

## NOTICE

NOTICE IS HEREBY GIVEN that the Eighteenth Annual General Meeting of the Members of **PENTACLE CONSULTANTS (I) PRIVATE LIMITED** will be held on Monday, the 30<sup>th</sup> day of September, 2024 at 11:00 A.M. at the registered office of the company to transact the following businesses:

### A. Ordinary business:

1. To receive, consider and adopt the audited standalone and consolidated Balance Sheet as at 31<sup>st</sup> March, 2024 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 re- appointment of M/s. **Shinde Nayak & Associates**, Chartered Accountants (having Membership Number **104221**), as Statutory Auditors of the Company for further period of five financial year from Financial Year 2024-25 till Financial Year 2028-29, subject to approval of members in ensuing Annual General Meeting (AGM) till the conclusion of the Twenty Third AGM of the Company 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.”

### B. Special business:

4. *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 161 of companies Act, 2013 and the rules made thereunder, **Ms. Pallavi Mahendra More** (DIN: **01870832**), who was been appointed as Additional Director with effect from 12<sup>th</sup> August, 2024 on the Board of the Company, be and is hereby appointed as Director of the Company”

**By order of The Board,**

**For PENTACLE CONSULTANTS (I) PRIVATE LIMITED**



**MAHENDRA PUNDALIK MORE**

**DIN: 01870852**

**Chairperson/ Managing Director**

**Date: 05/09/2024**

**Note:**

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 Re-appointment of M/s. Shinde Nayak & Associates, Chartered Accountants, Mumbai for further period of five Financial Year from Financial Year 2024-25:**

**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 2024-25 till 2028-29 at the ensuing Annual General Meeting to be held on 30<sup>th</sup> September, 2024 and the Board recommended your consent for Re-Appointment from Financial Year 2024-25 till Financial Year 2028-29 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.

**Item No. 4.:**

**Regularization of Ms. Pallavi Mahendra More as Director**

The Board appointed **Ms. Pallavi Mahendra More** (DIN: **01870832**) as an Additional Director w.e.f. 12<sup>th</sup> August, 2024 in the capacity of Non-Executive Director. She holds office up to the date of this AGM subject to the approval of members accorded as per notice under Section 160 of Companies Act, 2013 has been received proposing her appointment/ regularization as Director of the Company.

Save and except received disclosure from Mr. Mahendra Pundalik More and Mr. Ganesh More, there were 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: 05/09/2024**

**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]*

**Eighteenth Annual General Meeting – Monday, 30<sup>th</sup> September, 2024 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 Eighteenth Annual General Meeting of the company, to be held on **Monday, the 30<sup>th</sup> day of September, 2024 at 11:00 A.M.** at the registered office of the Company situated at **Unit No A 1709, 17<sup>th</sup> 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) |         |         |
|-------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|---------|---------|
| <b>Ordinary Business (Ordinary Resolutions)</b> |                                                                                                                                                                                                                                               | For               | Against | Abstain |
| 01                                              | TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED BALANCE SHEET AS AT 31 <sup>st</sup> MARCH, 2024 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 RE-APPOINTMENT OF M/S. SHINDE NAYAK & ASSOCIATES, CHARTERED ACCOUNTANTS, MUMBAI FOR FURTHER PERIOD OF FIVE FINANCIAL YEAR FROM FINANCIAL YEAR 2024-25 TILL FINANCIAL YEAR 2028-29 |  |  |  |
| <b>Special Business (Ordinary Resolutions)</b> |                                                                                                                                                                                      |  |  |  |
| 04                                             | REGULARIZATION OF Mrs. PALLAVI MAHENDRA MORE AS DIRECTOR OF THE COMPANY                                                                                                              |  |  |  |

Signed this

|                                  |                                                             |
|----------------------------------|-------------------------------------------------------------|
| .....<br>Signature of the Member | Affix<br>revenue<br>stamp of not<br>less than<br>Rupees 1/- |
|----------------------------------|-------------------------------------------------------------|

**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**

**Eighteenth Annual General Meeting – Monday, 30<sup>th</sup> September, 2024 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 Eighteenth Annual General Meeting of the Company, held on **Monday, 30<sup>th</sup> September, 2024 at 11:00 A.M.** at the Registered Office of the Company situated at **Unit No A 1709, 17<sup>th</sup> 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 Eighteenth Annual General Meeting of the Company to be held on Monday, 30<sup>th</sup> day of September, 2024**

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

**Venue of the Meeting: - Unit No. A-1709, 17<sup>th</sup> 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](#).



CIN: U74140MH2006PTC165384

## BOARD REPORT

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

On behalf of the Board of Directors, it is our pleasure to present the consolidated Annual Report together with the Audited financial statements of **PENTACLE CONSULTANTS (I) PRIVATE LIMITED** for the year ended **31<sup>st</sup> March, 2024**.

### FINANCIAL RESULTS

The summarized standalone and consolidated financial results of your company are as follows:

#### Financial Highlights:

(Amount Rs. in "000" except EPS)

| Particulars             | Standalone      |                 | Consolidated    |                 |
|-------------------------|-----------------|-----------------|-----------------|-----------------|
|                         | 2023-24         | 2022-23         | 2023-24         | 2022-23         |
| Total Income            | 325417.71       | 414705.33       | 327141.75       | 417365.15       |
| Total Expenses          | 271236.69       | 327991.22       | 273738.62       | 334151.34       |
| Profit before tax       | 54181.01        | 86714.10        | 53403.12        | 83213.81        |
| <b>Profit after Tax</b> | <b>57022.87</b> | <b>87912.42</b> | <b>56244.98</b> | <b>84412.13</b> |
| Earning per Share (EPS) | 570.22          | 879.12          | 562.45          | 844.12          |

### SUMMARY OF OPERATIONS

The Company has reported standalone Net Profit after tax of **₹57022.87/-** for the current year as compared to Net Profit after tax of **₹87912.42/-** in the previous year. (Amount Rs. in "000" except EPS)

The consolidated Net Profit after tax is **₹56244.98/-** for the current year as compared to Net profit after tax of **₹84412.13/-** in the previous year. (Amount Rs. in "000" except EPS)



## **BUSINESS REVIEW/ STATE OF COMPANY'S AFFAIRS**

Pentacle is global consulting firm and a leading advisor on infrastructure strategy. We partner with clients from private, public and non-profit sectors in all regions to identify their highest value opportunities, address their most critical challenges and transform their enterprises. The Company is into business of consultancy in infrastructure and IT solutions and other business activities may be considered in future.

