/-
Anil Jain
Proprietor
Membership No.039803

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

We have audited the internal financial controls over financial reporting of **TRIVENI ENTERPRISES LIMITED** ("the Company") as of 31st March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to

provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

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

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2024, 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.

For Jain Anil & Associates

Chartered Accountants

Firm Registration No: 115987W

UDIN:- 24039803BKCLR2831

Sd/-

Anil Jain

Proprietor

Membership No: 039803

Date:-30th May 2024

Triveni Enterprises Limited
Balance Sheet as at 31st March 2024
CIN:L68200MH1984PLC322974

| Particulars | Note No. | As at 31st March 2024 | | As at 31st March 2023 | |
|--|----------|--------------------------|----------------------------|--------------------------|----------------------------|
| | | Rupees | Rupees | Rupees | Rupees |
| I. EQUITY AND LIABILITIES | | | | | |
| (1) Shareholders' Funds | | | | | |
| (a) Share Capital | 1 | 5,72,40,000 | | 5,72,40,000 | |
| (b) Reserves and Surplus | 2 | <u>4,78,61,593</u> | <u>10,51,01,593</u> | <u>4,65,04,129</u> | <u>10,37,44,129</u> |
| (2) Current Liabilities | | | | | |
| (a) Short-term borrowings | | 62,00,000 | | 62,00,000 | |
| (b) Trade payables | 3 | 66,652 | | 2,84,37,346 | |
| (c) Other current liabilities | 4 | 3,58,787 | | 1,41,117 | |
| (c) Short-term provisions | 5 | <u>4,50,934</u> | <u>70,76,373</u> | <u>10,35,736</u> | <u>3,58,14,199</u> |
| TOTAL | | | <u><u>11,21,77,966</u></u> | | <u><u>13,95,58,328</u></u> |
| II. ASSETS | | | | | |
| (1) Non current assets | | | | | |
| (a) Non Current Investments | 6 | <u>11,92,000</u> | <u>11,92,000</u> | <u>11,92,000</u> | <u>11,92,000</u> |
| (2) Current assets | | | | | |
| (a) Trade receivables | 7 | 1,62,21,241 | | 4,65,11,801 | |
| (b) Cash and cash equivalents | 8 | 2,52,471 | | 10,68,704 | |
| (c) Short-term loans and advances | 9 | 9,43,83,817 | | 9,06,57,387 | |
| (d) Other Current Assets | 10 | <u>1,28,436</u> | <u>11,09,85,966</u> | <u>1,28,436</u> | <u>13,83,66,328</u> |
| TOTAL | | | <u><u>11,21,77,966</u></u> | | <u><u>13,95,58,328</u></u> |
| Significant accounting policies | 17 | | | | |
| Notes on financial statements | 1 to 21 | | | | |
| The accompanying notes are integral part of the financial statements | | | | | |
| In accordance with our report attached | | | | | |

For Jain Anil & Associates
Chartered Accountants
Firm number: 115987W
UDIN:-24039803BKCLRX2831

For and on behalf of the Board of
For Triveni Enterprises Limited

Anil Jain
Proprietor
Membership No. 039803
Place : Mumbai
Date : 30th May 2024

Arvind Gupta
Director
DIN No: 02912070

Pintu
Director
DIN No: 07189665

*Triveni Enterprises Limited**Statement of Profit and Loss for the year ended 31st March, 2024**CIN:L68200MH1984PLC322974*

