

NOTICE

NOTICE IS HEREBY GIVEN that the Seventeenth Annual General Meeting of the Members of **PENTACLE CONSULTANTS (I) PRIVATE LIMITED** will be held on Saturday, the 30th day of September, 2023 at 11:00 A.M. at the registered office of the company to transact the following business :

A. Ordinary business:

1. To receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31st March, 2023 and the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. *To consider and if thought fit, to pass with or without modification (s), the following resolution as Ordinary resolution:*

To grant exemption / dispensing attendance of Auditors from attending the General Meeting:

“RESOLVED THAT pursuant to the provisions of section 146 and other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded for dispensing Auditors of the Company from attending the General Meetings (including and availability of Auditors at their discretion).”

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

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s. **Shinde Nayak & Associates**, Chartered Accountants (having Membership Number **104221**), as Auditors of the Company for Financial year 2023-24, who was re-appointed as auditor for further period of five financial year till Financial Year 2023-24 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**By order of The Board,
For PENTACLE CONSULTANTS (I) PRIVATE LIMITED**



**MAHENDRA PUNDALIK MORE
DIN: 01870852**

Chairperson/ Managing Director

Date: 05/09/2023

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The shareholders of the Company are either directors or promoters or relatives of the directors & promoters and they are very well aware of the place of the Annual General Meeting of the Company to be held at the Registered Office of the Company. Hence the route map of the venue of the AGM is not given. There is no public shareholding in the Company.
3. Pursuant to Rule 18(3) of the Companies (Management and Administration) Rules, 2014, you are requested to provide your email – id to facilitate easy and faster dispatch of Notices of the general meetings and other communications by electronic mode from time to time.

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

Item No. 2.:

To grant exemption / dispensing attendance of Auditors from attending the General Meeting:

M/s. Shinde Nayak & Associates, Chartered Accountants (having Membership Number **104221**), was appointed as Statutory Auditor of the Company pursuant to section 139 of the Companies Act, 2013. Pursuant to the provisions of section 146 of the Companies Act, 2013, the auditors need to attend general Meetings (including Annual General Meetings) of the company unless exempted by the Company for the same.

In view of the fact that the Auditors Report does not contain any material adverse observation and considering the busy schedule and other commitments and occupations of the Auditor, the Board of Directors of the Company is of the opinion that auditors be granted an exemption to attend the General Meeting.

None of the Directors, key Managerial Personnel of the Company or their relatives or any other officials of the company as contemplated in the provisions of Section 102 of the Companies Act 2013 is, in any way, financially or otherwise concerned or interested in the resolution. Your Board recommends passing of proposed resolutions.

Item No. 3.:

To ratification of appointment of M/s. Shinde Nayak & Associates, Chartered Accountants, Mumbai for Financial Year 2023-24:

M/s. Shinde Nayak & Associates, Chartered Accountants, Mumbai was re-appointed as statutory Auditor of the Company for further period of five financial years from Financial Year 2019-20 till 2023-24 at the Annual General Meeting held on 30th September, 2019 and the Board recommended to ratification of their Appointment for Financial Year 2023-24 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.

None of the Directors, key Managerial Personnel of the Company or their relatives or any other officials of the company as contemplated in the provisions of Section 102 of the Companies Act 2013 is, in any way, financially or otherwise concerned or interested in the resolution. Your Board recommends passing of proposed resolutions.

**By order of The Board,
For PENTACLE CONSULTANTS (I) PRIVATE LIMITED**



MAHENDRA PUNDALIK MORE
DIN: 01870852
Chairperson/ Managing Director
Date: 05/09/2023

Proxy Form - Form MGT-11

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

Seventeenth Annual General Meeting – Saturday, 30th September, 2023 at 11:00 A.M.

Name of the Member(s) :
Registered address :
E-mail id :
Folio No./ Client ID No. :
DP ID :

I/We, being the member (s) holding shares of the Company, hereby appoint

1. Name :
Address :
e-mail id :
Signature : or failing him/her

2. Name :
Address :
e-mail id :
Signature : or failing him/her

3. Name :
Address :
e-mail id :
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my /our behalf at the Seventeenth Annual General Meeting of the company, to be held on **Saturday, the 30th day of September, 2023 at 11:00 A.M.** at the registered office of the Company situated at **Unit No A 1709, 17th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, MH, IN** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution serial No.	Resolution	Voting (optional)		
Ordinary Business (Ordinary Resolutions)		For	Against	Abstain
01	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED BALANCE SHEET AS AT 31 st MARCH, 2023 AND THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON THAT DATE AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON			
02	TO GRANT EXEMPTION / DISPENSING ATTENDANCE OF AUDITORS FROM ATTENDING THE GENERAL MEETING			

03	TO RATIFICATION OF RE-APPOINTMENT OF M/S. SHINDE NAYAK & ASSOCIATES, CHARTERED ACCOUNTANTS, MUMBAI FOR FINANCIAL YEAR 2023-24			
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Signed this

..... Signature of the Member	Affix revenue stamp of not less than Rupees 1/-
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Notes:

- 1. The proxy form to be effective, should be duly stamped, completed, signed and must be returned so as to reach the Registered Office of the Company, not less than 48 hours before the time for holding the aforesaid meeting.*
- 2. The Proxy need not be a Member of the Company.*
- 3. A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.*
- 4. It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.*

ATTENDANCE SLIP

Seventeenth Annual General Meeting – Saturday, 30th September, 2023 at 11:00 A.M.