## **CONSOLIDATION OF FINANCIAL STATEMENT**

The Director also presented the Audited Consolidated Financial Statement incorporating duly audited Financial statement of subsidiary and as prepared in compliance with the Accounting Standards (AS 21) A Statement containing salient features of the financial statement of subsidiary in accordance with the first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 in prescribed form AOC – 1 is annexed as **Annexure I** of this report.

## **SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES**

During the year under review, 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**

there were no other Subsidiary/ Joint Ventures/ Associate Companies during the said year.

## **RESERVES**

No amounts were transferred to the reserves during financial year ended 31<sup>st</sup> March, 2022.

## **DIVIDEND**

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

## **DEPOSITS**

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

## **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.

## **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. 5,42,747.47/-** as interest under other income and Foreign Exchange outflow of **Rs. 2,00,60,042.53/-** 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 FY 2023-24.

Your company has spent the total of **Rs. 25,00,000/-** towards Corporate Social Responsibility (CSR) for financial year 2022-23 as per the fund requirement of agency towards CSR Activities, which was excess spent of **Rs. 15,01,239.06/-** towards CSR and CSR Committee has decided to adjust/ carry forward the said excess spent by Company towards CSR Activities against the CSR Contribution for current financial year to conserve the resources in future and the details as mention in **Annexure II** and is attached to this Report.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

During the year under review, the transactions with the related parties are on arm's length basis and in the ordinary course of business.

The Particulars of Contracts or arrangements made with related parties made pursuant to Section 188 if furnished in **Annexure III** and is attached to this report. Attention of members is drawn to the disclosure of transactions with related parties set out in Note of the Financial Statements, forming part of the Annual 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 13 (Thirteen) Board meetings during the financial year under review. The details of which is mentioned below:

| <b>Sr. No.</b> | <b>Board Meeting</b> | <b>No. of Directors present in the Meeting</b> |
|----------------|----------------------|------------------------------------------------|
| 1              | 17/04/2023           | 4                                              |
| 2              | 31/05/2023           | 4                                              |
| 3              | 22/06/2023           | 4                                              |
| 4              | 28/06/2023           | 4                                              |
| 5              | 14/07/2023           | 3                                              |
| 6              | 05/09/2023           | 4                                              |



|    |            |   |
|----|------------|---|
| 7  | 04/10/2023 | 3 |
| 8  | 17/10/2023 | 3 |
| 9  | 30/11/2023 | 3 |
| 10 | 08/01/2024 | 3 |
| 11 | 23/01/2024 | 3 |
| 12 | 04/03/2024 | 3 |
| 13 | 13/03/2024 | 3 |

The Seventeenth Annual General Meeting of the Company was held on **30<sup>th</sup> September 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:

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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;
- 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;
- the directors had prepared the annual accounts on a going concern basis; and
- 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.

#### **DIRECTORS**

During the year the Board of Directors is duly constituted.

##### **Appointment:**

There were no Appointment/ Re-Appointment of any Directors.

##### **Resignation:**

**Ms. KHYATI SHASHIKANT SONPAL (DIN:09031842)** was resigned as Director of the Company in the Board Meeting held on **04<sup>th</sup> October, 2023** with immediate effect and Board has accept and approve the resignation tender by Ms. Khyati Shashikant Sonpal.

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** to be re-appointed as Statutory Auditor of the Company for a further period of 5 (Five) financial years from Financial Year 2024-25 till Financial Year 2028-29 in the Annual General Meeting of the Company to be held on 30th September, 2024. Their continuance of re-appointment for further period of Five Financial Years and payment of remuneration are 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 31<sup>st</sup> March, 2024 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 31<sup>st</sup> March, 2024 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.

**Date: 05/09/2024**

**Place: Mumbai**

For and on Behalf of the Board of Directors of  
**PENTACLE CONSULTANTS (I) PRIVATE LIMITED**  
For Pentacle Consultants (I) Pvt. Ltd. For Pentacle Consultants (I) Pvt. Ltd.

**Director**

**MAHENDRA MORE**

**Director**

**DIN: 01870852**

**Director**

**PALLAVI MORE**

**Director**

**DIN: 01870832**

ANNEXURE – 2

Annual Report on Corporate Social Responsibility (CSR) Activities for F.Y. 2023-24

1. **Brief outline on CSR Policy of the Company:**

The CSR Policy was approved by the Board of Directors at its Meeting held on 10<sup>th</sup> 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 2023-24, 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 |              |  |  |
|   | <b>Total</b> |  |  |

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

| Sr. No.                       | Financial Year | Net Profit for computation of CSR |
|-------------------------------|----------------|-----------------------------------|
| 1                             | 2020-21        | 4,01,85,431.00                    |
| 2                             | 2021-22        | 5,02,64,602.00                    |
| 3                             | 2022-23        | 8,67,14,109.00                    |
| Total Profit for past 3 year  |                | 17,71,64,142.00                   |
| Average net profit of 3 years |                | 5,90,54,714.00                    |

**7. (a) Two percent of average net profit of the company as per section 135(5): Rs. 11,81,094.28**

(b) Surplus arising out of the CSR projects/programmes/activities of the previous financial years: **Rs. 15,01,239.06**

(c) Amount required to be set off for the financial year, if any: **(Rs. 11,81,094.28)**

(d) Total CSR obligation for the financial year (7a+7b-7c): **Rs. NIL**

**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. |
| NIL                                                 | --                                                                     | --                | --                                                                                                   | ---     | ---               |

**(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 | Local area (Yes/No). | Location of the project. |           | Project duration. | Amount allocated for the project (in Rs.). | Amount spent in the current financial Year | Amount transferred to Unspent CSR Account for the project | Mode of Implementation - Direct (Yes/No). | Mode of Implementation - Through Implementing Agency |                  |
|         |                      |                                                  |                      | State.                   | District. |                   |                                            |                                            |                                                           |                                           | Name                                                 | CSR Registration |

|    |       | to the Act. |     |     |     |     | (in Rs.). | as per 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. | Amount spent for the project (in Rs.). | Mode of implementation - Direct (Yes/No). | Mode of implementation Through implementing agency. |                          |
|                                             |                     |                                                              |                      | State. District.         |                                        |                                           | Name.                                               | CSR registration number. |
| 1.                                          | NIL                 | NIL                                                          | --                   | NIL                      | NIL                                    | --                                        | NIL                                                 | NIL                      |
| <b>Total amount spent on CSR Activities</b> |                     |                                                              |                      |                          | NIL                                    |                                           |                                                     |                          |