| Particulars | Note No. | For the Year Ended March 31, 2024 Rupees | For the Year Ended March 31, 2023 Rupees |
|--|-------------|--|--|
| I. Revenue from operations | 11 | - | 8,57,00,476 |
| II. Other Income | 12 | 50,88,760 | 48,00,912 |
| III. Total Revenue (I +II) | | 50,88,760 | 9,05,01,388 |
| IV. Expenses: | | | |
| (a) Purchase of Stock-in-Trade | 13 | - | 8,35,07,105 |
| (b) Employee benefit expenses | 14 | 7,65,092 | 6,21,763 |
| (c) Other expenses | 15 | 23,43,284 | 20,31,189 |
| Total Expenses | | 31,08,376 | 8,61,60,057 |
| V. Profit / (Loss) before tax (III - IV) | | 19,80,385 | 43,41,331 |
| VI. Tax Expenses | | | |
| (i) Current tax | | 5,14,900 | 11,28,746 |
| (ii) Deferred tax | | - | - |
| VII. Profit/(Loss) for the period (V - VI) | | 14,65,485 | 32,12,585 |
| VIII. Earning per equity share: | | | |
| (i) Basic and Diluted | 16 | 0.06 | 0.06 |
| Significant accounting policies | 17 | | |
| Notes on financial statements | 1 to 21 | | |
| The accompanying notes are integral part of the financial statements | | | |
| In accordance with our report attached | | | |

For Jain Anil & Associates
Chartered Accountants
Firm number: 115987W
UDIN:-24039803BKCLR2831

For and on behalf of the Board of
For Triveni Enterprises Limited

Anil Jain
Proprietor
Membership No. 039803
Place : Mumbai
Date : 30th May 2024

Arvind Gupta
Director
DIN No: 02912070

Pintu
Director
DIN No: 07189665

Triveni Enterprises Limited
Cash flow statement for the year ended March 31, 2024
CIN:L68200MH1984PLC322974

| Particulars | As at 31st March 2024 | | As at 31st March 2023 | |
|---|--------------------------|---------------------|--------------------------|----------------------|
| | Rupees | Rupees | Rupees | Rupees |
| Cash flows from operating activities | | | | |
| Net Profit / (Loss) Before taxation | | 19,80,385 | | 43,41,331 |
| Adjustments for: | | | | |
| Interest Income | (50,88,760) | | (46,34,310) | |
| Interest on income tax | (1,08,021) | (51,96,781) | (4,00,598) | (50,34,908) |
| Operating Profit / (Loss) before Working Capital Changes | | (32,16,397) | | (6,93,577) |
| Adjustment For : | | | | |
| (Increase) / Decrease in Trade Receivables | 3,02,90,560 | | 5,36,29,692 | |
| (Increase) / Decrease in Loans & Advances | (37,26,430) | | (4,15,87,322) | |
| (Increase) / Decrease in Other Current Assets | - | | - | |
| Increase / Decrease in borrowing | - | | 62,00,000 | |
| Increase / (Decrease) in Trade Payables | (2,83,70,694) | | (5,54,59,568) | |
| Increase / (Decrease) in Other Current Liabilities | 2,17,670 | | (8,18,543) | |
| Increase / (Decrease) in Short term provision | (5,84,802) | (21,73,697) | (26,79,170) | (4,07,14,911) |
| Cash from / (paid towards) operating activities | | (53,90,093) | | (4,14,08,488) |
| Direct Taxes Paid | 5,14,900 | | 11,28,746 | |
| Net Cash from / (paid towards) operating activities (A) | | (59,04,993) | | (4,25,37,234) |
| Cash flows from investing activities | | | | |
| Refund from Investments | - | | 3,30,00,000 | |
| Interest Income | 50,88,760 | | 46,34,310 | |
| Net cash from investing activities (B) | | 50,88,760 | | 3,76,34,310 |
| Cash flows from financing activities | | | | |
| Net cash from / (paid towards) financing activities (C) | | - | | - |
| Net increase / (decrease) in cash and cash equivalents (A + B + C) | | (8,16,233) | | (49,02,924) |
| Cash and cash equivalents at beginning of reporting period | | 10,68,704.10 | | 59,71,628 |
| Cash and cash equivalents at end of reporting period | | 2,52,471 | | 10,68,704 |

Cash & Cash equivalents:

Cash and cash equivalents consist of cash on hand and balances with banks, and investments in money market instruments. Cash and cash equivalents included in the statement of cash flows comprise the following amounts in the balance sheet:

| Particulars | As at 31st March 2024 | As at 31st March 2023 |
|--|-----------------------|-----------------------|
| | Rupees | Rupees |
| Cash in hand | 12,592 | 39,331 |
| Balance with Banks | | |
| - in Current Account | 2,39,879 | 10,29,373 |
| Cash and cash Equivalents as at the end of the year | 2,52,471 | 10,68,704 |

Notes:

>The Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard 3 "Cash Flow Statements".