Registered Folio No. / DP ID No. / Client ID :

Number of shares held :

Name and Address of the Shareholder/Proxy :

I/we hereby record my presence at the Seventeenth Annual General Meeting of the Company, held on **Saturday, 30th September, 2023 at 11:00 A.M.** at the Registered Office of the Company situated at **Unit No A 1709, 17th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, MH, IN**

.....
Signature of the Shareholder/Proxy

Notes:

1. Shareholders attending the meeting in person or through proxy are requested to fill in the Attendance Slip and submit the same.

Route Map of the Venue of the Seventeenth Annual General Meeting of the Company to be held on Saturday, 30th day of September, 2023

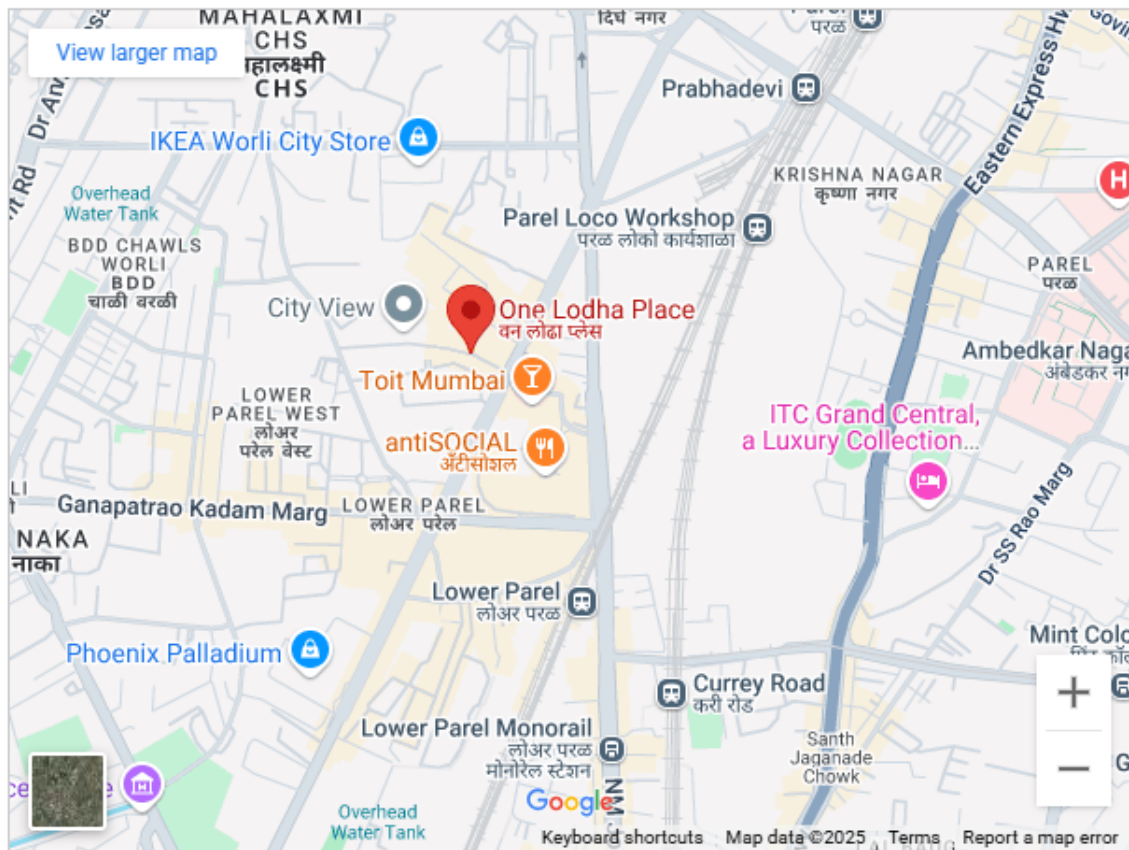
Name of the Company: - Pentacle Consultants (I) Private Limited

Venue of the Meeting: - Unit No. A-1709, 17th Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Mumbai – 400013, Maharashtra, India

Link of Map: <https://maps.app.goo.gl/LaCQ4Zpb957s6RvBA>

Send a link

Embed a map



By embedding this map, you agree to the [terms of service](#).



PENTACLETM

CIN: U74140MH2006PTC165384

BOARD REPORT

To,
Members
PENTACLE CONSULTANTS (I) PRIVATE LIMITED
Mumbai, India

Your Directors have pleasure in submitting their **Seventeenth** Annual Report of the Company together with the Audited Statements of Accounts for the year ended **31st March, 2023**.

FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year figures is given hereunder:

Particulars	2022-23	2021-22
Total Income	414705337	273066528
Total Expenses	327991229	222801926
Profit before tax	86714109	50264602
Profit after Tax	87912426	50432386
Earnings per equity share of the face value of Rs.10 each :	879	504

DIVIDEND

Looking at the future perspective the board is of the opinion that no Dividend is to be declared for the current financial year.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

The Company has reported Net Profit of ₹ **8,79,12,426/-** after adjustment of provision of tax for the current year as compared to Net Profit of ₹ **5,04,32,386/-** after adjustment of provision of tax in the previous year.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company.

There were Foreign Exchange inflow of **Rs. 5,85,616/-** as interest under other income and Foreign Exchange outflow of **Rs. 1,64,92,322/-** as Business Development Expenditure during the year under review.

STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

Since the element of risk threatening the Company's existence is minimal, the Board of Directors of the Company is of the opinion that the Company is not required to keep in place any Risk Management Policy.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Corporate Social Responsibility (CSR) Provision are made applicable to the Company from Financial Year 2021-22 as per the criteria provided in Section 135 of Companies Act, 2013 and the rules made there under. The Company has adopted Corporate Social Responsibility (CSR) policy, which was approved by Board of Director in their board meeting dated 10.11.2022. We would like to inform you that your Company has found suitable agency to spend the amount under CSR activity during the Financial Year 2022-23 and your company has spent the total of Rs. 25,00,000/- towards Corporate Social Responsibility (CSR) for Financial year 2021-22 and the details as mention in **Annexure I** and is attached to this Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Loans, guarantees or investments made by the Company during the reporting period were within the limit set under Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Particulars of Contracts or arrangements made with related parties made pursuant to Section 188 if furnished in **Annexure II** and is attached to this report.

EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTISING COMPANY SECRETARY IN THEIR REPORTS

There were no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report.

The provisions relating to submission of Secretarial Audit Report is not applicable to the Company.

COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

The provision to attach extract of the annual return with the Board's Report in Form No MGT-9 has been omitted vide MCA Circular dated 5th March, 2021 by amending Rule 12 of the Companies (Management and Administration) Rules, 2014.

However, Pursuant to Section 92(3) read with Section 134(3) (a) of the Act, the Company is required to upload its Annual Return on the its website. Since, the Company has no website that is capable of uploading documents. In light of this the web address where annual return referred to in the said section, to be placed has not been provided. The Company shall file the Annual Return in the prescribed format with the Registrar of Companies and the same can be downloaded from the portal of Ministry of Corporate Affairs.

Further, as per the Companies (Management and Administration) Amendment Rules, 2021 notified on 5th March, 2021 extract of the annual return is not required to be annexed to the Director Report even though the web address is not given in Directors report.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

The Company had 17 (Seventeen) Board meetings during the financial year under review. The details of which is mentioned below:

Sr. No.	Board Meeting	No. of Directors present in the Meeting
1	08/04/2022	4
2	26/04/2022	4
3	20/05/2022	4
4	10/06/2022	4
5	16/06/2022	3
6	24/06/2022	3
7	28/06/2022	4
8	19/07/2022	4
9	05/09/2022	4
10	04/10/2022	3
11	18/10/2022	4
12	10/11/2022	4
13	16/12/2022	4
14	26/12/2022	4
15	18/01/2023	4
16	27/02/2023	3
17	20/03/2023	4

The Sixteenth Annual General Meeting of the Company was held on **30th September 2022** and First Extra Ordinary General Meeting (EGM) for Financial Year 2022-23 was held on **24th February, 2023**.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:

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

- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company is not a subsidiary of any other Company. The Company having subsidiary company during the year under review and details of its mentioned below:

ASTRA HOMES PRIVATE LIMITED

PENTACLE CONSULTANTS UK LIMITED

DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review.

DIRECTORS

During the year the Board of Directors is duly constituted. **Mr. ARUN BABURAO KELKAR (DIN: 01141922)** was resigned as Director of the Company in the Board Meeting held on 26th April, 2022 with immediate effect and Board has accept and approve the resignation tender by Mr. Arun Baburao Kelkar.

Mrs. Pallavi Mahendra More (DIN: 01870832) was regularized as Director in Annual General Meeting of the Members was held on **30th September, 2022**.

The Directors of the Company have disclosed their interest arose during the reporting period in other entities to the board and the board noted the same in the record.

The Company was not required to appoint Key Managerial Personnel during the reporting period as per the provisions of the Companies Act, 2013.

DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

STATUTORY AUDITORS

M/s SHINDE NAYAK AND ASSOCIATES, Chartered Accountants, Firm Registration No-**119906W** were appointed as Statutory Auditors for a period of 5 (five) years in the Annual General Meeting held on **30th**

September, 2019. Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting.

The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

The above said matter has been kept as an agenda to the notice for upcoming Annual General Meeting for the Member's Approval.

INTERNAL FINANCIAL CONTROL

The Company has an Internal Financial Control system, commensurate with the size, scale and complexity of its operations.

SHARE CAPITAL

The Authorised Share Capital of the Company as on 31st March, 2023 was Rs. 10,00,000/- divided into 1,00,000 Equity shares of Rs. 10/- each. The Company has not increased its Authorised Share Capital during the reporting period.

The Paid Up Share Capital of the Company as on 31st March, 2023 was Rs. 10,00,000/- divided into 1,00,000 Equity Shares of Rs. 10/- each.

During the year under review, the company has not issued any shares and thus there are no changes in the paid share capital of the company.

a. BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

b. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES

No Bonus Shares were issued during the year under review.

d. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

Disclosure under sexual harassment of women at workplace (prevention, prohibition and redressal) act, 2013

As per the requirement of ('Act') and rules made there under, your Company has proper taken care for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) and their status as at the end of the financial year

The Company has not done any application under the Insolvency and Bankruptcy Code, 2016, during the year under review hence there is no disclosure require to be mentioned for the status at the end of the financial year.

The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof

The Company has not availed any loan from any bank or financial institution during the year under review hence provisions of this sections are not applicable.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

For and on Behalf of the Board of Directors of
PENTACLE CONSULTANTS (I) PRIVATE LIMITED

Date: 05th September, 2023

Place: Mumbai


MAHENDRA MORE
Director
DIN: 01870852



PALLAVI MORE
Director
DIN: 01870832

ANNEXURE – 1

Annual Report on Corporate Social Responsibility (CSR) Activities for F.Y. 2022-23

1. Brief outline on CSR Policy of the Company:

The CSR Policy was approved by the Board of Directors at its Meeting held on 10th November, 2022 and the composition of the CSR Committee is not applicable to the said company. A gist of the programs that the Company can undertake under CSR policy is mentioned below.

