STPL COMMTRADE PRIVATE LIMITED

CIN: U46300KA2024PTC192554

7th Block, Gandhinagar Bye Pass Road, Virajpet, Kodagu- 571218, Karnataka, India.

Phone: 9945694963

Email: stplcommtrade@gmail.com

BOARD'S REPORT

To
The Members of
STPL COMMTRADE PRIVATE LIMITED
CIN: U46300KA2024PTC192554

Your Directors present their First Annual Report on the state of affairs of the Company together with the Audited Statement of Accounts and the Auditors' Report of the Company for the from August 30, 2024(date of incorporation) to March 31, 2025.

FINANCIAL HIGHLIGHTS

The summarized financial performance of the Company for the period from August 30, 2024 to March 31, 2025 is given below:

[Amount in INR Hundred]

Particulars	**Standalone**
	for the period from August 30, 2024 to March 31, 2025
Revenue from Operation	-
Other Income	-
Gross Income	-
Total Expenses	-
Net Profit/ (Loss) Before Tax	-
Tax Expenses	-
- Current Tax	-
- Deferred Tax	-
- Excess provision of Income tax	-
Net Profit/ (Loss) After Tax	-
Opening Balance of Profit & Loss A/c	-
Add: Profit/ (Loss) for the year	-
Transfers:	-

- General Reserves	-
Closing Balance of Profit & Loss A/c	-
Earnings per share	-
- Basic	-
- Diluted	-

REVIEW OF OPERATIONS:

During the period under review, the Company did not undertake any business transactions and consequently, did not generate any revenue or profit.

For the financial year ended 31st March, 2025, no amount was carried to General Reserve Account by the Company.

STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

The Company is a private limited Company domiciled in India and incorporated under the provisions of the Companies Act, 2013 on August 30, 2024 as a Wholly Owned Subsidiary of ("the company") Shanthala FMCG Products Limited. The Company was incorporated to carry out the business of preserving, reigning, packing, bottling, prepare, market, import, export, prepare, buy, sell, deal in and carry on the trading in all types of foods and beverages, but this year company was unable to commence its business activities due to various technical reasons. The Company is contemplating to commence the same.

CHANGE IN NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company during the period under review 2024-25.

DIVIDEND:

No Dividend was declared for the current financial year due to conservation of Profits for future years.

SHARE CAPITAL:

As on 31st March, 2025, the Authorised Share Capital of the Company is INR 1,00,000.00 (Indian Rupees One lakh only) divided into 10,000 (Ten Thousand) Equity Shares of INR 10.00 each and Issued, Subscribed and Paid up Share capital of the Company is INR 1,00,000.00 (Indian Rupees One Lakh only) divided into 10,000.00 (Ten Thousand) Equity Shares of INR 10.00 each.

BOARD OF DIRECTORS:

The Board of Directors of the Company consists of eminent persons with considerable professional expertise and experience in business and industry, finance, management, Compliance etc.

The details of the Directors of the Company as on March 31, 2025 are as under:

Particulars / Name of Directors	Designation	Date of appointment	No. of shares held in the Company
Mr. B Manjunath Mallya	Director	30/08/2024	01 (Nominee of Wholly Owned Holding Company)
Ms. Shobitha Malya	Director	30/08/2024	NIL

- Demise of Director

On May 20, 2025, Mr. Yogish Mallya was appointed as an additional Director of the company to be regularized in the upcoming Annual General Meeting, resolution in this behalf is set out at Item No 02 of the Notice of Annual General Meeting, for Members' approval.

Mr. B Manjunath Mallya (DIN: 06793251), Director of the Company, passed away on July 08, 2025. The Board of Directors expresses its profound grief on the untimely demise of Mr. B. Manjunath Mallya, whose passing is an irreparable loss to the Company. His presence, wisdom, and counsel will be profoundly missed and forever remembered.