(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): **NIL**

(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)                                      | <b>Rs. 11,81,094.28</b> |
| (ii)    | Total amount spent for the Financial Year                                                                   | <b>Rs. NIL</b>          |
| (iii)   | Excess amount spent for the financial year [(ii)-(i)]                                                       | <b>Rs. NIL</b>          |
| (iv)    | Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any | <b>Rs. 15,01,239.06</b> |
| (v)     | Amount available for set off in succeeding financial years [(iii)-(iv)]                                     | <b>Rs. 3,20,144.78</b>  |

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. |                  |                   | Amount remaining to be spent in succeeding financial years (in Rs.) |
|---------|---------------------------|--------------------------------------------------------------------------|--------------------------------------------------------|--------------------------------------------------------------------------------------------|------------------|-------------------|---------------------------------------------------------------------|
|         |                           |                                                                          |                                                        | Name of the Fund                                                                           | Amount (in Rs.). | Date of transfer. |                                                                     |
| 1.      | 2020-21                   | --                                                                       | ---                                                    | --                                                                                         | --               | --                | NIL                                                                 |
| 2.      | 2021-22                   | --                                                                       | ---                                                    | --                                                                                         | --               | --                | NIL                                                                 |

|    |         |    |     |    |    |    |     |
|----|---------|----|-----|----|----|----|-----|
| 3. | 2022-23 | -- | --- | -- | -- | -- | 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

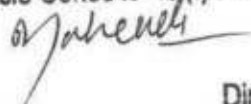
(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.: NIL

(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**

For Pentacle Consultants (I) Pvt. Ltd.



Director

**Signature**

Mahendra Pundalik More

Director

DIN: 01870852

For Pentacle Consultants (I) Pvt. Ltd.



Director

**Signature**

Pallavi Mahendra More

Director

01870832



**Form No. AOC-2**  
**EXTRACT OF RELATED PARTY DETAILS**  
**As on the financial year ended on 31<sup>st</sup> March, 2024**

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

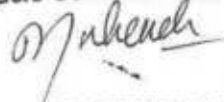
1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
2. Details of material contracts or arrangement or transactions at arm's length basis:

| 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<br>Relative of Director                 | Salary                                       | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                | N.A.                             |
| Mrs. Mathura More<br>Relative of Director               | Salary                                       | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                | N.A.                             |
| Mrs. Niyati More<br>Relative of Director                | Salary                                       | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                | N.A.                             |
| Ms. Samiksha Mahendra More<br>Relative of Director      | Salary                                       | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                |                                  |
| Ms. Khyati Sonpal<br>Director                           | Professional Fees                            | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                | N.A.                             |
| Ms. Ruchi More<br>Relative of Director                  | Professional Fees                            | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                | N.A.                             |
| Mr. Pundalik More<br>Relative of Director               | Salary                                       | 1 Year                                                | N.A.                                                                                        | 17/04/2023                                | N.A.                             |

Date: 05/09/2024

Place: Mumbai

For and on Behalf of the Board of Directors of  
**PENTACLE CONSULTANTS (I) PRIVATE LIMITED**  
For Pentacle Consultants (I) Pvt. Ltd. For Pentacle Consultants (I) Pvt. Ltd.

  
Director

**MAHENDRA MORE**  
**DIRECTOR**  
**DIN: 01870852**

  
Director

**PALLAVI MORE**  
**DIRECTOR**  
**DIN: 01870832**

**FORM AOC-1**

(Pursuant to first proviso to sub - section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries for Financial Year 2023-24****Part-A Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

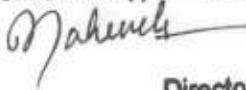
**ANNEXURE I****(Amt. in Rupees)**

| <b>Sl. No.</b> | <b>Particulars</b>                                                                                                           | <b>Details</b>                 |                                 |
|----------------|------------------------------------------------------------------------------------------------------------------------------|--------------------------------|---------------------------------|
| 1              | Name of the Subsidiary                                                                                                       | ASTRA HOMES PRIVATE LIMITED    | PENTACLE CONSULTANTS UK LIMITED |
| 2              | The date since when subsidiary was acquired                                                                                  | 01/10/2010                     | 26/04/2022                      |
| 3              | Reporting period for the subsidiary concerned, if different from the holding company's reporting period                      | 01/04/2023<br>to<br>31/03/2024 | 01/04/2023<br>to<br>31/03/2024  |
| 4              | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries. | INR                            | INR                             |
| 5              | Share capital                                                                                                                | 100,000                        | 10,053                          |
| 6              | Reserves and surplus                                                                                                         | 2,70,68,196                    | (37,39,479)                     |
| 7              | Total assets                                                                                                                 | 27,178,196                     | 60,622                          |
| 8              | Total Liabilities                                                                                                            | 10,000                         | 37,90,048                       |
| 9              | Investments                                                                                                                  | 10,97,640                      | NIL                             |
| 10             | Turnover (Revenue from Operation)                                                                                            | NIL                            | NIL                             |
| 11             | Profit/ (Loss) before taxation                                                                                               | (2,80,398)                     | (4,97,488)                      |
| 12             | Provision for taxation                                                                                                       | (3760)                         | NIL                             |
| 13             | Profit after taxation                                                                                                        | (2,84,158)                     | (4,97,488)                      |

|    |                                        |     |     |
|----|----------------------------------------|-----|-----|
|    |                                        |     |     |
| 14 | Proposed Dividend                      | NIL | NIL |
| 15 | Extent of shareholding (in percentage) | 98% | 51% |

Date: 05<sup>th</sup> September, 2024  
Place: Mumbai

**For PENTACLE CONSULTANTS (I) PRIVATE LIMITED**  
**For Pentacle Consultants (I) Pvt. Ltd.**      **For Pentacle Consultants (I) Pvt. Ltd.**

  
**Director**  
**MAHENDRA MORE**  
**Director**  
**01870852**

  
**Director**  
**PALLAVI MORE**  
**Director**  
**01870832**



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

**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 2024 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 2024 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, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2024 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

  
D.V. NAYAK

**Partner**

**Membership No. 104221**

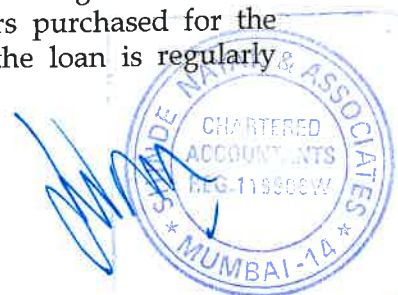
**PLACE : MUMBAI**

**DATE : 05/09/2024**

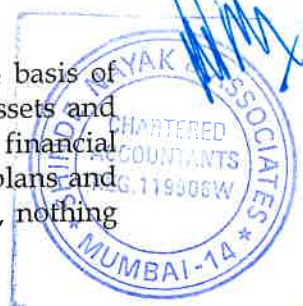


**Annexure A to the Independent Auditor's Report of even date on financial statements of PENTACLE CONSULTANTS (I) PRIVATE LIMITED for the year ended 31<sup>st</sup> March, 2024**