The Company had proposed to undertake activities relating to economic and social development of communities and geographical areas, particularly in the vicinity of our operations and work centers. Such activities includes: Promoting health care, Promoting education, Empowering women, Ensuring Environmental Sustainability, Rural development projects and Contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government.

2. Composition of CSR Committee:

As per the amended provision and rules made thereunder of CSR under the Companies Act, 2013, Where the amount required to be spent by a company on CSR does not exceed fifty lakh rupees during the Financial Year 2022-23, the requirement for constitution of the CSR Committee is not mandatory and the functions of the CSR Committee, in such cases, shall be discharged by the Board of Directors of the company.

3. Web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:

CSR Policy and CSR Projects approved by the board and company doesn't have website which capable to upload the same.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).

Not applicable. As the Company does not fall under the criteria of having CSR Obligation of Rs. 10 Crores or more as per Section 135(5) of the Act.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be set-off for the financial year, if any (in Rs)
1		N.A.	

2		
3		
	Total	

6. Average net profit of the company as per section 135(5):

Sr. No.	Financial Year	Net Profit for computation of CSR
1	2019-20	5,93,64,108.00
2	2020-21	4,01,85,431.00
3	2021-22	5,02,64,602.00
Total Profit for past 3 year		14,98,14,141.00
Average net profit of 3 years		4,99,38,047.00

7. (a) Two percent of average net profit of the company as per section 135(5): **Rs. 9,98,760.94**
(b) Surplus arising out of the CSR projects/programmes/activities of the previous financial years: NIL
(c) Amount required to be set off for the financial year, if any: NIL
(d) Total CSR obligation for the financial year (7a+7b-7c): **Rs. 9,98,760.94**

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
25,00,000/-	--	--	--	---	---

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in	Amount transferred to Unspent CSR Account for the project as per	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration

		Act.					Rs.).	Section 135(6) (in Rs.).			number.
1.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project. State.District.	Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency. Name. CSR registration number.
1.	Samvedana	Promoting Health Care	No	Maharashtra & Amravati	25,00,000	No	JAN KALYAN SEVA SANSTHA CSR00008650
Total amount spent on CSR Activities					25,00,000		

(d) Amount spent in Administrative Overheads: **NIL**

(e) Amount spent on Impact Assessment, if applicable: **NIL**

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): **Rs. 25,00,000/-**

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	Rs. 9,98,760.94
(ii)	Total amount spent for the Financial Year	Rs. 25,00,000.00
(iii)	Excess amount spent for the financial year [(ii)-(i)]	Rs. 15,01,239.06
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	Rs. 15,01,239.06

9. (a) Details of Unspent CSR amount for the preceding three financial years: **N.A. as First Financial Year**

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any. Name of the Fund Amount (in Rs.). Date of transfer.			Amount remaining to be spent in succeeding financial years. (in Rs.)
1.	2019-20	--	---	--	--	--	NIL

2.	2020-21	--	---	--	--	--	NIL
3.	2021-22	--	---	--	--	--	NIL
	Total	--	---	--	--	--	NIL

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1	<i>As provided in Schedule mentioned in Point 8 (c) above</i>							
	Total							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

(asset-wise details).

(a) Date of creation or acquisition of the capital asset(s): NIL

(b) Amount of CSR spent for creation or acquisition of capital asset: NIL

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: NIL

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): NIL

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

Not Applicable


Signature
 Mahendra Pundalik More

Director

DIN: 01870852




Signature

Pallavi Mahendra More

Director

01870832

Form No. AOC-2
EXTRACT OF RELATED PARTY DETAILS
As on the financial year ended on 31st March, 2023

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014:

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangement or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/arrangement/transactions	Duration of the contracts / arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:
Mr. Sharad More Relative of Director	Salary	1 Year	N.A.	08/04/2022	N.A.
Mrs. Mathura More Relative of Director	Salary	1 Year	N.A.	08/04/2022	N.A.
Mrs. Niyati More Relative of Director	Salary	1 Year	N.A.	08/04/2022	N.A.
Ms. Samiksha Mahendra More Relative of Director	Salary	1 Year	N.A.	08/04/2022	
Ms. Khyati Sonpal Director	Professional Fees	1 Year	N.A.	08/04/2022	N.A.
Ms. Ruchi More Relative of Director	Professional Fees	1 Year	N.A.	08/04/2022	N.A.
Mr. Pundalik More Relative of Director	Salary	1 Year	N.A.	08/04/2022	N.A.

For and on Behalf of the Board of Directors of
PENTACLE CONSULTANTS (I) PRIVATE LIMITED

Date: 05/09/2023

Place: Mumbai




MAHENDRA MORE
DIRECTOR
DIN: 01870852
PALLAVI MORE
DIRECTOR
DIN: 01870832



CA. Pravin Shinde
B.Com, LL.B, F.C.A.
CA. L.V. Nayak
B.Com, F.C.A.

AUDITOR'S SET
(SMA)
Shinde//Nayak
AND ASSOCIATES
CHARTERED ACCOUNTANTS

Independent Auditor's Report

TO

THE MEMBERS OF PENTACLE CONSULTANTS (I) PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **PENTACLE CONSULTANTS (I) PRIVATE LIMITED**, which comprise the balance sheet as at 31 March 2023 and 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 and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, 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.