MEETINGS OF THE BOARD OF DIRECTORS:

During the Financial Year 2024-25, 4 (Four) board meetings of the Board of Directors of the Company held as per Section 173 of Companies Act, 2013 and Secretarial Standard which is summarized below.

The provisions of Companies Act, 2013 and Secretarial Standard were adhered to while considering the time gap between two meetings and others.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	23/09/2024	2	2
2	25/10/2024	2	2
3	03/12/2024	2	2
4	19/03/2025	2	2

The necessary quorum was present at all the Board Meetings.

DECLARATION OF INDEPENDENT DIRECTORS:

During the financial year, the Company has not appointed any Independent Directors, as the provisions relating to the appointment of Independent Directors under Section 149(4) of the Companies Act, 2013 are not applicable to private companies that do not meet the prescribed thresholds.

DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

(a) that in the preparation of the annual accounts for the Financial Year 2024-25, the applicable accounting standards have been followed along with proper explanation relating to material departures;

(b) that the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) that the directors have prepared the annual accounts on a going concern basis;

(e) that the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS AND AUDITORS' REPORT:

The Board of Directors of the Company at its Board Meeting held on September 23, 2025, had appointed M/s. Kale Malde & Co, Chartered Accountants (Firm Registration no. 154422W) as the first Statutory Auditors of the Company to hold office until the conclusion of first Annual General Meeting.

As per the provisions of Section 139 (1) of the Companies Act, 2013, the firm of Statutory Auditors can be re-appointed for a further period of five years. The Board, subject to the approval of the shareholders, considered the re-appointment of M/s. Kale Malde & Co, Chartered Accountants (Firm Registration no. 154422W) as the Statutory Auditors of the Company from the conclusion of the first annual general meeting till the conclusion of the sixth annual general meeting to be held in the year 2030.

M/s. Kale Malde & Co, Chartered Accountants (Firm Registration no. 154422W) have given their written consent and a certificate that they are eligible to be re-appointed as Statutory Auditors of the Company as per conditions prescribed under Sections 139 and 141 of the Companies Act, 2013.

DISCLOSURE PURSUANT TO SECTION 134(2)(CA)

During the year under review, no frauds were reported by Statutory Auditors under the provisions of Section 143 (12) of the Companies Act, 2013.

EXPLANATION AS REQUIRED UNDER SEC 134(3)(F)(I) OF THE COMPANIES ACT, 2013:

There are no qualifications or adverse remarks in the Auditors' Report which requires any clarification/ explanation. The Notes on financial statements are self-explanatory and needs no further explanation.

COST AUDITORS :

Pursuant to Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014, the provisions regarding the appointment of cost auditor and maintenance of cost accounts and records do not apply to the company.

INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY:

The Company does not have any Subsidiary, Joint venture or Associate Company.

PARTICULARS OF LOANS GRANTED, GUARANTEE PROVIDED ANDINVESTMENTS MADE:

During the year under review, the Company has not made any Loans, Guarantees and Investments pursuant to Section186 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS:

The particulars as required under the provisions of section 188(1) of the Companies Act, 2013in respect of Related Party Transactions entered into by the company with promoters, Directors, Key Managerial Personnel or other designated persons in form AOC-2 have not been furnished as there were no related party transactions entered during the period under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

A. Conservation of Energy:

We continue to strengthen our energy conservation efforts. We are always in lookout for energy efficient measures for operation, and value conservation of energy through usage of latest technologies for quality of services. Although the equipments used by the Company are not energy sensitive by their very nature, still the Company is making best possible efforts for conservation of energy, which assures that the computers and all other equipments purchased by the Company strictly adhere to environmental standards, and they make optimum utilization of energy.

B. Research and Development (R&D)

The Company believes that in order to improve the quality and standards of services, the Company should have a progressive Research and Development Process, which should keep on increasing along with the scale of operations of the Company.

