



Edvenswa Enterprises Limited

CIN: L62099TS1980PLC176617

To
BSE Limited,
Department of Corporate Services,
First Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

Date:-08-09-2025

BSE Security Code: 517170

**Sub: Submission of Annual Report along with Notice of 44th Annual General Meeting (AGM)
of the Company for financial year 2024-2025**

Dear Sir/Madam,

We hereby inform you that 44th Annual General Meeting("AGM") Of the Members of the Company is scheduled to be held on Tuesday, September 30, 2025 at 10:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Pursuant to Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015, we enclosed herewith the Annual Report of the financial year 2024-2025 together with Notice of 44th AGM.

The Notice and Annual Report have been sent through electronic mode to the Members on September 05, 2025. Further, a weblink letter includes the complete path, where the complete details of Annual Report are available, to those Member(s) who have not registered their e-mail address with Company/RTA/Depository. The Annual Report for FY 2024-25 included.

This is for your information and Records.

For Edvenswa Enterprises Limited

Hima Bindu Dulipala
Company Secretary and Compliance Officer
M No -A 35703

Enca/a



Edvenswa Enterprises Limited

44th

**ANNUAL REPORT
2024 - 2025**



Edvenswa Enterprises Limited

Edvenswa Enterprises Limited

Board of Directors

Shri. Uppuluri Sreenivasa Sreekanth	Chairman and Managing Director
Smt. N. Srivani	Independent Director (Woman Director)
Shri. G. Jayachand	Independent Director
Shri. A. Ravikanth	Independent Director

Auditors:

M/s. Venugopal & Chenoy
Chartered Accountants
Opp. Oasis Plaza, Tilak Road,
Abids, Hyderabad - 500001.

Secretarial Auditors:

B S S & Associates

Company Secretaries
Office: Parameswara Apartments
6-3-626, 5th Floor, 5 - A, Anand Nagar,
Khairatabad, Hyderabad - 500004.

Registered Office:

Edvenswa Enterprises Limited

IQ 3-A2, First Floor, Cyber Towers,
HITEC City, Madhapur, Hyderabad,
Shaikpet, Telangana, India - 500081

Share Transfer Agent:

Aarthi Consultants Private Limited

1-2-285, Domalguda
Hyderabad - 500 029.
Email: info@arthiconsultants.com

Listing Stock Exchange — BSE Limited

NOTICE

Notice is hereby given that the 44th Annual General Meeting of the members of M/s.Edvenswa Enterprises Limited will be held on Tuesday, September 30, 2025 at 10:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

Ordinary Business:

1. **To receive, consider and adopt the Standalone and Consolidated Audited Balance Sheets as at March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution**

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, the Reports of the Auditors and Directors thereon, be and is hereby received, considered and adopted".

2. **Re-appointment of Mr. Uppuluri Sreenivasa Sreekanth (DIN:01275332), who retires by rotation as a director and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution**

"RESOLVED THAT Mr. Uppuluri Sreenivasa Sreekanth (DIN:01275332), who retires by rotation as a Director in accordance with Section 152 of the Companies Act, 2013 be and is hereby re-appointed as a Director of the Company, liable to retire by rotation".

Special Business:

3. **To approve the appointment of Secretarial Auditors for the financial years 2025-2026 to 2029-2030**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended from time to time, M/s. B S S & Associates, Company Secretaries (Firm Registration No. 3744) be and are hereby appointed as the Secretarial Auditors of the company to hold office for a period of five consecutive years, from the conclusion of this Annual General Meeting, till the conclusion of the 49th Annual General Meeting of the Company to be held in the calendar year 2030, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the said Firm."

"RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the company, be and is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this Resolution."