Auditor's Responsibility

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 March 2023 and its profit for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

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 and the statement of profit and loss 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 March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;



- (f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- i. The Company does not have any pending litigations which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



For **SHINDE NAYAK & ASSOCIATES**
CHARTERED ACCOUNTANTS
FIRM REG. NO. 119906W

L V NAYAK

Partner

Membership No. 104221

PLACE : MUMBAI

DATE : 05-09-2023

Annexure A to the Independent Auditor's Report of even date on financial statements of PENTACLE CONSULTANTS (I) PRIVATE LIMITED for the year ended 31st March, 2023

- (i) a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b. The Company has a regular programme of physical verification of its fixed assets. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable property are held in the name of the Company.
- (ii) Physical verification of inventory has not been conducted at since company does not have any inventory.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the provisions of section 185 and 186 of the Act are not applicable to the Company. Accordingly, paragraph 3(iv) of the Order is not applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Section 73 to Section 76 or any other relevant provisions of the Act and the rules framed there under apply.
- (vi) The Central Government has not prescribed the maintenance of cost records under sub section (1) of section 148 of the Act for any of the services rendered by the Company. Accordingly paragraph 3(vi) of the Order is not applicable.
- (vii) a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax and other statutory dues have generally been deposited regularly during the year by the Company to the appropriate authorities.
- b. According to the information and explanations given to us, there are no dues of income tax or service tax which have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks, Governments or debenture holders.
- (ix) In our opinion and according to the information and explanations given to us, the company has outstanding car loans on different make cars purchased for the official use of the company as on 31st March 2023 and the loan is regularly serviced in the form of EMI.



- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the explanation and information given to us, we have neither come across any instance of fraud on or by the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the Management.
- (xi) The Company being a Private Limited Company paragraph 3(xiv) of the Order is not applicable and hence not commented upon.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given 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. Accordingly, paragraph 3(xiv) of the Order is not applicable.
- (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 any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 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 and accordingly, the provisions of clause 3 (xvi) of the order are not applicable to the Company and hence not commented upon.
- (xvii) The Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- (xviii) There is no resignation of the Statutory Auditor During the year; hence this clause is not applicable to the company.
- (xix) According to the information and explanations given to us and on the basis of financial ratios, Ageing and expected dates of realization of financial assets and payment of financial liabilities, Other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing



has come to our attention. Which cause us to be that any material uncertainty exists as on the date of audit report that company is not capable of meeting its liabilities existing on the dates of balance sheet as and when they fall due within a period of one year from the balance sheet date, We, however state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due

- (xx) According to the information and explanations given to us and based on our examination of the records of the company, the company has nominal profit to spend on CSR as per section 135 of the Companies Act during the year. Accordingly, it has been decided by the management of the company to fund a suitable CSR activity of Janakalyan Seva Sanstha, Amravati for Rs. 25,00,000/- during the Financial year 2022-23.
- (xxi) Reporting under Clause xxi of the order is required to be reported only in case of consolidated financial statements. This has been reflected in the separate consolidated audit report.

For **SHINDE NAYAK & ASSOCIATES**
CHARTERED ACCOUNTANTS
FIRM REG. NO. 119906W



A handwritten signature in blue ink, appearing to be "L V NAYAK", written over the circular stamp.

L V NAYAK

Partner

Membership No. 104221

PLACE : MUMBAI

DATE : 05-09-2023

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **PENTACLE CONSULTANTS (I) PRIVATE LIMITED** Ltd as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting 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.



A handwritten signature in blue ink, likely of the auditor, written over the circular stamp.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, 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 March 31, 2023, 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 issued by the Institute of Chartered Accountants of India.

For **SHINDE NAYAK & ASSOCIATES**
CHARTERED ACCOUNTANTS
FIRM REG. NO. 119906W



L V NAYAK

Partner

Membership No. 104221

PLACE : MUMBAI

DATE : 05-09-2023

PENTACLE CONSULTANTS (I) PVT. LTD.

Balance Sheet as at 31st March, 2023

Particulars	Note No	As at March 31, 2023 (RS)	As at March 31, 2022 (RS)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	I	1000000	1000000
(b) Reserves and Surplus	II	294015537	228130893
(3) Non-Current Liabilities			
(a) Long-term borrowings	III	56332916	9644628
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
(4) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	IV	10243174	5892589
(c) Other current liabilities	V	60072606	48480277
(d) Short-term provisions	VI	0	0
Total		421664233	293148389
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	VII	81801099	22419481
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	VIII	55203259	81536696
(c) Deferred tax assets (net)		3361608	2163291
(d) Long term loans and advances	IX	68038596	9722277
(e) Other non-current assets		-	-
(2) Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	X	99068584	99177769
(d) Cash and cash equivalents	XI	43929935	30629208
(e) Short-term loans and advances	XII	60559998	39655886
(f) Other current assets	XIII	9701155	7843780
Total		421664233	293148389

Significant Accounting Policies & Notes on Financial Statements (I To XLX)

SHINDE NAYAK & ASSOCIATES

For and on behalf of the Board

CHARTERED ACCOUNTANTS

FIRM REGISTRATION NO. 119906W

or Pentacle Consultants (I) Pvt. Ltd.

or Pentacle Consultants (I) Pvt. Ltd.

(CA. L. V. NAYAK)

PARTNER

MEM. NO. 104221

PLACE : MUMBAI.

DATE :05-09-2023

UDIN : 23104221BGWATE3725

Mr. Mahendra More

(DIRECTOR)

DIN NO: 01870852

Director

Mrs. Pallavi More

(DIRECTOR)

DIN: 01870832

Director

PENTACLE CONSULTANTS (I) PVT. LTD.

