

INDO JATALIA HOLDINGS LIMITED

Reg. add : 17 BASEMENT DEFENCE ENCLAVE, VIKASH MARG,
Delhi, India, 110092

CIN: U51109DL1994PLC195260,**Email :** indojataliaholding@gmail.com

NOTICE OF A.G.M.

NOTICE IS HEREBY GIVEN THAT THE 31TH ANNUAL GENERAL MEETING OF THE MEMBERS OF INDO JATALIA HOLDINGS LIMITED, WILL BE HELD ON SATURDAY, 30TH DAY OF SEPTEMBER 2025 AT 11:30 A.M. AT ITS REGISTERED OFFICE 17 BASEMENT DEFENCE ENCLAVE, VIKASH MARG DELHI, INDIA, 110092 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial year ended 31st March, 2025, including the Audited Balance Sheet as at March 31, 2025, the statement of Profit and Loss for the year ended on that date and the Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To re-appoint Mr. Shaleen Jain (DIN 08171282), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

3. To Regularize the appointment of Mr. Vasu Goyal (07939229) who was appointed as Additional Director.

For and on behalf of the Board of Directors
Indo Jatalia Holdings Limited

Place: -DELHI

Date: -08/09/2025

Sd/-

SHALEEN JAIN

Director

DIN :08171282

Sd/-

RUPANSHU JAIN

Director

DIN : 08442201

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 Hours before the commencement of the AGM. Proxies submitted on behalf of Companies, Societies etc., must be supported by appropriate resolutions / authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. A statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM is annexed hereto.
4. Members are requested to notify change in address (if any) immediately, at the Registered Office of the Company.
5. Members, Proxies and Authorized Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No.
6. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

By Order of the Board
For INDO JATALIA HOLDINGS LTD

Sd/-
Rupanshu Jain
Director

Date: 08/09/2025
Place: Delhi

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CIN: U51109DL1994PLC195260, Email : indojataliaholding@gmail.com

DIRECTORS' REPORT

Dear Shareholders

Your Directors are pleased to present the 31th Annual Report together with the Audited Financial statements for the year ended 31st March, 2025.

Financial Results

Particulars	31.03.2025 (Rs.)	31.03.2024 (Rs.)
Revenue from Operations	114800.76	102807.15
Other Income	439.91	10701.15
Expenses	112233.50	113262.31
Profit/Loss before Tax	3007.17	245.99
Tax expense	469.12	(1394.35)
Profit/Loss after Tax	2538.05	(1148.36)

Operations and State of Company's affairs

During the year under review your company did well. Your directors expect that the company will achieve new heights in the ensuing year.

Industrial Relation

Industrial relation continues to be cordial. Your directors express deep appreciation for the dedicated services rendered by workers, staff and officers of the company.

Meetings of the Board

Two meetings of the Board of Directors were held during the year. Details of these are as follows:

Date	Board Strength	No. of directors present
30/01/2025	2	2
17/08/2024	2	2

Dividend:-

Your Directors do not recommend any dividend for the current year, as all the funds generated during the year are required to be reinvested to strengthen the capital base of the company.

Deposits:-

The Company has not accepted any deposits from public within the meaning of Chapter-V of the Companies Act 2013 & the rules framed there under

Directors' Responsibility Statement

Pursuant to requirement under sub-section (3) and (5) of Section 134 of the Companies Act, 2013, with respect to Directors' Responsibility Statement, your directors state that:

- i. In the preparation of the Annual Accounts, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- ii. The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March 2025 and of the profit/loss of the company for that period;
- iii. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. The Directors have prepared the annual accounts on a 'going concern' basis.
- v. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Contracts and arrangements with related parties

There are no contracts/arrangements with the related parties during the year.

Directors and Key Managerial Personnel

During the period under review, no changes have been made in the composition of Board of Director and KMP and as per the declaration received from Directors under section 164 of the Companies Act, 2013 none of the director is disqualified.