>Previous Year's figures have been reclassified to conform to current year's presentation.

In accordance with our report attached

For Jain Anil & Associates
Chartered Accountants
Firm number: 115987W
UDIN:-24039803BKCLRX2831
Sd/-
Anil Jain
Proprietor
Membership No. 039803
Place : Mumbai
Date : 30th May 2024

For and on behalf of the Board of
For Triveni Enterprises Limited

Sd/-
Arvind Gupta
Director
DIN No: 02912070

Sd/-
Pintu
Director
DIN No: 07189665

Triveni Enterprises Limited
Notes on financial statements

| Particulars | As at 31st March 2024 | | As at 31st March 2023 | |
|--|-----------------------|--------------------|-----------------------|--------------------|
| | No. of shares | Rupees | No. of shares | Rupees |
| Note 1 : Share Capital | | | | |
| Authorized: | | | | |
| Equity Shares of Rs. 1/- each | 6,50,00,000 | 6,50,00,000 | 6,50,00,000 | 6,50,00,000 |
| | 6,50,00,000 | 6,50,00,000 | 6,50,00,000 | 6,50,00,000 |
| Issued, subscribed and fully paid up: | | | | |
| Equity Shares of Rs. 1/- each | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 |
| | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 |

Rights & restriction attached to equity shareholders

The Company has only one class of equity shares having a face value of Rs. 1/- each . Every Shareholder is entitled for one vote per share.

Reconciliation of the number of Shares outstanding at the beginning and at the end of the reporting period

| Particulars | As at 31st March 2024 | | As at 31st March 2023 | |
|--|-----------------------|--------------------|-----------------------|--------------------|
| | No. of shares | Value of Shares | No. of shares | Value of Shares |
| Number of equity shares at the beginning of the year | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 |
| Add : Number of additional equity shares issued & subscribed during the year | | | | |
| Number of equity shares outstanding at the end of the year | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 | 5,72,40,000 |

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company :

| Name of Shareholders | As at 31st March 2024 | | As at 31st March 2023 | |
|----------------------|-----------------------|---------------|-----------------------|---------------|
| | No. of shares | % of Holdings | No. of shares | % of Holdings |
| a) SAVITA GOEL | 30,00,000 | 5.24 | 30,00,000 | 5.24 |

| Particulars | As at 31st March 2024 | | As at 31st March 2023 | |
|---|-----------------------|--------------------|-----------------------|--------------------|
| | Rupees | | Rupees | |
| Note 2 : Reserves and Surplus | | | | |
| Security Premium | | | | |
| Opening Balance | | 2,73,75,000 | | 2,73,75,000 |
| Add : Addition during the year | | | | |
| Closing Balance | | 2,73,75,000 | | 2,73,75,000 |
| Profit & Loss Account : | | | | |
| Opening Balance | | 1,91,29,129 | | 1,63,17,142 |
| Add: Profit/ (Loss) for the Year | | 14,65,485 | | 32,12,585 |
| Less: Tax - Earlier Years | | 1,08,021 | | 4,00,598 |
| Closing Balance | | 2,04,86,593 | | 1,91,29,129 |
| Total | | 4,78,61,593 | | 4,65,04,129 |
| Note 3 : Short-term borrowings | | | | |
| Unsecured | | 62,00,000 | | 62,00,000 |
| | | 62,00,000 | | 62,00,000 |
| Note 3 : Trade payables | | | | |
| Sundry Creditor for Goods & Others | | 66,652 | | 2,84,37,346 |
| Total | | 66,652 | | 2,84,37,346 |
| Note 4 : Other current liabilities | | | | |
| Sundry Creditor for Expenses | | 3,26,315 | | 1,07,645 |
| Duties & Taxes Payable | | 32,472 | | 33,472 |
| Total | | 3,58,787 | | 1,41,117 |
| Note 5 : Short-term provisions | | | | |
| Provision for Income Tax | | 4,50,934 | | 10,35,736 |
| Total | | 4,50,934 | | 10,35,736 |