Profit and Loss statement for the year ended 31st March, 2023

Particulars	Note No	As at March 31, 2023 (RS)	As at March 31, 2022 (RS)
I. Revenue from operations	XV	407822609	268608503
II. Other Income	XVI	6882728	4458025
III. Total Revenue (I +II)		414705337	273066528
IV. Expenses:			
Cost of materials consumed	XVII	0	0
Employee benefit expense	XVIII	87255052	111751415
Financial costs	XIX	61567	117055
Depreciation and amortization expense	VII	11925570	4385900
Other expenses	XX	228749040	106547556
V Total Expenses		327991229	222801926
VI. Profit before tax (V - III)		86714109	50264602
VII. Tax expense:			
(1) Current tax		0	0
(2) Deferred tax		-1198317	-167784
(3) Short/Excess Provision of Tax	XXI	0	0
		-1198317	-167784
VIII. Profit(Loss) from the period from continuing operations (VI - VII)		87912426	50432386
IX. Earning per equity share:			
(1) Basic		879	504
(2) Diluted		879	504

Significant Accounting Policies & Notes on Financial Statements (I To XIX)

As per our Audit Report of even date attached
SHINDE NAYAK & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO. 119906W

For and on behalf of the Board

(CA. L. V. NAYAK)
PARTNER

MEM. NO. 104221
 PLACE : MUMBAI.
 DATE :05-09-2023
 UDIN : 23104221BGWATE3725

For Pentacle Consultants (I) Pvt. Ltd.

Mahendra

Mr. Mahendra More
(DIRECTOR)

DIN NO: 01870852

Pm

Mrs. Pallavi More
(DIRECTOR)

DIN: 01870832

PENTACLE CONSULTANTS (I) PVT. LTD.

Notes Forming Part Of Balance Sheet As On 31.03.2023

	AS ON 31.03.2023	AS ON 31.03.2022
Note No. I - Share Capital		
(a) Authorised 100000 Equity Shares of Rs. 10 each	1000000	1000000
	1000000	1000000
(b) Issued 100000 Equity Shares of Rs. 10 each	1000000	1000000
	1000000	1000000
Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period:		
Shares outstanding at the beginning of the year	Nil	Nil
Shares outstanding at the end of the year	Nil	Nil
Terms / rights attached to equity shares:		
The company has only one type of equity shares having a par value of Rs. 10/- per share. Each holder of Equity shareholder is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year the amount of per share dividend recognised as distribution to equity shareholders was Rs. Nil (PY Rs. Nil). In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, in the proportion of the number of equity shares held.		
2.1 Details of Shareholders holding more than 5% of the issued Shares		
Name of the Share Holders :	Total Shares	Total Shares
Mahendra More	51000	51000
Pallavi More	49000	49000
	100000	1,00,000
Note No. II - Reserve & Surplus		
(a) General Reserve		
Opening Balance	7020000	7020000
(+) Transfer from Profit & Loss Account during the year		
	7020000	7020000
(b) Profit & Loss Account		
Opening Balance	221110893	202456269.4
(-) Transfer to Statutory Reserves during the year		
(+) Current Year Profit	87912426	50432386.46
(-) Adjustment during the year	22027782	3177762.48
(+) Income Tax of Previous Years		
	286995537	221110893
	294015537	228130893
Note No. III - Long Term Borrowings		
Secured Loan - Car Loan From Bank(Annexure 1)	54300475	6214628
Unsecured Other Loans (Annexure 2)		
Astra Homes Pvt Ltd	0	3400000
Ganesh More	0	30000
JJM MP BG WITHHELD	1185752	0
Citi Bank Credit Card	846689	0
	56332916	9644628
Note No. IV - Trade Payable		
Sundry Creditors (Annexure 3)	10243174	5892589
	10243174	5892589
Note No. V - Other Current Liabilities		
(a) Statutory Dues (Annexure 4)	33419276	23762959
(b) Other payable (Annexure 5)	5250235	3537515
(c) Advance from Customers		
Amar Developers	33000	33000
Milind	50095	120095

For Pentacle Consultants (I) PVT. LTD.

EMD PMRDA	0	25000
(d) Other Deposits (Annexure 6)		
J Kumar Infraprojects Ltd	2000000	2000000
Supreme Infrastructure Pvt Ltd	6200000	6200000
BHS Housing Pvt. Ltd.	5000000	5000000
Supreme Infrastructure	2500000	2500000
Supreme Infra Pvt. Ltd.(Manohar wada)	5050000	5050000
Deposit Received	0	251708
Arcon Techsolution Deposit	570000	0
	60072606	48480277
Note No. VI - Short Term Provisions		
Provision for Tax	0	0
	0	0
Note No. VIII - Non Current Investments		
Equity Investment in Graphite	0	380054
Equity Investment in HEG	0	919054
Shares of Jana Seva Sahakari Bank Ltd	525	525
Astra Homes Pvt. Ltd(Equity Share Unquoted)	49000000	49000000
Pentacle Technologies (I) Pvt Ltd (Equity Shares)	15000	15000
Pentacle Consultants (I) Pvt Ltd & GK Sen Associates-Investment	6182989	3941781
ICICI Bank Investments	0	27280283
Pentacle Consultants UK Ltd	4745	0
	55203259	81536696
Note No. IX - Long Term Loans & Advances (Annexure 7)		
Advance for Staff	250100	301255
Retention BMC	2730001	1788076
Petty Cash Advance	0	14145
Staff Loan	75400	0
Shoolin Infrastructure LLP	2350758	4510758
Niyati More	2500000	1500000
Retention Money MSRDC Nagpur	1358042	1358042
Pentacle Technologies Pvt Ltd	0	250000
Withheld BMC	187753	0
Amol Kedar Pawar	1750000	0
Lata Kedar Pawar	2250000	0
Loan to Director (Mahendra More)	40272028	0
Naman Pandey Loan	1589600	0
Pentacle Consultants UK Ltd - Loan	12224914	0
Pentacle Social Welfare Foundation	500000	0
	68038596	9722277
Note No. X - Trade Receivable		
Sundry Debtors (Annexure 10)		
Less than 180 Days	98701774	98099800
More than 180 Days	366810	1077969
	99068584	99177769
Note No. XI - Cash & Cash Equivalents		
Cash Balance	7224582	4406667
Balance with Banks	11719672	11892455
Fixed Deposits with Bank	24985681	14330086
	43929935	30629208
Note No. XII.1 CONTINGENT LIABILITIES NOT PROVIDED FOR		
Guarantees provided by the bank	250470206	105014720
	250470206	105014720
Note No. XII - Short Term Loans & Advances (Annexure 11)		
Interest accrued but not due(BOB)	883	792
Interest accrued but not due(Kotak)	151901	63413
Interest accrued but not due(ICICI)	748482	471992
TCS	114587	104095
TDS GST 2%	16190764	8396323
TDS On FD Interest Kotak	16878	17400
TDS On Rent Received	19000	0
TDS On UK Loan	117123	0
TDS On Consultancy Fees F.Y.2022-23	40595398	0
TDS On FD Interest ICICI	111891	52444
TDS On Consultancy Fees F.Y.2021-22	0	28689398
TDS On Dividend	1320	269
Coop GET	2006271	1526732
Advance to Client	395500	333028
	60559998	39655886
Note No. XIII - Other Current Assets		
EMD Deposits (Annexure 8)	9701155	7843780
	9701155	7843780