For and on behalf of the Board of Directors
Edvenswa Enterprises Limited

Sd/-

Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director

Date: 05/09/2025
Place: Hyderabad

Edvenswa Enterprises Limited

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business is annexed hereto and forms part of the notice.
2. Pursuant to General Circular number 14/2020 dt. 8.4.2020, 17/2020 dt. 13.4.2020, 20/2020 dt.5.5.2020, 28/2020 dt. 17.8.2020, 02/2021 dt. 13.1.2021, 19/2021 dt. 8.12.2021, 21/2021 dt. 14.12.2021, 02/2022 dt. 5.5.2022, 10/2022 dated 28.12.2022, 09/2023 dated 25.09.2023 and 09/2024 dated 19.09.2024 issued by the Ministry of Corporate Affairs (MCA) and SEBI Circular no(s). SEBI/HO/CFD/CMD2/CIR/P/2022/62 dt. 13.05.2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dt. 5.1.2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dt. 07.10.2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dt. 03.10.2024 the companies are allowed to hold the Annual General Meeting through Video Conferencing or Other Audio Visual Means ("VC/ OAVM"), without the physical presence of the Members at a common venue. In compliance with applicable provisions of the Companies Act, 2013 ("Act") read with aforesaid MCA Circulars and SEBI Circulars, the 44th Annual General Meeting of the Company is being conducted through Video Conferencing or Other Audio Visual Means ("VC/OAVM") (hereinafter referred to as "AGM"). In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
4. Members holding shares in physical mode and who have not updated their email addresses with the company are requested to update their email addresses by writing to the company at himabindu@edvenswainc.com or aarthiconsultants@gmail.com along with the copy of the signed request letter mentioning the folio no. name and address of the Member, self-attested copy of the PAN card, and self-attested copy of any document (eg.: Aadhaar) in support of the address of the Member. Members holding shares in dematerialized mode are requested to register or update their email addresses with the relevant Depository Participant.
5. Shareholders are requested to furnish their e-mail addresses to enable the Company to forward all the requisite information in electronic mode. In case of shareholders holding shares in demat form, the email addresses of the shareholders registered with the DP and made available to the Company shall be the registered email ID unless communication is received to the contrary.
6. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Aarthi consultants private limited
7. This AGM Notice and Annual report 2024-2025 is being sent by e-mail only to those eligible Members who have already registered their e-mail address with the Depositories/the DP/the Company's RTA/the Company on 29th August 2025. Members who have not registered their email address are requested to update the email ids with

Company/RTA/ Depository participants respectively and send an email from the registered email id to the Company/ RTA/ himabindu@edvenswainc.com and aarthiconsultants@gmail.com for receiving the Notice of AGM and Annual Report 2024-2025 Any persons who acquire shares and become members of the company after dispatch of Notice of AGM and Annual Report and continues to be a member as on cut-off date, may note that the Notice of AGM and Annual Report 2024-25 will be available on the Company's website www.edvenswa.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL www.evotingindia.com

8. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2024-25 they may send a request from the registered e-mail address to the Company's e-mail address at aarthiconsultants@gmail.com, mentioning their Folio no./ DP ID and Client ID.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with M/s Aarthi Consultancy Private Limited and Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the /AGM will be provided by CDSL.
10. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on Tuesday ,23 September , 2025 (cut-off date) will be entitled to vote during the AGM.
11. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
12. The Register of Members and the Share Transfer Books of the Company will remain closed from Wednesday, September 24, 2025 to Tuesday, September 30, 2025 (both days inclusive), for the purpose of the Annual General Meeting.
13. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.
14. Institutional Members/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/ OAVM on their behalf and to vote through e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to prenukacs@gmail.com with a copy marked to himabindu@edvenswainc.com. Institutional Members/ Corporate Members can also upload their Board Resolution/Power of Attorney/Authority Letter, by clicking on "Upload Board Resolution/Authority letter", etc., displayed under 'e-Voting' tab in their Login.

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15. Members holding shares in physical form, in identical order of names, in more than one folio, are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio.
16. The relevant details, pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on General Meetings issued by the Company Secretaries of India, in respect of Director seeking re-appointment.
17. The voting rights of the shareholders shall be in proportion to their shares of the paid-up share capital of the Company as on the cut-off date.
18. The Statutory Registers and the documents pertaining to the items of business to be transacted at the AGM are available for inspection in electronic mode. The members may write an e-mail to himabindu@edvenswainc.com and the Company shall respond suitably.
19. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.edvenswa.com. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Aarthi Consultants Private Limited(RTA) in case the shares are held in physical form.
20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in electronic format, therefore, are requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Shareholders holding shares in physical form may submit their PAN and other details to the company's R&T Agents in accordance with SEBI Circular SEBI/HO/MIRSD/ DOP1/CIR/P/2018/73 dated 20 April 2018.
21. Members may kindly note that in accordance with SEBI Circular reference SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, the Company has registered on the newly launched SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>. Members may feel free to utilize this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS: CDSL e-Voting System - For Remote e-voting and e-voting during AGM.