- (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 2024 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. As the company had already spent Rs. 25,00,000/- by donating to Janakalyan Seva Sanstha for funding its CSR activity out of which Rs.9,98,760.94/- were applied for F.Y.2022-23. The remaining balance of Rs.15,01,239.06/- has been applied as CSR funds for F.Y.2023-24.
- (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



L V NAYAK

**Partner**

**Membership No. 104221**

**PLACE : MUMBAI**

**DATE : 05/09/2024**



## **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, 2024 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.



## 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, 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 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 : 05/09/2024

## **PENTACLE CONSULTANTS (I) PVT. LTD.**

### **Note No. I**

#### **NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH 2024**

##### **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.



**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**

| <b>Sr. no.</b> | <b>Party Name</b> | <b>Relationship</b>      | <b>Nature of transaction</b> | <b>During F.Y. 23-24</b> | <b>During F.Y. 22-23</b> |
|----------------|-------------------|--------------------------|------------------------------|--------------------------|--------------------------|
| 1              | Niyati More       | Relative of Director     | Loan Given                   | Rs.0/-                   | Rs.10,00,000/-           |
| 2              | Mahendra More     | Key Managerial Personnel | Director's Remuneration      | Rs. 2,33,38,052/-        | Rs. 10,00,000/-          |
| 3              | Pallavi More      | Key Managerial Personnel | Director's Remuneration      | Rs. 1,61,67,000/-        | Rs.3,32,00,000/-         |
| 4              | Khyati Sonpal     | Key Managerial Personnel | Professional Fees            | Rs.11,80,000/-           | Rs.50,00,000/-           |
| 5              | Sharad More       | Relative of Director     | Salary                       | Rs.4,30,000/-            | Rs.5,39,000/-            |
| 6              | Sharad More       | Relative of Director     | Professional Fees            | Rs.7,00,000/-            | Rs.10,90,000/-           |
| 7              | Ruchi More        | Relative of Director     | Professional Fees            | Rs.0/-                   | Rs.10,00,000/-           |
| 8              | Pundalik More     | Relative of Director     | Salary                       | Rs.0/-                   | Rs.10,25,000/-           |
| 9              | Mathura More      | Relative of Director     | Salary                       | Rs.3,65,000/-            | Rs.10,20,000/-           |
| 10             | Niyati More       | Relative of Director     | Professional Fees            | Rs.15,27,363/-           | Rs.2,21,000/-            |
| 11             | Mahendra More     | Key Managerial Personnel | Temporary Loan Given         | Rs.0/-                   | Rs.4,02,72,000/-         |
| 12             | Samiksha More     | Daughter of Director     | Salary                       | Rs.0/-                   | Rs.4,50,000/-            |
| 13             | Ganesh More       | Director                 | Professional Fees            | Rs.22,000/-              | Rs.11,11,000/-           |

**b) Amount due To/From Related Parties**

| <b>Sr. no.</b> | <b>Party Name</b>                  | <b>During F.Y.23-24</b>       |                                 | <b>During F.Y.22-23</b>       |                                 |
|----------------|------------------------------------|-------------------------------|---------------------------------|-------------------------------|---------------------------------|
|                |                                    | <b>Amount Due To (in Rs.)</b> | <b>Amount Due From (in Rs.)</b> | <b>Amount Due To (in Rs.)</b> | <b>Amount Due From (in Rs.)</b> |
| 1              | Pentacle Consultants UK Ltd        | -                             | Rs.32,46,202/-                  | -                             | Rs.1,22,24,914/-                |
| 2              | Pentacle social Welfare foundation | -                             | Rs.0/-                          | -                             | Rs.5,00,000/-                   |



**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. 2023-</u><br><u>24</u> | <u>F.Y. 2022-23</u> |
|---------------------------------------|--------------------------------|---------------------|
|                                       | <b>(Amount in Rupees)</b>      |                     |
| Net Profit before provision for taxes | 5,41,81,017                    | 8,67,14,109         |
| Provision for tax/Deferred Tax        | 28,41,857                      | 11,98,317           |
| Net profit after provisions           | 5,70,22,874                    | 8,79,12,426         |
| <b>Earnings per Share</b>             | <b>570</b>                     | <b>879</b>          |

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: 05/09/2024**

**FOR AND ON BEHALF OF DIRECTORS**

**DIRECTOR DIRECTOR  
MAHENDRA MORE PALLAVI MORE  
DIN NO: 01870852 DIN: 01870832**



**PENTACLE CONSULTANTS (I) PVT. LTD.**  
**Balance Sheet as at 31st March, 2024**

| Particulars                              | Note No | As at March 31, 2024 (RS) | As at March 31, 2023 (RS) |
|------------------------------------------|---------|---------------------------|---------------------------|
| <b>I. EQUITY AND LIABILITIES</b>         |         |                           |                           |
| <b>(1) Shareholder's Funds</b>           |         |                           |                           |
| (a) Share Capital                        | I       | 1000000                   | 1000000                   |
| (b) Reserves and Surplus                 | II      | 322958910                 | 294015537                 |
| <b>(3) Non-Current Liabilities</b>       |         |                           |                           |
| (a) Long-term borrowings                 | III     | 57178714                  | 56332916                  |
| (b) Deferred tax liabilities (Net)       |         | -                         | -                         |
| (c) Other Long term liabilities          |         | -                         | -                         |
| (d) Long term provisions                 |         | -                         | -                         |
| <b>(4) Current Liabilities</b>           |         |                           |                           |
| (a) Short-term borrowings                |         | -                         | -                         |
| (b) Trade payables                       | IV      | 2938952                   | 10243174                  |
| (c) Other current liabilities            | V       | 33095512                  | 60072606                  |
| (d) Short-term provisions                | VI      | 0                         | 0                         |
| <b>Total</b>                             |         | <b>417172088</b>          | <b>421664233</b>          |
| <b>II. ASSETS</b>                        |         |                           |                           |
| <b>(1) Non-current assets</b>            |         |                           |                           |
| (a) Fixed assets                         |         |                           |                           |
| (i) Tangible assets                      | VII     | 68071240                  | 81801099                  |
| (ii) Intangible assets                   |         | -                         | -                         |
| (iii) Capital work-in-progress           |         | -                         | -                         |
| (iv) Intangible assets under development |         | -                         | -                         |
| (b) Non-current investments              | VIII    | 55796587                  | 55203259                  |
| (c) Deferred tax assets (net)            |         | 6203465                   | 3361608                   |
| (d) Long term loans and advances         | IX      | 20238685                  | 68038596                  |
| (e) Other non-current assets             |         | -                         | -                         |
| <b>(2) Current assets</b>                |         |                           |                           |
| (a) Current investments                  |         | -                         | -                         |
| (b) Inventories                          |         | -                         | -                         |
| (c) Trade receivables                    | X       | 143958806                 | 99068584                  |
| (d) Cash and cash equivalents            | XI      | 87625261                  | 43929935                  |
| (e) Short-term loans and advances        | XII     | 27101729                  | 60559998                  |
| (f) Other current assets                 | XIII    | 8176315                   | 9701155                   |
| <b>Total</b>                             |         | <b>417172088</b>          | <b>421664233</b>          |