| | | |
|--|--------------------|--------------------|
| Note 6 : Non - Current investments | | |
| Investments in Equity Instruments: | | |
| Unquoted Investments | 11,92,000 | 11,92,000 |
| Total | 11,92,000 | 11,92,000 |
| Aggregate amount of unquoted investments | | |
| Note 7 : Trade receivables | | |
| <u>Domestic Trade Receivables</u> | | |
| Trade Receivables outstanding for a period Less than six months from the date they are due for the payment (Unsecured, Considered good) | - | 4,65,11,801 |
| Trade Receivables outstanding for a period More than six months from the date they are due for the payment (Unsecured, Considered good) | 1,62,21,241 | - |
| Total | 1,62,21,241 | 4,65,11,801 |
| Note 8 : Cash and cash equivalents | | |
| Cash in hand | 12,592 | 39,331 |
| <u>Balance with Banks</u> | | |
| - in Current Account | 2,39,879 | 10,29,373 |
| Total | 2,52,471 | 10,68,704 |
| Note 9 : Short-term loans and advances | | |
| Loans & Advances to Others (Unsecured) | 9,43,83,817 | 9,06,57,387 |
| Total | 9,43,83,817 | 9,06,57,387 |
| Note 10 : Other Current Assets | | |
| Balances with tax authorities | 88,436 | 88,436 |
| Security Deposits | 40,000 | 40,000 |
| Total | 1,28,436 | 1,28,436 |

| Particulars | | For the year ended March 31, 2024 Rupees | For the year ended March 31, 2023 Rupees |
|------------------|--|--|--|
| Note 11 : | Revenue from operations | | |
| | Sales | - | 8,57,00,476 |
| | Total | - | 8,57,00,476 |
| Note 12 : | Other Income | | |
| | Interest Income | 50,88,760 | 46,34,310 |
| | Miscellaneous Income | - | 1,66,602 |
| | Total | 50,88,760 | 48,00,912 |
| Note 13 : | Purchases | - | 8,35,07,105 |
| | Total | - | 8,35,07,105 |
| Note 14 : | Employee benefit expenses | | |
| | Salaries & Bonus | 7,05,000 | 5,80,000 |
| | Staff Welfare Expenses | 60,092 | 41,763 |
| | Total | 7,65,092 | 6,21,763 |
| Note 15 : | Other expenses | | |
| | Business promotion | 1,37,369 | 1,15,603 |
| | Office Rent | 60,000 | 60,000 |
| | Office & Meeting Expenses | 3,70,588 | 2,41,904 |
| | Conveyance | 1,70,282 | 99,843 |
| | Printing & Stationery | 18,481 | 17,051 |
| | Postage and Courier Expenses | 24,373 | 5,419 |
| | Repairs & Maintenance | 2,90,000 | - |
| | Telephone Exp. | 11,976 | 15,762 |
| 94J | Stock Exchange Fees | 3,80,000 | 3,66,800 |
| 94J | Depository Expenses | 1,17,678 | 45,000 |
| | Website Maintenance | 30,542 | 1,500 |
| | Director Sitting Fees | 48,000 | 34,000 |
| 94J | Professional Fees | 1,07,830 | 7,85,350 |
| | Service Tax, Cess & GST | 1,19,966 | 1,02,060 |
| | Bank Charges & Other | 500 | 336 |
| | <u>Auditors Remuneration :</u> | | |
| | Audit Fees | 30,000 | 30,000 |
| | Total | 23,43,284 | 20,31,189 |
| Note 16 : | Earnings per share | | |
| a. | Profit/(Loss) for the period | 14,65,485 | 32,12,585 |
| b. | Weighted Average number of equity shares for Basic & Diluted EPS | 5,72,40,000 | 5,72,40,000 |
| | Nominal Value of Equity Shares Rs. | 1 | 1 |
| c. | Basic and Diluted EPS Rs. (A/B) | 0.06 | 0.06 |