Auditors

Statutory auditors

Pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s Girotra & Co. Chartered Accountants, FRN 025056N to be Statutory Auditor of the Company

The Notes to Accounts referred to in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

Material changes and commitments affecting financial position between the end of the financial year and date of report:-

There are no such changes during the year.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of business, including adherence to the 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 timely preparation of reliable financial disclosures.

RISK MANAGEMENT

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment, along with the cost of treating risks and incorporates risk treatment plans in its strategy, business and operational plans.

Your Company, through its risk management process, strives to contain impact and likelihood of the risks within the risk appetite as agreed from time to time with the Board of Directors.

INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all levels.

INVESTOR RELATIONS

Your Company always endeavors to keep the time of response to shareholders request/ grievances at the minimum. Priority is accorded to address all issues raised by the shareholders and provide them a satisfactory reply at the earliest possible time. The Shareholders Grievances Committee of the Board meets periodically and reviews the status of the Shareholders Grievances.

COST AUDITOR

The provision of maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company.

RBI NORMS

The Company has complied with all the necessary applicable prudential norms of RBI for NBFC companies during the year under review.

SECRETARIAL STANDARDS

The Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Companies Secretaries of India.

PREVENTION OF SEXUAL HARASSMENT AT WORK PLACES

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. Further, the Company's Audit Committee look into the matter for its office of the Company in compliance with the above mentioned Act and Rules. For the financial year 2024-25, no case of sexual harassment was pending at the beginning, no case was received during the year nor did any case remain pending at the end of the year.

COMMITTEES MEETINGS

A) AUDIT COMMITTEE

The Company is not covered under Section 177 (1) of the Act and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Hence, there is no need to constitute an Audit Committee in our Company.

B) NOMINATION AND REMUNERATION COMMITTEE

The Company is not covered under Section 178 (1) of the Act and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Hence, there is no need to constitute a Nomination and Remuneration Committee in our Company.

AUDITORS REPORT

The Auditors' Report for fiscal 2023 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENT MADE WITH RELATED PARTIES

Particulars of Contacts or Arrangement with Related Parties referred to in section 188 (1) of the Companies Act, 2013 is appended in Balance sheet.

TRANSFER TO RESERVES

Our Company has not transferred any amount to Special Reserve as required by Section 45-IC of the RBI Act, 1934.

STATUTORY INFORMATION REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGES AND OUTGO

Statement containing the necessary information as required u/s 134(3) read with Companies (Accounts) Rules, 2014 is given are as under:

Current Year	Previous Year		
		2024-25	2023-2024
Energy Conservation		Nil	Nil
Technology Absorption		Nil	Nil
Foreign Exchange Earnings and Outgoing		Nil	Nil

DIRECTORS

Articles of Association of the Company provide that at least two-third of our Directors shall be subject to retirement by rotation. One-third of these retiring Directors must retire from office at each Annual General Meeting of the Shareholders. The Retiring Directors are eligible for re-election.

Mr. Shaleen Jain, Director, liable to retire by rotation and being eligible offer himself for re-appointment at the ensuing Annual General Meeting of the Company.

SUBSIDIARIES/JOINT VENTURES/ASSOCIATE COMPANIES

The Company does not have any subsidiary, Joint Ventures and Associate Company.

Details in respect of frauds reported by auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government;

There were no such frauds reported by auditors

Details of significant and material orders passed by the regulators or courts or tribunals

No significant and material orders were passed by the regulators or courts or tribunals which affect the going concern status and future operation of the company.

Acknowledgement

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, Government Authorities, customers, vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board of Directors

	Sd/-	Sd/-
Place: -DELHI	SHALEEN JAIN	RUPANSHU JAIN
Date: -08/09/2025	Director	Director
	DIN : 08171282	DIN : 08442201

FORM NO. AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions' N.A	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Date of approval by the Board	
	Amount paid as advances, if any	