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

**SHINDE NAYAK & ASSOCIATES**

**For and on behalf of the Board**

**CHARTERED ACCOUNTANTS**

**FIRM REGISTRATION NO. 119906W**

(CA. L. V. NAYAK)

PARTNER

MEM. NO. 104221

PLACE : MUMBAI.

DATE : 05/09/2024

UDIN : 24104221BKAMRT6165



Mr. Mahendra More

(DIRECTOR)

DIN NO: 01870852



Mrs. Pallavi More

(DIRECTOR)

DIN: 01870832



**PENTACLE CONSULTANTS (I) PVT. LTD.**

**Profit and Loss statement for the year ended 31st March, 2024**

| Particulars                                                                         | Note No | As at March 31,<br>2024<br>(RS) | As at March 31,<br>2023<br>(RS) |
|-------------------------------------------------------------------------------------|---------|---------------------------------|---------------------------------|
| I. Revenue from operations                                                          | XV      | 311919674                       | 407822609                       |
| II. Other Income                                                                    | XVI     | 13498039                        | 6882728                         |
| <b>III. Total Revenue (I +II)</b>                                                   |         | <b>325417712</b>                | <b>414705337</b>                |
| <b>IV. Expenses:</b>                                                                |         |                                 |                                 |
| Cost of materials consumed                                                          | XVII    | 0                               | 0                               |
| Employee benefit expense                                                            | XVIII   | 74612415                        | 87255052                        |
| Financial costs                                                                     | XIX     | 142659                          | 61567                           |
| Depreciation and amortization expense                                               | VII     | 21468989                        | 11925570                        |
| Other expenses                                                                      | XX      | 175012634                       | 228749040                       |
| <b>V Total Expenses</b>                                                             |         | <b>271236696</b>                | <b>327991229</b>                |
| VI. Profit before tax (V - III)                                                     |         | <b>54181017</b>                 | <b>86714109</b>                 |
| <b>VII. Tax expense:</b>                                                            |         |                                 |                                 |
| (1) Current tax                                                                     |         | 0                               | 0                               |
| (2) Deferred tax                                                                    |         | -2841857                        | -1198317                        |
| (3) Short/Excess Provision of Tax                                                   | XXI     | 0                               | 0                               |
|                                                                                     |         | -2841857                        | -1198317                        |
| <b>VIII. Profit(Loss) from the period from continuing operations<br/>(VI - VII)</b> |         | <b>57022874</b>                 | <b>87912426</b>                 |
| <b>IX. Earning per equity share:</b>                                                |         |                                 |                                 |
| (1) Basic                                                                           |         | 570                             | 879                             |
| (2) Diluted                                                                         |         | 570                             | 879                             |

**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**

(CA. L. V. NAYAK)

**PARTNER**

MEM. NO. 104221

PLACE : MUMBAI.

DATE : 05/09/2024

UDIN : 24104221BKAMRT6165



**For and on behalf of the Board**




Mr. Mahendra More      Mrs. Pallavi More

**(DIRECTOR)**

**(DIRECTOR)**

DIN NO: 01870852

DIN: 01870832

**PENTACLE CONSULTANTS (I) PVT. LTD.****Notes Forming Part Of Balance Sheet As On 31.03.2024**

|                                     | AS ON 31.03.2024 | AS ON 31.03.2023 |
|-------------------------------------|------------------|------------------|
| <b>Note No. I - Share Capital</b>   |                  |                  |
| (a) Authorised                      | 1000000          | 1000000          |
| 100000 Equity Shares of Rs. 10 each | <b>1000000</b>   | <b>1000000</b>   |
| (b) Issued                          |                  |                  |
| 100000 Equity Shares of Rs. 10 each | 1000000          | 1000000          |
|                                     | <b>1000000</b>   | <b>1000000</b>   |

**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           |
|                             | <b>100000</b> | <b>1,00,000</b> |

**Note No. II - Reserve & Surplus****(a) General Reserve**

Opening Balance

(+) Transfer from Profit & Loss Account during the year

7020000 7020000

**7020000 7020000****(b) Profit & Loss Account**

Opening Balance

(-) Transfer to Statutory Reserves during the year

(+) Current Year Profit

(-) Adjustment during the year

(+) Income Tax of Previous Years

286995537 221110893

57022874 87912426

28079501 22027782

**315938910 286995537****322958910 294015537****Note No. III - Long Term Borrowings**

Secured Loan - Car Loan From Bank(Annexure 1)

54289273 54300475

**Unsecured Other Loans** (Annexure 2)

Astra Homes Pvt Ltd

0 0



Ganesh More  
JJM MP BG WITHHELD  
Citi Bank Credit Card

**Note No. IV - Trade Payable**  
**Sundry Creditors (Annexure 3)**

**Note No. V - Other Current Liabilities**

(a) Statutory Dues (Annexure 4)

(b) Other payable (Annexure 5)

**(c) Advance from Customers**

Amar Developers

Milind

**(d) Other Deposits (Annexure 6)**

J Kumar Infraprojects Ltd

Supreme Infrastructure Pvt Ltd

BHS Housing Pvt. Ltd.