NOTE 18: SIGNIFICANT ACCOUNTING POLICIES**i. CORPORATE INFORMATION**

Triveni Enterprises Limited having its registered office in Office no. 7,(8,9) Mamata Anand Sankul, Nashik pune road, Nashik – 422101. The Company operates in the business of Trading of various products & distributorship of telecommunication products.

ii. BASIS OF ACCOUNTING:

The financial statements are prepared under historical cost convention and comply with applicable accounting standards issued by the Institute of Chartered Accountants of India and relevant provision of the Companies Act, 2013.

iii. REVENUE RECOGNITION:

- (i) Income on Sale of Products are recognized, net of returns and trade discount, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.
- (ii) Interest income is recognized on accrual basis.

iv. INVESTMENTS

Non Current Investments are shown in the Balance Sheet at cost. However in appropriate case the cost is written down and the investment is shown at book value. Current investment is shown at cost or market price whichever is higher.

v. TAXES ON INCOME:

Provision for tax is made on the basis of the estimated taxable income as per the provisions of the Income Tax Act, 1961 and the relevant Finance Act, after taking into consideration judicial pronouncements and opinions of the Company's tax advisors. Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

vi. CASH AND CASH EQUIVALENT

Cash and cash equivalents for the purpose of cash flow statement comprise cash at bank and in hand, cheques on hand and short-term investments with an original maturity of three months or less.

vii. EARNING PER SHARE

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

Diluted earnings per share is computed by dividing the profit/ (loss) after tax (including the post-tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity

NOTE 19: RELATED PARTY DISCLOSURE

a. Summary of significant related party transactions:

NOTE 20:

NOTE 21:

NOTE 22:

Previous year's figures have been regrouped & rearranged wherever necessary.

Sd/-

Sd/-
RamchandraVarma
Director/CFO

(DIN:-02912070)

Sd/-

Nikita Chamaria

(Company Secretary)

Form No. MGT-11

PROXY FORM

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

CIN: L68200MH1984PLC322974

Name of the Company: Triveni Enterprises Limited

Registered office:- Office No. 7(8,9) MamataAnand, Sankul, Nashik Pune Nashik Road,
Nashik, Maharashtra, 422101.

Name of the Member(s):

Registered address:

E-mail Id:

Folio No/ Clint Id:

DP ID:

I/ We being the member of, holding.....shares, 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 39th Annual General Meeting of members of the Company, to be held on Monday 30th, September 2024.at the Office Office No.7(8,9) Mamata Anand, Sankul, Nashik Pune Nashik Road, Nashik, Maharashtra, 422101.Registered office of the Company at 11.00 A. M ,and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1

2

3

Signed this Day of..... 2024

Affix
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.

TRIVENI ENTERPRISES LIMITED

Regd. Office: 7(8,9) MamataAnand, Sankul, Nashik Pune Nashik Road, Nashik - 422101.

Corporate Identity Number: L68200MH1984PLC322974

Tel.: +91-9718980141 / Email: trivenienterprisesltd@gmail.com

| | |
|--------------------------------|--|
| Folio No./DP ID/Client ID No.: | |
| No. of Shares Held: | |

ATTENDANCE SLIP

I/We record my/our presence at the 39th Annual General Meeting to be held on Monday 30th September 2024 at the Office No. No. 7(8,9) Mamata Anand, Sankul, Nashik Pune Nashik Road, Nashik, Maharashtra, 422101 at 11.00.a.m.

| | |
|---|--|
| NAME OF THE SHAREHOLDER / PROXY (in Block Letters) | |
| SIGNATURE OF THE SHAREHOLDER / PROXY | |

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

BOOK POST

If undelivered please return to:
TRIVENI ENTERPRISES LIMITED.
Reg.Off:- 7(8,9) MamataAnand, Sankul,
Nashik Pune Nashik Road, , Nashik - 422101.
Email:-trivenienterprisesltd@gmail.com