For Pentacle Consultants (I) Pte. Ltd.

Mahendra

Pm

PENTACLE CONSULTANTS (I) PVT. LTD.**Notes Forming Part Of Profit & Loss A/c As On 31.03.2022**

	AS ON 31.03.2023	AS ON 31.03.2022
Note No. XV - Revenue from Operations		
Consultancy Charges	40,78,07,609	268608503
Other Sales	15000	0
	407822609	268608503
Note No. XVI - Other Income		
FD Interest	1288568	346796
Interest Accrued on Pentacle U K	585616	0
Dividend	13200	2690
Interest on Income Tax Refund	290032	0
Share Of Profit From Firm	841208	595134
Liabilities No More Payable	1530047	3161500
Profit on Sale of Mutual Funds	550544	351905
Profit on Sale of Fixed Assets	383513	0
Remuneration from Partnership Firm	1400000	0
	6882728	4458025
Note No. XVII - Cost Of Material Consumed		
Purchases	0	0
	0	0
Note No. XVIII - Employee Benefit Expenses		
Salary To Staff	42665940	26540312
Staff Welfare	1389112	1493033
Remuneration To Directors	43200000	83718071
	87255052	111751415
Note No. XIX - Finance Cost		
Interest on OD	61567	117055
	61567	117055
Note No. XX - Other Expenses		
Other Admin. Expenses		
Advertisement Expenses	255896	221275
Bank Charges & Bank Gaurantee	4918412	1171976
BMC Charges	966300	639265
Brokerage	1313000	110000
Commission	3529263	0
Auditors Remuneration	200000	200000
Business Travel & Promotion Expenses	19007813	13441710
Business Development Expenses	16492322	20766565
Computer Exp	4555	15340



For Pentacle Consultants (I)

Courier Expenses	0	381
Credit Charges & Demat charges	22017	1213
Digital Signature Exp	9000	21500
Donation and CSR Donations	10400000	225000
Electricity charges	130652	71942
General Expenses	108000	214190
Interest & Penalty On GST	486500	777237
Interest & Penalty On Profession Tax	0	2000
Interest & Penalty On TDS	0	195000
Interest On Car Loan	664165	337452
Interest On Office Loan	1078578	0
Insurance	462358	660413
Internet Expenses	625000	325000
ITC GST Excess Claimed	0	421324
Labour Charges	5450000	0
Prior Period Expenses W/off	4312691	241218
Loan Processing Fees	1549521	3197296
Medical Expenses	40184	92853
Membership & Subscription	0	23837
Misc Expenses	0	5000
Motor Car Insurance	231916	76276
Motor Car Exp	182452	105938
Office Expenses	4106576	4145977
Rent	3352776	2223000
Petrol Expenses	65611	85188
Printing & Stationery	2757434	310385
Professional Fees	38643763	29561240
Professional Fees for Projects	70997095	19845087
Mediclaime Staff	530080	0
Repairs & Maintenance	3932554	873008
ROC Fees	29200	4275
Appeal Fees	109000	0
Stampduty Charges	784742	239527
Society Maintenance	178502	349957
Software charges	702109	257134
Tender Fees	318112	337803
Telephone Expenses	55082	5146
Travel Insurance	21651	73997
Travelling Expenses	4387096	1659239
Site Visit Expenses	477985	402944
TDS Reimbursement	73115	0
Water Bill	30567	0
Discount	2986	0
Visa Fees	6659	71020
Bank Penal Interest	0	572420
Education Exp	2987075	0
Legal Fees	20000000	0
Salary (Project Exp)	845605	1010630
Income tax paid	0	958380
Interest Payment of Income tax	4808	0
Loss on Sale of Shares	908264	0
	228749040	106547556



Note No. XXI Short Provision of Tax

PENTACLE CONSULTANTS (I) PVT. LTD.