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

2. The Board of Directors has appointed Mrs. Renuka, Practicing Company Secretary, to act as Scrutinizer to conduct and scrutinize the electronic voting process in connection with the ensuing Annual General Meeting in a fair and transparent manner. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereunder.
3. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

1. **THE INTRUCTIONS OF SHAREHOLDERS FOR EVOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

2. The voting period begins on Saturday 27th September, 2025 at 9.00 A.M and ends on Monday, 29th September, 2025 at 5.00 PM. During this period shareholders of the Company, holding During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September 2025 (record date) of may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
5. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login method
Individual Shareholders holding securities in Demat mode with CDSL Depository.	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi /Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/ Easiest, option to register is available at CDSL website www.cdslindia.com. To login click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user may directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository.	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or eVoting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login method
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on eVoting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

Important note: Members who are unable to retrieve User ID / Password are advised use Forget User ID and Forget Password option available at above mentioned website

Type of shareholders	Login method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers
Individual Shareholders holding securities in Demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the eServices website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login method
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter their User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (i) After entering these details appropriately, click on "SUBMIT" tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (vii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (viii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (ix) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (x) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ir@edvenswaenterprises.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

- 1 The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- 2 The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- 3 Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
- 4 Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- 5 Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 6 Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 7 Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **at least ten days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who wish to

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Speak during the AGM but have queries may send their queries in advance **Seven days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

- 8 Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- 9 Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- 10 If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NUMBERS ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

General Instructions

1. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
2. The E-voting facility is provided for voting on resolutions given in the Notice of AGM on the day of AGM to Shareholders, who have not voted during the remote e-voting period i.e., from 27th September, 2025 to 29th September, 2025. The shareholders who have already voted prior to the meeting date will not be allowed to vote again at the AGM.

3. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 (two) working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
4. The voting result will be announced by the Chairman or any other person authorized by him within two working days of the AGM. A copy the same shall be submitted to BSE and also placed on the web site of the Company.

For and on behalf of the Board of Directors
Edvenswa Enterprises Limited

Date: 05/09/2025
Place: Hyderabad

Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director
DIN: 01275332



EXPLANATORY STATEMENT
(Pursuant to Section 102 (1) of the Companies Act, 2013.)

Item No.3

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act'), Based on the recommendations of the Audit Committee, the board has considered the appointment of M/s. B S S & Associates, Company Secretaries, a Peer Reviewed firm (Firm Registration No. 3744), as the secretarial auditors of the Company, for a term of five consecutive years, commencing from the conclusion of the 44th Annual General Meeting of the Company till the conclusion of the 49th Annual General Meeting to be held in the year 2030.

Disclosure under Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No.	Particulars	Remarks
01	Proposed Fee Payable	Rs. 1,00,000 - plus applicable taxes and out of pocket expenses.
02	Terms of appointment	M/s. B S S & Associates, Company Secretaries, will hold office from the conclusion of the 44 th Annual General Meeting till the conclusion of the 49 th Annual General Meeting to conduct the secretarial audit of the Company for the financial years 2025-26 to 2029-30
03	Any material Change in the fee payable to auditor from that paid to the outgoing auditor along with the rationale for such change	No such change.
04	Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor (s) proposed to be appointed.	M/s. B S S & Associates, Company Secretaries, was founded by a Practicing Company Secretary, CS S. Srikanth, who is also a Registered Valuer and Insolvency Professional, having vast experience in dealing with Corporates with respect to corporate law, SEBI, FEMA/RBI, Insolvency & Bankruptcy and Valuation. He along with his team of professionals through their unrelenting quest for excellence have established their remarkable position in the related professional field. During the last 17 years of its existence, it has grown into a multifaceted big sized Company Secretary firm offering a broad spectrum of services to its diverse clientele. The firm has had a long and trustworthy history. Since the firm's formation in 2008, the firm has pride itself on values such as professionalism, dedication, responsibility, honesty Serving to the wider business community from the last 17 years, firm enjoyed unparalleled reputation and respect of clients, who trust and rely on us for our expertise and professionalism.