Supreme Infrastructure

Supreme Infra Pvt. Ltd.(Manohar wada)

Arcon Techsolution Deposit

**Note No. VI - Short Term Provisions**

Provision for Tax

**Note No. VIII - Non Current Investments**

Shares of Jana Seva Sahakari Bank Ltd

Astra Homes Pvt. Ltd(Equity Share Unquoted)

Pentacle Technologies (I) Pvt Ltd (Equity Shares)

Pentacle Consultants (I) Pvt Ltd & GK Sen Associates-

Investment

Pentacle Consultants UK Ltd

**Note No. IX - Long Term Loans & Advances (Annexure 7)**

Advance for Staff

Retention BMC

Staff Loan

Shoolin Infrastructure LLP

Niyati More

Retention Money MSRDC Nagpur

Withheld BMC

Amol Kedar Pawar

Lata Kedar Pawar

Loan to Director (Mahendra More)

Naman Pandey Loan

Pentacle Consultants UK Ltd - Loan

Pentacle Social Welfare Foundation

**Note No. X - Trade Receivable**  
**Sundry Debtors (Annexure 10)**

Less than 180 Days

More than 180 Days

**Note No. XI - Cash & Cash Equivalents**  
**Cash Balance**

**Balance with Banks**

**Fixed Deposits with Bank**

**Note No. XII.1 CONTINGENT LIABILITIES NOT PROVIDED FOR**

Guarantees provided by the bank

|                  |                  |
|------------------|------------------|
| 0                | 0                |
| 1185752          | 1185752          |
| 1703689          | 846689           |
| <b>57178714</b>  | <b>56332916</b>  |
| 2938952          | 10243174         |
| <b>2938952</b>   | <b>10243174</b>  |
| 7235229          | 33419276         |
| 4457188          | 5250235          |
| 33000            | 33000            |
| 50095            | 50095            |
| 2000000          | 2000000          |
| 6200000          | 6200000          |
| 5000000          | 5000000          |
| 2500000          | 2500000          |
| 5050000          | 5050000          |
| 570000           | 570000           |
| <b>33095512</b>  | <b>60072606</b>  |
| 0                | 0                |
| <b>0</b>         | <b>0</b>         |
| 525              | 525              |
| 49000000         | 49000000         |
| 15000            | 15000            |
| 6776317          | 6182989          |
| 4745             | 4745             |
| <b>55796587</b>  | <b>55203259</b>  |
| 855000           | 250100           |
| 3328807          | 2730001          |
| 50000            | 75400            |
| 2350758          | 2350758          |
| 2500000          | 2500000          |
| 1358042          | 1358042          |
| 187753           | 187753           |
| 1750000          | 1750000          |
| 2250000          | 2250000          |
| 0                | 40272028         |
| 2362123          | 1589600          |
| 3246202          | 12224914         |
| 0                | 500000           |
| <b>20238685</b>  | <b>68038596</b>  |
| 143487868        | 98701774         |
| 470938           | 366810           |
| <b>143958806</b> | <b>99068584</b>  |
| 6390400          | 7224582          |
| 29223057         | 11719672         |
| 52011804         | 24985681         |
| <b>87625261</b>  | <b>43929935</b>  |
| <b>249805531</b> | <b>250470206</b> |
| <b>249805531</b> | <b>250470206</b> |



**Note No. XII - Short Term Loans & Advances (Annexure 11)**

|                                             |                 |                 |
|---------------------------------------------|-----------------|-----------------|
| Interest accrued but not due(BOB)           | 1095            | 883             |
| Interest accrued but not due(Kotak)         | 0               | 151901          |
| Interest accrued but not due(ICICI)         | 0               | 748482          |
| TCS                                         | 67379           | 114587          |
| TDS GST 2%                                  | 0               | 16190764        |
| TDS On FD Interest Kotak                    | 15559           | 16878           |
| TDS On Rent Received                        | 228950          | 19000           |
| TDS On UK Loan                              | 135687          | 117123          |
| TDS On Consultancy Fees F.Y.2023-24         | 24048326        | 40595398        |
| TDS On FD Interest ICICI                    | 146461          | 111891          |
| TDS On Dividend                             | 0               | 1320            |
| Cess-GST                                    | 2314297         | 2096271         |
| Advance to Client                           | 143975          | 395500          |
|                                             | <b>27101729</b> | <b>60559998</b> |
| <b>Note No. XIII - Other Current Assets</b> |                 |                 |
| EMD Deposits (Annexure 8)                   | 8176315         | 9701155         |
|                                             | <b>8176315</b>  | <b>9701155</b>  |



**PENTACLE CONSULTANTS (I) PVT. LTD.****Notes Forming Part Of Profit & Loss A/c As On 31.03.2023**

|                                                   | <b>AS ON<br/>31.03.2024</b> | <b>AS ON<br/>31.03.2023</b> |
|---------------------------------------------------|-----------------------------|-----------------------------|
| <b>Note No. XV - Revenue from Operations</b>      |                             |                             |
| Consultancy Charges                               | 311919674                   | 407807609                   |
| Other Sales                                       | 0                           | 15000                       |
|                                                   | <b>311919674</b>            | <b>407822609</b>            |
| <b>Note No. XVI - Other Income</b>                |                             |                             |
| FD Interest                                       | 1621287                     | 1288568                     |
| Interest Accrued on Pentacle U K                  | 678434                      | 585616                      |
| Dividend                                          | 0                           | 13200                       |
| Interest on Income Tax Refund                     | 758060                      | 290032                      |
| Share Of Profit From Firm                         | 148328                      | 841208                      |
| Liabilities No More Payable                       | 7557429                     | 1530047                     |
| Profit on Sale of Mutual Funds                    | 0                           | 550544                      |
| Profit on Sale of Fixed Assets                    | 0                           | 383513                      |
| Rent                                              | 2289500                     | 0                           |
| Remuneration from Partnership Firm                | 445000                      | 1400000                     |
|                                                   | <b>13498039</b>             | <b>6882728</b>              |
| <b>Note No. XVII - Cost Of Material Consumed</b>  |                             |                             |
| Purchases                                         | 0                           | 0                           |
|                                                   | <b>0</b>                    | <b>0</b>                    |
| <b>Note No. XVIII - Employee Benefit Expenses</b> |                             |                             |
| Salary To Staff                                   | 34055901                    | 42665940                    |
| Staff Welfare                                     | 1051462                     | 1389112                     |
| Remuneration To Directors                         | 39505052                    | 43200000                    |
|                                                   | <b>74612415</b>             | <b>87255052</b>             |
| <b>Note No. XIX - Finance Cost</b>                |                             |                             |
| Interest on OD                                    | 142659                      | 61567                       |
|                                                   | <b>142659</b>               | <b>61567</b>                |
| <b>Note No. XX - Other Expenses</b>               |                             |                             |
| <b>Other Admin. Expenses</b>                      |                             |                             |
| Advertisement Expenses                            | 0                           | 255896                      |
| Bank Charges & Bank Gaurantee                     | 520972                      | 4918412                     |
| BMC Charges                                       | 586268                      | 966300                      |
| Brokerage                                         | 1323596                     | 1313000                     |
| Commission                                        | 0                           | 3529263                     |
| Auditors Remuneration                             | 300000                      | 200000                      |
| Business Travel & Promotion Expenses              | 10647455                    | 19007813                    |
| Business Development Expenses                     | 20060043                    | 16492322                    |
| Computer Exp                                      | 405787                      | 4555                        |
| Courier Expenses                                  | 32137                       | 0                           |
| Credit Charges & Demat charges                    | 4928                        | 22017                       |
| Digital Signature Exp                             | 3600                        | 9000                        |
| Domain Charges                                    | 556370                      | 0                           |