Note No. I

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023

1. SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS :

- a) The Company follows the mercantile system and recognizes significant items of income and expenditure on accrual basis in general, except in case of significant uncertainties.
- b) The accounts are prepared on the historical cost basis and on the accounting principles of a going concern.
- c) Accounting policies not specially referred to otherwise be consistent and in consonance with generally accepted accounting principles in India.
- d) All expenditure and income to the extent considered payable and receivable respectively are accounted for on accrual basis.

2. Contingencies and events occurring after Balance Sheet date:

- a) Accounting for contingencies (gains and losses) arising out of contractual obligation, are made only on the basis of mutual acceptance.
- b) Wherever material events occurring after date of Balance Sheet are considered up to the date of signing of accounts.
- c) Contingencies, which can be reasonably ascertained, are provided for, if, in the opinion of the Company, there is a probability that the future outcome may be materially detrimental to the Company.

3. Depreciation:

Depreciation on Fixed Assets is provided at the rates specified by the Companies Act.

4. Revenue Recognition :

Revenue is recognized as follows:

Sales revenue is recognized on the basis of raising of invoices and acceptance of service by the customer.

5. Cash and Cash Equivalents :

Cash and Cash Equivalents in the Balance Sheet comprise of cash at bank and in hand and short term investments with an original Maturity of three months or less.

6. The Current Assets, Loans & Advances are approximately of the value stated, if realized in the ordinary course of business and provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

7. Provision for Current & Deferred Tax :

Provision for Current Tax has been made in the accounts on the basis of Adjusted profits at the applicable rates of Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between taxable and accounting income is accounting using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognized and is adjusted against Deferred tax Liability aroused in previous financial years.

8. Segment Reporting:

The company has identified that its operating activity is a single primary business segment viz. engineering consultancy service carried out in India. Accordingly, whole of India has been considered as one geographical segment.

For Pentacle Consultants (I) Pvt. Ltd.

Director

9. Related Party Transactions:

In accordance with the requirements of Accounting Standard (AS-18) on Related Party Disclosures, the names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by management are as follows:

a) Significant Transactions with Related Parties

Sr. no.	Party Name	Relationship	Nature of transaction	During F.Y. 22-23	During F.Y. 21-22
1	Niyati More	Relative of Director	Loan Given	Rs.10,00,000/-	Rs.15,00,000/-
2	Mahendra More	Key Managerial Personnel	Director's Remuneration	Rs.1,00,00,000/-	Rs.5,67,93,113 /-
3	Pallavi More	Key Managerial Personnel	Director's Remuneration	Rs.3,32,00,000/-	Rs.2,81,24,958 /-
4	Khyati Sonpal	Key Managerial Personnel	Professional Fees	Rs.50,00,000/-	Rs.46,66,668 /-
5	Sharad More	Relative of Director	Salary	Rs.5,38,700/-	Rs. 80,000/-
6	Sharad More	Relative of Director	Professional Fees	Rs.10,90,000/-	Rs. 0/-
7	Ruchi More	Relative of Director	Professional Fees	Rs.10,00,000/-	Rs.0/-
8	Pundalik More	Relative of Director	Salary	Rs.10,25,000/-	Rs. 0/-
9	Mathura More	Relative of Director	Salary	Rs.10,20,000/-	Rs. 6,95,000/-
10	Niyati More	Relative of Director	Salary	Rs.0/-	Rs. 6,89,579/-
11	Niyati More	Relative of Director	Professional Fees	Rs.2,21,493/-	Rs.0/-
12	Mahendra More	Key Managerial Personnel	Temporary Loan Given	Rs.4,02,72,028/-	Rs.0/-
13	Samiksha Nore	Daughter of Director	Salary	Rs.4,50,000/-	Rs.0/-
14	Ganesh More	Director	Professional Fees	Rs.11,11,111/-	Rs.0/-

b) Amount due To/From Related Parties

Sr. no.	Party Name	During F.Y.22-23		During F.Y.21-22	
		Amount Due To (in Rs.)	Amount Due From (in Rs.)	Amount Due To (in Rs.)	Amount Due From (in Rs.)
1	Astra Homes Pvt. Ltd.	-	-	Rs.34,00,000/-	-
2	Pentacle Consultants UK Ltd	-	Rs.1,22,24,914	-	-

For Pentacle Consultants (I) Pvt. Ltd.

Mahendra

Pm
Director

[Signature]

3	Pentacle social Welfare foundation	-	Rs.5,00,000/-	-	-
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10. Earning per share :

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders (the net profit for the year less provision for taxes and provision for deferred taxes) by number of equity shares outstanding on balance sheet date.

	<u>F.Y. 2022-23</u>	<u>F.Y. 2021-22</u>
	(Amount in Rupees)	
Net Profit before provision for taxes	8,67,14,109	5,02,64,602
Provision for tax/Deferred Tax	11,98,317	1,67,784
Net profit after provisions	8,79,12,426	5,04,32,386
Earnings per Share	879	504

11. The company does not owe to any small-scale industrial undertaking for more than 30 days.

- The company has not received any intimation from "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with interest paid/ payable as required under the said Act have not been given.
- Previous year's figures have been regrouped wherever necessary to commensurate with that of the current year and for proper presentation and comparability purpose.

FOR SHINDE NAYAK & ASSOCIATES

**CHARTERED ACCOUNTANTS
(FIRM REGN. NO. 119906W)**


CA. L.V. NAYAK
PARTNER
MEM No. 104221

PLACE: MUMBAI

DATED: 05-09-2023

FOR AND ON BEHALF OF DIRECTORS

For Pentacle Consultants (I) Pvt. Ltd.

 
Director

DIRECTOR
MAHENDRA MORE
DIN NO: 01870852

DIRECTOR
PALLAVI MORE
DIN: 01870832