M/s. B S S & Associates, Company Secretaries have given their consent and confirmed that their appointment will be in accordance with Section 204 of Companies Act, 2015 read with SEBI (LODR) Regulations, 2015. The Board recommends the Ordinary Resolution set out at Item No. 03 of the Notice for approval by the Members.

None of the Directors or the Key Managerial Personnel (KMP) of the company or the relatives of Directors and KMPs is concerned or interested, financially or otherwise in the Resolution proposed in Item No. 03.

For and on behalf of the Board of Directors
Edvenswa Enterprises Limited

Date: 05/09/2025
Place: Hyderabad

Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director
DIN: 01275332



Edvenswa Enterprises Limited**Information as required under Regulation 36 sub section 3 of SEBI
(Listing Obligations and Disclosure Requirements) Regulation 2015.**

Name of Director	Uppuluri Sreenivasa Sreekanth
DIN	01275332
Date of Birth	28-05-1976 – 49 years
Designation	Chairman and Managing Director of the Company
Date of First Appointment	27-09-2022
Terms and conditions of appointment or re-appointment	Retiring by rotation, being eligible offers himself for reappointment.
Remuneration sought to be paid	NIL
Remuneration last drawn (Rs.in Lakhs)	NIL
A brief resume, Expertise in specific Functional areas	Mr.Uppuluri Sreenivasa Sreekanth is Graduate in B.Tech from National Institute of Technology and has more than two decades of experience in Project Management. He is co-founder of Virinchi Limited and was a principal Incubation lead and co-founder of Incub 8 Ventures.
Qualifications	Bachelor of Technology from National Institute of Technology
Shareholding as on 31.03.2025	13,622,500
Number of meetings of the Board attended during the year	7
List of companies in which directorships held	Nil
Disclosure of inter-se relationship between directors and Key Managerial Personnel:	Managing Director and Chief Financial Officer of Company are related.
Directorships (listed entities)	Nil
Committees (Listed entities)	Nil
Chairman/ Member of the Committee of the Board of other Listed Companies in which he is a director	Nil

DIRECTORS' REPORT

To
The Members,
Edvenswa Enterprises Limited,

Your directors have pleasure in presenting the 44th Annual Report of your Company together with the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2025.

1. Summary of Financial Results:

The standalone and consolidated financial results for the period ended 31st March, 2025 are given below:

(Amount in Lakhs, unless otherwise stated)

Particulars	Standalone		Consolidated	
	2024-2025	2023-2024	2024-2025	2023-2024
Revenue of Operations	472.79	165.94	11946.60	8429.35
Other income	50.96	46.70	57.93	65.53
Total Revenue	523.75	212.64	12004.53	8494.88
Profit/ (Loss) before Exceptional item, depreciation, interest & Tax (PBDIT)	182.75	67.83	10481.46	7379.52
Interest & other financial expenses	0	0	0	0
Profit/(Loss) before depreciation & Tax (PBDT)	121.78	67.83	1523.07	1115.35
Tax Expenses- Current & Deferred	31.66	18.42	28.93	377.68
Profit/ (Loss) after Tax (PAT)	90.12	49.42	1126.24	737.67
Other Comprehensive Income	-0.20	1.24	-1.77	50.20
Total Comprehensive Income/ (Loss) for the period	89.92	50.66	1124.47	787.87
Earnings per share-Basic	0.359	0.2705	4.48	4.21
Diluted	0.308	0.2676	3.85	4.16

2. Overview & state of the company's affairs:

On Standalone Basis:

During the financial year 2024-25, the Company achieved a Revenue from Operations of ₹ 472.79 lakhs as compared to ₹ 165.94 lakhs in the previous financial year, reflecting a significant growth.

The Total Revenue stood at ₹ 523.75 lakhs as against ₹ 212.64 lakhs in 2023-24. The Profit before Depreciation and Tax (PBDT) increased to ₹ 121.78 lakhs as compared to ₹ 67.83 lakhs in the previous year.