|                                            |                  |                  |
|--------------------------------------------|------------------|------------------|
| Donation and CSR Donations                 | 162000           | 10400000         |
| Electricity charges                        | 89978            | 130652           |
| General Expenses                           | 0                | 108000           |
| Interest & Penalty On GST                  | 746              | 486500           |
| Interest & Penalty On Providend Fund       | 7084             | 0                |
| Interest On Car Loan                       | 1370283          | 664165           |
| Interest On Office Loan                    | 3149522          | 1078578          |
| Insurance                                  | 734795           | 462358           |
| Internet Expenses                          | 52866            | 625000           |
| Labour Charges                             | 9956907          | 5450000          |
| Prior Period Expenses W/off                | 24114031         | 4312691          |
| Loan Processing Fees                       | 348760           | 1549521          |
| Medical Expenses                           | 0                | 40184            |
| Membership & Subscription                  | 131660           | 0                |
| Misc Expenses                              | 20000            | 0                |
| Motor Car Insurance                        | 39827            | 231916           |
| Motor Car Exp                              | 292790           | 182452           |
| Office Expenses                            | 2182372          | 4106576          |
| Rent                                       | 4575632          | 3352776          |
| Petrol Expenses                            | 11990            | 65611            |
| Printing & Stationery                      | 1219564          | 2757434          |
| Professional Fees                          | 44478205         | 38643763         |
| Professional Fees for Projects             | 32687197         | 70997095         |
| Medicclaim Staff                           | 510910           | 530080           |
| Repairs & Maintenance                      | 984709           | 3932554          |
| ROC Fees                                   | 48800            | 29200            |
| Appeal Fees                                | 0                | 109000           |
| Stampduty Charges                          | 261800           | 784742           |
| Society Maintenance                        | 338299           | 178502           |
| Software charges                           | 47191            | 702109           |
| Tender Fees                                | 448903           | 318112           |
| Telephone Expenses                         | 25556            | 55082            |
| Travel Insurance                           | 116188           | 21651            |
| Travelling Expenses                        | 2762406          | 4387096          |
| Site Visit Expenses                        | 22648            | 477985           |
| TDS Reimbursement                          | 0                | 73115            |
| Water Bill                                 | 0                | 30567            |
| Discount                                   | 33670            | 2986             |
| Visa Fees                                  | 48000            | 6659             |
| Website Charges                            | 12000            | 0                |
| Education Exp                              | 3281269          | 2987075          |
| Legal Fees                                 | 475000           | 20000000         |
| Salary (Project Exp)                       | 126000           | 845605           |
| Reimbursement of Expenses                  | 5082708          | 0                |
| Interest Payment of Income tax             | 0                | 4808             |
| Loss on Sale of Shares                     | 319211           | 908264           |
|                                            | <b>175012634</b> | <b>228749040</b> |
| <b>Note No. XXI Short Provision of Tax</b> |                  |                  |
|                                            |                  |                  |



**Annexure 1**  
**SECURED LOANS**

| Particulars                       | Amount          |
|-----------------------------------|-----------------|
| ICICI Bank Car Loan (Range Rover) | 3594945         |
| HDFC Bank Car Loan                | 1766644         |
| HDFC Bank Car Loan-6091           | 1676844         |
| HDFC Bank Car Loan-9106           | 2264741         |
| HDFC Bank Car Loan (Hycross)      | 2429078         |
| HDFC Bank Car Loan (Nexon)        | 980343          |
| HDFC Bank Car Loan (Tigor)        | 942998          |
| HDFC Bank Car Loan (XUV 700)      | 1731483         |
| Mahindra & Mahindra Finance       | 1399363         |
| HSBC Bank (Worli Office)          | 37502835        |
| <b>Total</b>                      | <b>54289273</b> |

**Annexure 2**  
**UNSECURED LOANS**

| Particulars           | Amount         |
|-----------------------|----------------|
| JJM MP BG WITHHELD    | 1185752        |
| Citi Bank Credit Card | 1439066        |
| Amex Credit Card MM   | 44620          |
| Amex Credit Card SM   | 220003         |
| <b>Total</b>          | <b>2889441</b> |

**Annexure 3**  
**Sundry Creditors**

| Particulars                               | Amount         |
|-------------------------------------------|----------------|
| Akshata Rent                              | 10000          |
| Milind Bavadhankar - Professional Fees    | 761527         |
| Power Attestation Services                | 131714         |
| SHIV ENTERPRISES                          | 30460          |
| Mappers Eye GIS                           | 102600         |
| Jhunjhunu Engineers Pvt Ltd Rajkot Gondal | 1285653        |
| ATLANTA CO OP HSG                         | 33218          |
| Mappers Eye GIS- EMD                      | 152500         |
| Shridhar Mittapalli                       | 10548          |
| Jal Vayu Defence Enclave CHSL             | 74917          |
| National Highway Authority of India       | 345815         |
| <b>Total</b>                              | <b>2938952</b> |

**Annexure 4**  
**STATUTORY DUES**

| Particulars                       | Amount         |
|-----------------------------------|----------------|
| CGST-OUTPUT                       | 3730345        |
| IGST-OUTPUT                       | 115580         |
| SGST-OUTPUT                       | 3730345        |
| CGST-INPUT                        | -572134        |
| IGST-INPUT                        | -536854        |
| SGST-INPUT                        | -572134        |
| TDS Provision                     | 1040081        |
| Interest & Penalty On TDS Payable | 300000         |
| <b>Total</b>                      | <b>7235229</b> |