C. Technology absorption, adaptation and innovation

In this era of competition, in order to maintain and increase the clients and customers, we need to provide best quality services to our clients and customers at minimum cost, which is not possible without innovation, and adapting to the latest technology available in the market for providing the services.

D. Foreign Exchange Earning and Outgo

During the financial year under review, there were no foreign earnings or expenditure.

RISK MANAGEMENT:

Risk management is the identification, assessment and prioritization of risks followed by coordinated and economical application of resources to minimize, monitor and control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. Risk management's objective is to assure uncertainty does not deviate the endeavor from the business goals. The Company has in place a mechanism to inform the Board about the risk assessment and minimization procedures and periodical review to ensure that management controls risk through means of a properly defined framework.

DISCLOSURE UNDER THE SEXUAL HARASSMENT AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company does not fall under the criteria of disclosure under Sexual harassment at workplace (Prevention, Prohibition and Redressal) Act, 2013. Accordingly, there is no requirement to make disclosure under the relevant provisions of the Act. However, the company has taken all the resort towards the prevention of any cases under Sexual Harassment at Workplace to the extent possible.

VIGIL MECHANISM / WHISTLE BLOWER:

The Company does not fall under the criteria of Section 177(9) of Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 so there is no requirement to constitute Vigil Mechanism and Whistle Blower policy thereof.

INTERNAL FINANCIAL CONTROL SYSTEM:

The Company has an adequate Internal Financial Control System which commensurate with the size, scale and complexity of its operations in all material respect and were operative effectively during the financial year under review and were also periodically reviewed by management and statutory auditors.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:

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

ANNUAL RETURN:

Pursuant to Notification dated 28th August, 2020 issued by the Ministry of Corporate Affairs as published in the Gazette of India on 28thAugust, 2020, the details forming part of the extract of Annual Return in Form MGT-9 is not required to be annexed herewith to this report. However, the Annual Return will be made available at the website of the Company, if any.

MATERNITY BENEFIT COMPLIANCE:

During the year under review, the provisions relating to Maternity Benefits Act, 1961 and relevant rules thereunder were not applicable to the Company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

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

PARTICULARS OF EMPLOYEES:

The provisions section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Amendment Rules, 2016 is not applicable to the Company being a Private Limited nor any of the employees of the Company are in receipt of remuneration exceeding the prescribed limits.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

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

DEPOSITS:

The Company has neither accepted nor renewed any fixed deposits during the year under review under Section 73 of the Companies Act, 2013. There are no unclaimed deposits, unclaimed / unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2025.

CORPORATE SOCIAL RESPONSIBILITY:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

DISCLOSURE UNDER RULE 8 (xi) OF THE COMPANIES (ACCOUNTS) RULES, 2014:

No application was made by the Company nor any proceedings were initiated/pending against it under the Insolvency and Bankruptcy Code 2016 (31 of 2016), hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year alongwith their status as at the end of the financial year is not applicable to the Company.

GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the financial year 2024-25:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees Stock Option Scheme as referred to in this Report.

ACKNOWLEDGEMENT:

Your Directors expressed their sincere appreciation of the co-operation and assistance received from all concerned parties during the year under review.

For and on behalf of the Board of Directors
STPL COMMTRADE PRIVATE LIMITED

STPL COMMTRADE PRIVATE LIMITED KODAGU

Shobitha Malya	**Yogish Mallya**
Director	**Director**
DIN: 06793259	**DIN: 10134602**

Date: 18/09/2025
Place: Kodagu

Kale Malde & Co.
Chartered Accountants

1, Shivkrupa Building
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Dombivali (East)- 421 201
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alpesh1804@gmail.com

INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS OF STPL COMMTRADE PRIVATE LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **STPL COMMTRADE PRIVATE LIMITED**, which comprise the Balance Sheet as at **31/03/2025**, the Statement of Profit and Loss, for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Auditor's Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31/03/2025**, and it's no profit no loss for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read such other information as and when made available to us and if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

KALE MALDE & CO. DOMBIVALI FRN: 154429W CHARTERED ACCOUNTANTS

Kale Malde & Co.
Chartered Accountants

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Responsibility of Management and Those Charged with Governance (TCWG)

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position , 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.
Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

KALE MALDE & CO.
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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

This report doesn't include a statement on the matters specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2020, issued by the Central Government of India, in terms of sub section 11 of section 143 of the companies Act, 2013 since in Our opinion and according to the information and explanation given to us, the said order is not applicable to the company.