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After accounting for tax expenses of ₹ 31.66 lakhs (PY: ₹ 18.42 lakhs), the Company posted a Profit After Tax (PAT) of ₹ 90.12 lakhs, showing strong improvement over the previous year's PAT of ₹ 49.42

On Consolidated Basis:

On a consolidated level, the Group reported a Revenue from Operations of ₹ 11,946.60 lakhs as compared to ₹ 8,429.35 lakhs in 2023-24. The Total Revenue grew to ₹ 12,004.53 lakhs from ₹ 8,494.88 lakhs in the previous year, representing strong top-line growth.

The Profit before Depreciation and Tax (PBDT) was ₹ 1,523.07 lakhs against ₹ 1,115.35 lakhs in 2023-24. After providing for Tax Expenses of ₹ 28.93 lakhs (PY: ₹ 377.68 lakhs), the Profit After Tax (PAT) stood at ₹ 1,126.24 lakhs, as compared to ₹ 737.67 lakhs in the previous year.

The Total Comprehensive Income for the year was ₹ 1,124.47 lakhs, higher than ₹ 787.87 lakhs in 2023-24. The Basic Earnings per Share (EPS) improved to ₹ 4.48 compared to ₹ 4.21 in the previous year, while Diluted EPS stood at ₹ 3.85.

3. Dividend:

Your directors have not recommended the dividend for the year under review, in order to strengthen the long term resources of the Company.

4. Transfer to reserves:

Pursuant to provisions of Section 134 (3) (j) of the Companies Act, 2013, the company has not proposed to transfer any amount to general reserves account of the company during the year under review.

5. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report:

There have been no material changes and commitments, affecting the financial position of the Company which occurred during between the end of the financial year to which the financial statements relate and the date of this report.

6. Transfer of un-claimed dividend to Investor Education and Protection:

There is no such amount of Un-paid or Unclaimed Dividend be transferred to Investor and Education and Protection Fund for the financial year ended 31st March, 2025.

7. Share Capital:

Authorised Capital of the company:

The Authorised Share Capital of your Company was Rs.35,00,00,000/- (Rupees Thirty-Five Crores only) divided into 3,50,00,000 (Three Crore Fifty Lakhs Only) Equity shares of the face value of Rs.10/- (Rupees Ten Only) each. There is no change in the authorized share capital during the year.

Paid-up capital:

During the financial year 2024-25, the company has issued Equity Shares 2 times through swap of shares and Rights Issue, the disclosure shall include the following:

First Allotment Details:

Date of Issue	11 th June, 2024
Date of Allotment	11 th June, 2024
Method of allotment (Rights Issue / Bonus Issue / Preferential Issue / Private Placement / Conversion of Securities, etc.)	Preferential Issue (Swap of shares 58,20,000)
Nominal Amount per security (in Rs.)	Rs.10/-
Premium/ (Discount) amount per security (IN Rs.)	Rs.53.98
Issue Price	Rs.63.98
Conversion Price (In case of Preference or Debentures)	-
Number of Equity Shares to be allotted in case of exercise of option available with Preference Shares or Debentures	-
Number of shares or securities allotted to the promoter group	41,22,500
In case, shares or securities are issued for consideration other than cash, a confirmation that price was determined on the basis of a valuation report of a registered valuer.	Confirmed that price as determined by registered value

With the above allotment the paid-up share capital of the Company was increased from Rs.18,93,00,000/-, comprising of 1,89,30,000 equity shares of Rs.10 each to Rs. 24,75,00,000, comprising of 2,47,50,000 equity shares of Rs.10 each.

The allotment was made on a preferential basis for consideration other than cash, specifically by way of a swap of shares, on June 11, 2024. The shares were issued to the "Proposed Allottees" (as mentioned below) in exchange for the purchase of 60,00,000 shares of Omni Networks Inc., representing 100% of the paid-up capital of Omni Networks Inc., held by the Proposed Allottees, in accordance with the provisions of Chapter V of SEBI ICDR Regulations as of the relevant date.