**Annexure 5:- Other Payable**

| Particulars                   | Amount         |
|-------------------------------|----------------|
| Provident Fund                | 288135         |
| Professional Fees Payable     | 252000         |
| Profession Tax Payable        | 88000          |
| Director Remuneration Payable | 1783681        |
| Audit fees Payable            | 300000         |
| Salary                        | 1745372        |
| <b>Total</b>                  | <b>4457188</b> |

**Annexure 6****Deposits from Customers**

| Particulars                           | Amount          |
|---------------------------------------|-----------------|
| J Kumar Infraprojects Ltd             | 2000000         |
| Supreme Infrastructure Pvt Ltd        | 2500000         |
| BHS Housing Pvt. Ltd.                 | 5000000         |
| Supreme Infrastructure                | 6200000         |
| Supreme Infra Pvt. Ltd.(Manohar wada) | 5050000         |
| Arcon Techsolution Deposit            | 570000          |
| <b>Grand Total</b>                    | <b>21320000</b> |

**Annexure 7****Advances to Others**

| PARTICULARS                        | Amount          |
|------------------------------------|-----------------|
| Advance for Staff                  | 855000          |
| Retainment BMC                     | 3328807         |
| Staff Loan                         | 50000           |
| Retention Money MSRDC Nagpur       | 1358042         |
| Shoolin Infrastructure LLP-Loan    | 2350758         |
| Withheld BMC                       | 187753          |
| Amol Kedar Pawar                   | 1750000         |
| Lata Kedar Pawar                   | 2250000         |
| Naman Pandey Loan                  | 2362123         |
| Niyati More - Loan                 | 2500000         |
| Pentacle Consultants UK Ltd - Loan | 3246202         |
| <b>Grand Total</b>                 | <b>20238685</b> |

**Annexure 8****EMD Deposits**

| Particulars                      | Amount         |
|----------------------------------|----------------|
| FD With BOB Bilaspur             | 10440          |
| Mmrda WITHHELD KULGAON BADLAPUR  | 20000          |
| MMRDA KDMC Withheld              | 100000         |
| MMRDA VVSL Withheld              | 200000         |
| MSRDC PUNE RING ROAD- WITHHELD   | 50000          |
| MSRDC VVSL WITHHELD              | 150000         |
| MSRDC Withheld Konakn Package II | 50000          |
| MSRDC Withheld Konakn Package I  | 50000          |
| EMD                              | 4677022        |
| EMD Repair                       | 29240          |
| FD EMD                           | 97352          |
| Flat deposits                    | 2368100        |
| Deposit BMC                      | 42421          |
| Security Deposit JJM MP          | 319068         |
| LW JJM MP                        | 12672          |
| <b>Total</b>                     | <b>8176315</b> |



**Annexure 9****F,D WITH BANK AGAINST BANK GAURANTEES**

| Particulars                                        | Amount          |
|----------------------------------------------------|-----------------|
| FD BG MSRDC FD NO. 055513040871                    | 349962          |
| FD BG MSRDC Pune Ring Road FD No. 055513040548     | 7725451         |
| FD MSRDC Pune Ring Road FD NO. 055513040594        | 147341          |
| FD NHAI FD NO. 055513040886                        | 52732           |
| FD No. 05551301405 Mahim to Milan SWD              | 26059           |
| FD No. 055513031404 Green Nallah                   | 55626           |
| FD No. 055513031415 Utility Duct Project           | 10024           |
| FD No. 055513031417 Utility Duct Project           | 18444           |
| Fd No. 055513036963 - Against Mahagenco            | 79116           |
| FD NO. 055513038565                                | 10493           |
| Fd No. 055513040111 MP Jal Jivan Mission Tender    | 125397          |
| Fd NO. 055513042142 AGAINST MMRDA ULHAS NAGAR PKG1 | 84372           |
| Fd NO. 0555138239 - NHAI BHARATMALA                | 529773          |
| FD with ICICI Bank FD No. 055513030531 Konkan Exp  | 1299330         |
| FD with ICICI Bank Fd No. 055513030532 Konkan Exp  | 1076784         |
| FD with ICICI Bank Fd No. 055513031611             | 25096           |
| FD with ICICI Bank FD No. 055513034835 - VVSL      | 2685283         |
| FD With ICICI Bank Fd No. 055513039162             | 78634           |
| Fd with ICICI Bank Fd No. 055513039163             | 154948          |
| FD WITH ICICI BANK FD NO. 055513039809             | 34777           |
| FD WITH ICICI BANK FD NO. 055513039810             | 34778           |
| FD With Kotak 8312906072                           | 10517           |
| FD With Kotak 8312912813                           | 42619           |
| FD With Kotak Against BG ODC Fd No. 8313034828     | 9739            |
| FD With Kotak Agst MCGM GMLR FD No. 8313022498     | 273583          |
| FD With Kotak Agst MMRDA Mankoli FD No. 8313023303 | 52160           |
| FD With Kotak Bank 13.04.2018 Fd No. 8311874945    | 9912            |
| FD with Kotak Mhada Against BGfdno.8313020395      | 11989           |
| FD no.055510033207                                 | 2512415         |
| FD no. 055510033551                                | 13050529        |
| FD no. 055510033910                                | 10011096        |
| FD With Bank FD No. 055510032810                   | 10104381        |
| FD with Kotak Mahindra Bank                        | 19067           |
| FD with Kotak - NCLTA                              | 1299377         |
| <b>Total</b>                                       | <b>52011804</b> |

**Annexure 10:- Sundry Debtors**

|                                     |                  |
|-------------------------------------|------------------|
| Debtors                             | 143487868        |
| Arcpn Techsolutions Private Limited | 10260            |
| Shoolin Infrastrucute LLP           | 324000           |
| Techosum Engineer PWD Pkg 3 and 26  | 51118            |
| Dbm PROJECTS                        | 64680            |
| NBS International Ltd               | 20880            |
| <b>Total</b>                        | <b>143958806</b> |

**Annexure 11 - Short Term Loans & Advances**

|                                     |                 |
|-------------------------------------|-----------------|
| <b>Advance from Client:</b>         |                 |
| Cess-GST                            | 2314297         |
| Interest accrued but not due(BOB)   | 1095            |
| TCS                                 | 67379           |
| TDS On Consultancy Fees F.Y.2023-24 | 24048326        |
| TDS On FD Interest Kotak            | 15559           |
| TDS On FD Interest ICICI            | 146461          |
| TDS On Rent Received                | 228950          |
| TDS On UK Loan                      | 135687          |
| Car Booking                         | 143975          |
|                                     | <b>27101729</b> |