As required by Section 143 (3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss, and dealt with by this Report are in agreement with the books of account.

KALE MALDE & CO.
DOMBIVALI
FRN. 154…W
CHARTERED ACCOUNTANTS

Kale Malde & Co.
Chartered Accountants

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(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on **31/03/2025** taken on record by the Board of Directors, none of the directors is disqualified as **31/03/2025** from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, clause (i) of section 143(3) of Companies Act 2013 is not applicable as per Notification No. G.S.R. 464(E) dated 13th day of June, 2017.

(g) The provisions of Section 197 read with Schedule V of the Act are not applicable to the Company for the period ended **31 March, 2025** since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable.

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.

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v. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

vi. Based on our examination, which includes test checks, the company has used an accounting software for maintaining its books of account for the period ended **31st March, 2025**, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2024, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the period ended as on **31st March, 2025.**

FOR KALE MALDE & CO.
(Chartered Accountants)
Reg No. :0154422W

(CA. Alpesh Malde)
Partner
M.No: 138034
Date: 22/05/2025
Place: Dombivli

STPL COMMTRADE PRIVATE LIMITED
CIN:U46300KA2024PTC192554
Standalone Balance Sheet as at March ,2025

All amounts in INR in Hundreds, unless otherwise stated

Particulars	Note	As at	As at
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	1000.00	-
Reserves and Surplus	-	-	-
		1000.00	**-**
Current liabilities			
Short-Term Borrowings	4	50.00	-
Trade Payables			
total outstanding dues of micro and small enterprises	-	-	-
total outstanding dues of creditors other than micro	-	-	-
Other current liabilities	5	286.83	-
		336.83	**-**
TOTAL EQUITY AND LIABILITIES		**1336.83**	**-**
II. ASSETS			
Non-current assets			
Property, Plant and Equipment and Intangible Assets			
Property, Plant and Equipment	-	-	-
Intangible assets	-	-	-
Other non-current assets	6	286.83	-
		286.83	**-**
Current assets			
Inventories	-	-	-
Trade Receivables	-	-	-
Cash and Cash Equivalents	7	1050.00	-
Short-term loans and advances	-	-	-
Other current assets	-	-	-
		1050.00	**-**
TOTAL ASSETS		**1336.83**	**-**

The accompanying notes are an integral part of the Financial Statements
As per our report of even date attached

For Kale Malde & Co.
Chartered Accountants
Firm Regn No : 154422W

CA Alpesh Malde
Partner
Membership No : 138034
Date: 22/05/2025
Place : Dombivli

For and on behalf of Board of Directors
STPL COMMTRADE PRIVATE LIMITED

B Manjunath Mallya	**B Shobitha Mallya**
Director	**Director**
DIN : 06793251	DIN : 06793259
Date: 22/05/2025	Date: 22/05/2025
Place: Kodagu	**Place: Kodagu**

STPL COMMTRADE PRIVATE LIMITED
CIN:U46300KA2024PTC192554
Standalone Statement of Profit And Loss for the year ended March 31,2025