Sr No	Name of the Proposed Allotees	Number of Equity Shares to be allotted
1	Uppuluri Sreenivasa Sreekanth	41,22,500
2	Srikanth Nandiraju	1,94,000
3	Sayeed Ayub Syed Abu	1,94,000
4	Dontharaju Kalyan Srinivas	3,88,000
5	Purna Babu Narra	9,21,500
	Total	58,20,000

Edvenswa Enterprises Limited

The Company obtained approval for the above-mentioned preferential allotment through Extraordinary General meeting dated May 13th, 2024.

Pursuant to the above said allotment as on 11th June, 2024 the paid-up capital increased to 24,75,00,000 (of Rs 10 each, subsequently Omni Network Inc became subsidiary of Edvenswa Enterprises Limited.

Second Allotment Details:

Date of Issue	29 th November, 2024
Date of Allotment	29 th November, 2024
Method of allotment (Rights Issue / Bonus Issue / Preferential Issue / Private Placement / Conversion of Securities, etc.)	Rights Issue (44,65,965)
Nominal Amount per security (in Rs.)	Rs.10
Premium/ (Discount) amount per security (IN Rs.)	Rs.50
Issue Price	Rs.60
Conversion Price (In case of Preference or Debentures)	-
Number of Equity Shares to be allotted in case of exercise of option available with Preference Shares or Debentures	-
Number of shares or securities allotted to the promoter group	-
In case, shares or securities are issued for consideration other than cash, a confirmation that price was determined on the basis of a valuation report of a registered valuer.	-

With the above allotment the paid up share capital of the Company was increased from Rs.24,75,00,000, comprising of 2,47,50,000 equity shares of Rs.10 each to Rs. 29,21,59,650, comprising of 2,92,15,965 equity shares of Rs.10 each.

8. Revision of financial statements:

There was no revision of the financial statements for the year under review.

9. Change in the nature of business, if any:

There has been no change in the nature of the Company during the year under review.

10. Public Deposits:

During the year, the Company has not accepted any deposits within the meaning of the provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposits) Rules, 2014.

11. Subsidiaries, Associate companies and Joint Ventures:

As on March, 2025, the Company has one Subsidiary by name Edvenswa Tech Inc. However, Selotsoft, has become a step-down subsidiary of Edvenswa Tech Inc with effect from December 1,2022.

Your Company through of a swap of shares, and pursuant to allotment made on June 11, 2024 acquired Omin Networks INC pursuant to which Omni Networks Inc became Wholly Owned Subsidiary of Edvenswa Enterprises Limited.

In terms of the provisions of Section 129(3) of the Act, a statement containing salient features of the performance and financial position of each of the subsidiaries is attached as Annexure-A to this report in Form AOC-1.

There has been no material change in the nature of the business of subsidiaries and associate company, during the year under review. Pursuant to Section 136 of the Act, the Financial Statements including Consolidated Financial Statements of the subsidiaries, along with relevant documents have been hosted on the Company's website.

12. Companies which have become or ceased to be subsidiaries:

None of the companies have become or ceased to become the subsidiaries, joint ventures or associates' company to the Company during the year 2024-25 except Omni Networks INC became Wholly Owned Subsidiary of the company.

13. Internal Financial Controls related to the Financial Statements:

The details in respect of internal financial controls and their adequacy are included in the Management Discussion and Analysis Report, which forms a part of the annual report.

14. Statutory Auditors:

M/s Venugopal & Chenoy, Chartered Accountants (Firm Registration Number: 004671S) were appointed as the Statutory Auditors of the Company to hold office from the conclusion of the 43rd Annual General Meeting (AGM) held on September 30, 2024 till the conclusion of the 48th Annual General Meeting (AGM) of the Company to be held in the year 2029.

The Notes on Financial Statements referred to in the Auditors Report are self-explanatory and do not call for any further comments.

The Report of the Statutory Auditors for the year ended 31st March, 2025 forming part of the Annual Report does not contain any qualification, reservation, observation, adverse remark or disclaimer. The Statutory Auditors have not reported any incident of fraud, under sub-section (12) of section 143 other than those which are reportable to the Central Government, to the Audit Committee of the Company in the year under review.

15. Secretarial Auditors:

In terms of the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. B S S & Associates, Company Secretaries as the Secretarial Auditors for conducting the audit of the secretarial records for the financial year ended March 31, 2025. The report of the Secretarial Auditor is attached as Annexure-B.

