

INDO JATALIA HOLDINGS LIMITED
202/203-AT-76 S/F VIJAY BLOCK LAXMI NAGAR DELHI 110092,
New Delhi, Delhi, India - 110092
CIN U51109DL1994PLC195260,
Email: indojataliaholding@gmail.com

NOTICE OF A.G.M.

NOTICE IS HEREBY GIVEN THAT THE 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF INDO JATALIA HOLDINGS LIMITED, WILL BE HELD ON MONDAY, 30TH DAY OF SEPTEMBER 2024 AT 11:30 A.M. AT ITS REGISTERED OFFICE 202/203-AT-76 S/F VIJAY BLOCK LAXMI NAGAR DELHI 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, 2024, including the Audited Balance Sheet as at March 31, 2024, 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.
3. **APPOINTMENT OF STATUTORY AUDITOR**

"RESOLVED THAT pursuant to the provisions of section 139(6) of the Companies Act, 2013 and any other applicable provisions, including any modifications thereto for the time being in force, M/s. Girotra & CO. (FRN: 025056N), Chandigarh be and is hereby appointed as the Auditors of the company to hold office till the conclusion of the 35th annual general meeting of the company to be held in the year 2029.

"RESOLVED FURTHER THAT M/s. Girotra & CO. (FRN: 025056N), is appointed for the said tenure at remuneration as may be fixed by the Board of Directors in consultation with the Auditors on such terms and conditions as may be mutually agreeable.

"RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby severally authorised to file necessary form with the Registrar of Companies, and to do all such acts, deeds and things to give effect to the foregoing resolution".

SPECIAL BUSINESS

4. To Regularize the appointment of Mr. Gaurav Arora (08285477) who was appointed as Additional Director.

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

Place: -DELHI

SHALEEN JAIN

RUPANSHU JAIN

Date: -07/09/2024

Director

Director

DIN :08171282

DIN: 08442201

Notes:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HER /HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

The Form/ Instrument Appointing Proxy Should, However, be Deposited at the Registered Office of the Company at Registered Office: 202/203-AT-76 S/F Vijay Block Laxmi Nagar Delhi 110092 Not Less Than Forty-Eight Hours Before the Commencement of the Meeting.

- 2) A proxy form is enclosed herewith. A person can act as proxy on behalf of members not exceeding 50 (fifty) and holding in aggregate not more than 10 (ten) percent of the total share capital of the Company. Provided that a member holding more than 10 (ten) percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member.
- 3) During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at anytime during the business hours of the Company, provided that not less than three days of advance notice in writing is given to the Company.
- 4) Where a body corporate which is a member of the company authorizes any person to act as its representative at the meeting of the members of the company, a copy of the resolution of the Board of Directors or other governing body of such body corporate authorizing such person to act as its representative at the meeting, and certified to be a true copy by a director, the manager, the secretary, or other authorised
- 5) officer of such body corporate shall be lodged with the company at its registered office not later than 48 hours before the meeting.
- 6) A Minor shall not be appointed as a Proxy.
- 7) Members/Proxies should fill in the Attendance Slip for attending the Meeting and bring their Attendance Slips. All the persons attending the Meeting are advised to bring their original photo identity cards for verification.
- 8) The notice is being sent to all the members, whose names appeared in the register of members/ Record of Depositories on 7th September, 2024. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the member as on that date.
- 9) The route map to the venue of the Meeting is enclosed herewith and forms an integral part of the notice and Laxmi Nagar Metro Station is a prominent location near the venue of the Meeting.

- 10) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 11) The voting rights of shareholders shall be in proportion of the shares held by them in the paid up equity share capital of the Company as on record date i.e. 7th September, 2024 as per the Register of Members of the Company.
- 12) All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (10.00 a.m. to 5.00 p.m.) on all working days except Saturdays and Sundays, up to and including the date of the Meeting of the Members of the Company.

**By Order of the Board
For INDO JATALIA HOLDINGS LTD**

**Rupanshu Jain
Director**

Date: 07/09/2024

Place: Delhi

INDO JATALIA HOLDINGS LIMITED
500; 5th Floor; ITL Twin Tower; Netaji Subhash Place; Pitampura; Delhi; North Delhi;
Delhi; 110034; India.
CIN U51109DL1994PLC195260,
Email: indojataliaholding@gmail.com

DIRECTORS' REPORT

Dear Shareholders

Your Directors are pleased to present the **30th** Annual Report together with the Audited Financial statements for the year ended 31st March, 2024.

Financial Results

Particulars	31.03.2024 (Rs.)	31.03.2023 (Rs.)
Revenue from Operations	102807.15	3,47,747.26
Other Income	10701.15	934.73
Expenses	113262.31	347756.66
Profit/Loss before Tax	245.99	915.34
Tax expense	(1394.25)	(210.13)
Profit/Loss after Tax	(1148.36)	705.20

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

Nine meetings of the Board of Directors were held during the year. Details of the same are as follows:

Date	Board Strength	No. of directors present
31/07/2023	3	3
07/09/2023	3	3
08/09/2023	3	3
28/09/2023	3	3
12/10/2023	3	3
07/11/2024	3	3
24/01/2024	3	3
22/02/2024	3	3
09/03/2024	3	3

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 2024 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 2023-24, 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 2024 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 transferred amount of Rs. 14104 /- to Special Reserve as required by Section 45-IC of the RBI Act, 1934.S

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		
		2023-24	2022-2023
Energy Conservat		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 (DIN 08171282), 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
Indo Jatalia Holdings Limited**

Place: -DELHI

SHALEEN JAIN

RUPANSHU JAIN

Date: -07/09/2024

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	
	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	