All amounts in INR in Hundreds, unless otherwise stated

Particulars	Note	Year ended	Year ended
INCOME			
Revenue From Operations	-	-	-
Total Income		-	-
EXPENSES			
Cost of Materials Consumed	-	-	-
Purchases of Stock In Trade	-	-	-
Employee Benefits Expense	-	-	-
Depreciation and Amortisation Expense	-	-	-
Other Expenses	-	-	-
Total Expenses		-	-
Profit before tax		-	-
TAX EXPENSES			
Current Tax	-	-	-
PROFIT FOR THE YEAR		-	-
EARNINGS PER EQUITY SHARE			
Basic (Face value of Rs.10 each)	-	-	-
Diluted (Face value of Rs.10 each)	-	-	-

The accompanying notes are an integral part of the Financial Statements
As per our report of even date attached

For Kale Malde & Co.
Chartered Accountants
Firm Regn No : 154422W

CA Alpesh Malde
Partner
Membership No : 138034
Date: 22/05/2025
Place : Dombivli

For and on behalf of Board of Directors
STPL COMMTRADE PRIVATE LIMITED

B Manjunath Mallya
Director
DIN : 06793251
Date: 22/05/2025
Place: Kodagu

B Shobitha Mallya
Director
DIN : 06793259
Date: 22/05/2025
Place: Kodagu

STPL COMMTRADE PRIVATE LIMITED
CIN:U46300KA2024PTC192554
Standalone Statement of Cash Flows for the Year Ended March,2025

All amounts in INR in Hundreds, unless otherwise stated

Particulars	Year ended	Year ended
A. CASH FLOW FROM OPERATING ACTIVITIES		
Increase / (Decrease) in Other liabilities	286.83	-
Decrease / (Increase) in Other assets	-286.83	-
Cash generated from / (used in) Operations	**-**	**-**
Income taxes paid	-	-
Net Cash generated from / (used in) Operating Activities	**-**	**-**
B. CASH FLOW FROM INVESTING ACTIVITIES		
Net Cash generated from / (used in) Investing Activities	**-**	**-**
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Share capital	1000.00	-
Proceeds from Short-Term Borrowings	50.00	-
Net Cash generated from / (used in) Financing Activities	**1050.00**	**-**
Net Increase / (Decrease) In Cash and Cash Equivalents	**1050.00**	**-**
Cash and Cash Equivalents at the Beginning	-	-
Cash and Cash Equivalents at the End	**1050.00**	**-**

The accompanying notes are an integral part of the Financial Statements
As per our report of even date attached

For Kale Malde & Co.
Chartered Accountants
Firm Regn No : 154422W

CA Alpesh Malde
Partner
Membership No : 138034
Date: 22/05/2025
Place : Dombivli

For and on behalf of Board of Directors
STPL COMMTRADE PRIVATE LIMITED

B Manjunath Mallya
Director
DIN : 06793251
Date: 22/05/2025
Place: Kodagu

B Shobitha Mallya
Director
DIN : 06793259
Date: 22/05/2025
Place: Kodagu

STPL COMMTRADE PRIVATE LIMITED

CIN:U46300KA2024PTC192554

Notes forming part of the Standalone Financial Statements for the year ended 31st March, 2025

1 **General Information**

STPL COMMTRADE PRIVATE LIMITED (the 'Company') is a Private Limited Company, domiciled in India with its registered office located at 7th Block, Gandhinagar Bye Pass Road, Virajpet, Kodagu,Karnataka, India, 571218. The Registration Number of the Company is U46300KA2024PTC192554. The Company is engaged in the business of Trading of foods, beverages items, etc.

2 **SIGNIFICANT ACCOUNTING POLICY**

1 **Basis of Preparation:**

The financial statements have been prepared under historical cost conversion or accrual basis of accounting and in accordance with generally accepted accounting principles and the mandatory accounting standards issued by ICAI. The accounting policies, in all material respects, have been consistently applied, and or consistent with this in the previous year. The estimates and Assumptions used in the preparation of financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements, which may differ from the actual results at a subsequent date. Differences between the actual and estimates are recognized in the period in which the results are materialized

Use of estimates: The preparation of financial statements requires the management to make judgments, estimates and assumptions that effect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the managements best knowledge of correct events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets and liabilities in future periods.