Management Reply: The Company submits that the said Annual Report was inadvertently uploaded in the wrong tab on the stock exchange portal. On noticing the error, the Company immediately took corrective steps by re-submitting the Annual Report under the correct tab. The Company ensures that adequate checks and review mechanisms are in place to prevent such instances in future.

16. Secretarial Standards:

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively. During the year under review, the Company was in compliance with the Secretarial Standards (SS) i.e., SS-1 and SS- 2, relating to “Meetings of the Board of Directors” and “General Meetings”, respectively.

17. Internal Auditor:

Pursuant to the provisions of the Section 138 of the Act and based on the recommendations of the Audit committee the Board of Directors at the meeting held on 30th May 2024 has appointed ERR and Associates as Internal auditors of the Company for the Financial Year 2024-2025.

18. Cost records and cost audit:

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.

19. Annual Return:

Pursuant to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for the financial year ended March 31, 2025, is hosted on the website of the Company at <https://www.edvenswa.com/#/annualreports>

20. Significant & material orders passed by the regulators or courts or tribunals:

No significant or material orders have been passed against the Company by the Regulators, Courts or Tribunals, which impacts the going concern status and company's operations in future.

21. Particulars of Loans and Guarantee given, Security provided and Investment made:

As required under Section 186(4), Your Directors' report includes particulars of Loans, Guarantees Given and Security provided and Investment made in detail in the notes to the Financial Statements.

22. Related Party Transactions:

During the year under review, the Company had not entered in to any materially significant transaction with any related party that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

Transactions with the Related Parties as required under Indian Accounting Standard- 24 are disclosed in Note 22 of the Standalone Financial Statements forming part of this Annual Report

23. Directors and Key Managerial Personnel:

As on 31.03.2025, the Company has four directors: one Executive Director and three Independent Directors, including one woman director.

Mr. Uppuluri Sreenivasa Sreekanth - Chairman and Managing Director.

Mrs. Srivani Nandiraju - Independent Director

Mr. Garimella Jayachand – Independent Director

Mr. Ravikanth Andhavarapu – Independent Director

Mr. U. Krishna Murthy - Chief Financial Officer

Ms. Hima Bindu D - Company Secretary and Compliance Officer

Based on the confirmations received from all the directors, none of the directors are disqualified from appointment under Section 164 of the Companies Act 2013.

The Company is well supported by the knowledge and experience of its Directors and Executives. In terms of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Uppuluri Sreenivasa Sreekanth, Executive Director of the Company is liable to retire by rotation and being eligible, has offered himself for re-appointment.

24. Declaration of Independent Directors:

The Company has received declarations from all the Independent Director(s) of the Company confirming that they meet the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16(1)(b) of the Listing Regulations.

In compliance with Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Director(s) of the Company have registered themselves with the India Institute of Corporate Affairs (IICA), Manesar and have included their names in the databank of Independent Directors within the statutory timeline.

The Independent Director(s) have also confirmed that they have complied with Schedule IV of the Act and the Company's Code of Conduct.

In terms of Schedule IV of the Companies Act, 2013 and Regulation 25(8) of the Listing Regulations, the Independent Director(s) have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

During the year, Independent Director(s) of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s).

25. Statement regarding opinion of the Board with regard to integrity, expertise and experience (including the proficiency) of the independent directors appointed during the year:

The Board confirms that the Independent Director(s) appointed during the year are proficient and have relevant expertise in their respective fields. All the Independent Director(s) of the Company have registered themselves with the Indian Institute of Corporate Affairs (IICA), Manesar and have included their names in the databank of Independent Directors within the statutory timeline.

26. Independent director's familiarization programmes:

The Company has a structured Familiarization framework for its Directors. It takes due steps for familiarizing the

Edvenswa Enterprises Limited

Independent Directors including other directors with the Company's procedures and practices, by providing them the necessary documents, reports and internal policies. Through the Familiarization Program, the Independent Directors are briefed about their roles, responsibilities, duties, and obligations as a member of the Board and matters relating to Corporate Governance, Code of Business Conduct, Risk Management, Compliance Programs, Internal Audit, etc.