Changes in Accepting Policy: There is no change in accounting policy during the period

2 **Method of Accounting**

The Books of Accounts are maintained using accrual basis of accounting. The preparation of the financial statements in conformity with GAAP requires Management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosure relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provision for doubtful debts, future obligations under employee retirement benefit plans, income taxes and the useful lives of fixed assets and
intangible assets.
Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Future results could differ from these estimates.

3 **Plant, Property and Equipment (PPE)**

(i) PPE is recognised when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably.
(ii) All PPEs are stated at original cost including non-refundable purchase taxes and any directly attributable costs of bringing the assets to its working condition for its intended use, net of tax/ duty credits availed, if any, after deducting resale/ trade discount less accumulated depreciation and accumulated impairment losses if any. Gains and losses arising from disposal of assets are recognised in statement of profit and loss in the year of disposed. The assets is derecognised on disposal or no economic benefit flow to the companies.
(iii) Subsequent costs are included in the assets carrying amount or recognised as a separate assets as appropriate, only when it is probable that future economic benefits associated with them will flow to the company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to Statement of Profit and Loss during the period in which they are incurred.

4 **Deprecation :**

Depreciation on PPE for the year have been provided on written down value method prorate for the period of use, as per the useful lives prescribed under schedule-II to the companies Act, 2013.

5 **Investments :**

Long-term investments are valued at cost. Provision for diminution, if any, in the value of investments is made to recognize a decline, other than temporary

Current investments are stated at the lower of cost and fair value, computed individually for each investment. In case of investments in mutual funds which are unquoted, net assets value is taken as fair value.

6 **Borrowing Costs :**
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets

7 **Preliminary Expenditures :**
Preliminary expenditure has been w/off for five years

8 **Inventories:**
Valuation of Inventories: Inventories are valued at cost price excluding GST. Company is having the policy that the GST on purchase and sales are considered as non revenue item. GST collected is set off against GST paid on purchase and the difference is paid.

9 **Revenue Recognition:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the entity and the revenue can be reliably measured. Interest income is recognized on the time proportion basis taking into account the amount outstanding and applicable interest rate. However the management has relied on certificates and confirmations issued by the depositee. All revenue from services recognized which is relating to the period. The revenue is recognized net of taxes carrying on such services.

10 **Purchases:**

Purchases are exclusive of GST Tax charged by the suppliers. It also includes cost of Insurance, freight and octroi.

11 **Sundry Debtors:**
The sundry debtors are stated after writing off debts considered as bad. Bad debts are written off during the period in which they are identified.

12 **Taxes on income:**
Provision for current tax is made, based on the tax payable under the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit, which is equal to the excess of MAT (calculated in accordance with provisions of section 115JB of the Income tax Act, 1961) over normal income-tax is recognized as an asset by crediting the Profit and Loss Account only when and to the extent there is convincing evidence that the Company will be able to avail the said credit against normal tax payable during the period of ten succeeding assessment year.

Deferred tax on timing differences between taxable income and accounting income is accounted for, using the tax rates and the tax laws enacted or substantially enacted as on the balance sheet date. Deferred tax assets on unabsorbed tax losses and unabsorbed tax depreciation are recognized only when there is a virtual certainty of their realization. Other deferred tax assets are recognized only when there is a reasonable certainty of their realization.

13 **Impairment:**
The Company makes reasonable estimate of the carrying value of tangible and intangible assets for any possible impairment at each balance sheet date. An impairment loss is recognized when the carrying amount of an asset exceeds its recoverable amount. In assessing the recoverable amount, the estimated future cash flows are discounted to their present value at appropriate discount rates.

14 **Earning Per Shares:**
In accordance with Accounting Standard-20 “Earning per Share” issued by the Institute of Chartered Accountants of India, Basic earning per shares is computed by using weighted average number of shares outstanding during the year.

15 **Borrowing Cost**
Borrowing Cost directly attributable to the construction of the qualifying assets are capitalised as part of the cost. Interest paid accounted net of reimbursed

16 **Provision for Contingent Liabilities and Assets**

Provision for Contingent Liabilities and Assets Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the Notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

17 **Details of dues to micro, small and medium enterprises as per Msmed act 2006:**
Steps have been taken to identify the suppliers who qualify under the definition of micro and small enterprises, as defined under the Micro, Small and Medium Enterprises Development Act 2006. Since no intimation has been received from the suppliers regarding their status under the said Act as at 31st March 2023, disclosures relating to amounts unpaid as at the year end, if any, have not been furnished. In the opinion of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act, is not expected to be material.

18 Previous Period figures is not avilbale as the company is incorporate in current finanical year.

19 In the absence of confirmations, the entries recorded in the books of accounts have been relied upon, and therefore, such balances are as per the books of accounts of the company.

20 In the opinion of the board, unless otherwise stated in the Balance Sheet and schedules attached thereto, the current assets and loans and advances as stated in the balance sheet are approximately of the value realisable in the ordinary course of business and provisions for all known liabilities for the period have been made in the books of accounts of the company.

21 The Company is small and medium sized company (SMC) as defined in the General Instruction in respect of Accounting Standards notified under the Act, Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.

22 According Polices not specifically referred to are consistent with generally accepted Accounting Practices

The accompanying notes are an integral part of the Financial Statements
As per our report of even date attached

For Kale Malde & Co.
Chartered Accountants
Firm Regn No : 154422W

CA Alpesh Malde
Partner
Membership No : 138034
Date: 22/05/2025
Place : Dombivli

For and on behalf of Board of Directors
STPL COMMTRADE PRIVATE LIMITED

B Manjunath Mallya	**B Shobitha Mallya**
Director	**Director**
DIN : 06793251	DIN : 06793259
Date: 22/05/2025	Date: 22/05/2025
Place: Kodagu	**Place: Kodagu**

3. Share capital

Particulars	As at March 31, 2025	As at March 31, 2024
Authorised		
10,000 (P.Y 00) Equity shares of Rs. 10 each	1000.00	-
Issued, subscribed and fully paid up		
10,000 (P.Y 00) Equity shares of Rs. 10 each	1000.00	-
Total	**1000.00**	**-**

Reconciliation of the number of Equity Shares outstanding

Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	Amount	No. of Shares	Amount
As at the beginning of the period	-	-	-	-
Add : Shares Issued during the period	10,000	1000.00	-	-
Less : Deductions during the period	-	-	-	-
As at the end of the period	**10,000**	**1000.00**	**-**	**-**

Rights, preferences and restrictions attached to shares

The Company has issued only one class of equity shares having a par value of Rs. 10 per share. Each equity shareholder is entitled to one vote per share. 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 proportion to their shareholding. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

Equity Shares held by Holding Company and Subsidiary of Holding Company

Name of the Company	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	% Shares	No. of Shares	% Shares
SHANTHALA FMCG PRODUCTS LIMITED	9,999	99.99%		-
Total	**9,999**	**99.99%**	**-**	**-**

Equity Shares held by Shareholders holding more than 5% shares

Name of the Shareholder	As at March 31, 2025		As at March 31, 2024	
	No. of Shares	% Shares	No. of Shares	% Shares
SHANTHALA FMCG PRODUCTS LIMITED	9,999	99.99%		-
Total	**9,999**	**99.99%**	**-**	**-**

Details regarding number and class of shares for the period of five years immediately preceding March 31, 2025

a) The company has not allotted any shares as fully paid-up without payment being received in cash.
b) The company has not alloted any shares as fully paid up bonus shares.
c) The company has not bought back any of its shares.

Other Details regarding issue of shares

There are no shares reserved for issue under options and contracts / commitments for the sale of shares.
There are no securities convertible into equity or preference shares.
There are no calls unpaid on any shares.
There are no forfeited shares.

Equity Shares held by Promoters at the end of the year

Promoter Name	As at March 31, 2025		As at March 31, 2024		% Change during year
	No. of Shares	%	No. of Shares	%	
BANTWAL MANJUNATH MALLYA	1	0.01%	-	-	100%
SHANTHALA FMCG PRODUCTS LIMITED	9,999	99.99%		-	100%
		-		-	-
Total	**10,000**	**100.00%**	**-**	**-**	

4. Short-Term Borrowings

Particulars	As at March 31, 2025	As at March 31, 2024
Unsecured		
Loans from related parties	50.00	-
Total	**50.00**	**-**

5. Other current liabilities

Particulars	As at March 31, 2025	As at March 31, 2024
Other payables	286.83	-
Total	**286.83**	**-**

6. Other non-current assets

Particulars	As at March 31, 2025	As at March 31, 2024
Other non-current assets	286.83	-
Total	**286.83**	**-**

7. Cash and Cash Equivalents

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with Banks	1050.00	-
Total	**1050.00**	**-**

8 Analytical Ratios

Ratio	Numerator	Denominator	Year	Year	% Variance
Current ratio (in times)	Current assets	Current liabilities	3.12	-	100.00%
Debt - Equity ratio (in times)	Long Term Borrowings + Short Term Borrowings	Equity shareholders' funds	0.05	-	100.00%
Debt Service coverage (in times)	Earnings available for debt service	Total debt service	-	-	-
Return on equity (in %)	Profit after taxes - Preference Dividend	Average equity shareholders' funds	-	-	-
Inventory Turnover (in times)	Revenue from operations	Average inventories	-	-	-
Trade receivables turnover (in times)	Revenue from operations	Average trade receivables	-	-	-
Trade payables turnover (in times)	COGS + Other Expenses - Non Cash	Average trade payables	-	-	-
Net capital turnover (in times)	Revenue from operations	Average of Current assets - Current	-	-	-
Net profit ratio (in %)	Profit after taxes	Revenue from operations	-	-	-
Return on capital employed (in %)	Profit before tax + Finance costs	Average capital employed	-	-	-
Return on investment (in %)	Income from Investments	Time weighted average Investments	-	-	-

Earning available for debt service = Profit for the year (before taxes) + Finance costs + Depreciation and Amortisation Expense
Total debt service = Finance costs + Principal Repayments
Capital employed = Shareholders' funds + Long Term Borrowings + Short Term Borrowings + Deferred Tax Liabilities (Net) - Intangible assets - Intangible Assets under development

9 Other Disclosures
Disclosure requirements as notified by MCA pursuant to amended Schedule III:
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company does not have any Benami Property under Prohibition of Benami Property Transactions Act, 1988.
- The Company has not been declared a wilful defaulter by any lender who has powers to declare a company as a wilful defaulter.
- The Company has no Scheme of Arrangement approved by the competent authority specified under Section 230 to 237 of the Companies Act, 2013.

Previous Period figures is not avilbale as the company is incorporate in current finanical year.

10 Related Party Disclousre

Sr. No.	Name	Realation
1	B. Manjunath Mallya	Director
2	Shobitha Mallya	Director
3	Shanthala FMCG Products Limited	Holding Company

Sr. No.	Name	Nature of Payment	Year ended March 31, 2025	Year ended March 31, 2024
	B. Manjunath Mallya	Short Term Borrwing	50.00	0.00

The accompanying notes are an integral part of the Financial Statements

As per our report of even date attached

For Kale Malde & Co.
Chartered Accountants
Firm Regn No : 154422W

CA Alpesh Malde
Partner
Membership No : 138034
Date: 22/05/2025
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B Manjunath Mallya
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