The company follows a well-structured induction programme for orientation and training of Directors at the time of their joining to provide them with an opportunity to familiarize themselves with the Company, its management, its operations and the industry in which the Company operates.

All Independent Directors of the Company are familiarized with the operations and functioning of the Company at the time of their appointment followed by a management presentation and on an ongoing basis. The Directors are provided with necessary documents, reports and internal policies to enable them to familiarize with the Company's procedures and practices. Further, periodic presentations are made at the Board and Committee Meetings, on business and performance updates of the Company including global business environment, business strategy and risks involved.

The newly appointed Directors are also informed about the Company's Vision, Core Purpose, Core Values and Business Operations. Further, on an ongoing basis as a part of Agenda of Board / Committee Meetings, presentations are regularly made to the Directors on various matters inter-alia covering the business strategies, budgets, review of Internal Audit, risk management framework, operations of subsidiary, management structure, management development, quarterly and financial results.

27. Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and the Listing Agreement, the Board has carried out an annual performance evaluation, in the specified manner, of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration, Stakeholder Relationship Committee and Compliance Committees.

The evaluation took into consideration the inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, delineation of responsibilities to various Committees, effectiveness of Board processes, information and functioning, execution and performance of specific duties, obligations and governance the Company and its stakeholders.

28. Number of meetings of the Board:

During the financial year 2024-2025, 7 (Seven) Board Meetings were held details of which, along with particulars of attendance of the Directors at each of the Board Meetings are given in the Corporate Governance Report of the Company, which forms a part of the report.

29. Committees of the board:

The Company has three Board-level Committees - Audit Committee, Stakeholder Relationship Committee, Nomination & Remuneration Committee

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of service for Committee members are taken by the Board of Directors. Details on the role and composition of these

Committees, including the number of meetings held during the financial year and the related attendance, are provided in this Report.

30. Audit committee:

The Audit Committee which acts as a link between the management, external and internal auditors and the Board of Directors of the Company is responsible for overseeing the Company's financial reporting process by providing direction to audit function and monitoring the scope and quality of internal and statutory audits.

31. Policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178:

- (a) The information required under section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 .
- (b) The information required under Section 197(12) of the Companies Act, 2013 ("the Act") read with Rule 5(2) & of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this Report.

32. Particulars of Employees:

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in separate annexure forming part of this Report as Annexure –C.

33. Risk Management Policy:

Pursuant to the provisions of Section 134 (3) (n) of the Companies Act, 2013, Company has adopted a risk management policy to mitigate and manage risks including identification and evaluation, in the opinion of the Board.

34. Conservation of energy, technology absorption and foreign exchange outgo:

The required information as per Sec.134 (3) (m) of the Companies Act 2013 is provided hereunder and Rule 8 of Companies (Accounts) Rules, 2014:

- A. Conservation of Energy:** Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.
- B. Technology Absorption:**
 - 1. Research and Development (R&D): NIL
 - 2. Technology absorption, adoption and innovation: NIL
- C. Foreign Exchange Earnings and Out Go:**

Details of foreign exchange earnings and outgo as per the Companies Act, 2013, are given below:
(Rs. in Lakhs)

	2024-25	2023-24
Foreign Exchange Earnings	472.79	165.94
Foreign Exchange Outgo	Nil	1811.27

35. Internal Financial Control:

Your Company has well laid out policies on financial reporting, asset management, adherence to Management policies and also on promoting compliance of ethical and well-defined standards. The Company follows an exhaustive budgetary control and standard costing system. Moreover, the management team regularly meets to monitor goals and results and scrutinizes reasons for deviations in order to take necessary corrective steps. The Audit Committee which meets at regular intervals also reviews the internal control systems with the Management and the internal auditors.

The internal audit is conducted at the Company and covers all key areas. All audit observations and follow up actions are discussed with the Management as also the Statutory Auditors and the Audit Committee reviews them regularly.

36. Corporate social responsibility policy:

Since your Company does not have net worth of Rs. 500 Crore or more or turnover of Rs. 1000 Crore or more or a net profit of Rs. 5 Crore or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

37. Secretarial Standards:

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and such systems are adequate and operating effectively. During the year under review, the Company was in compliance with the Secretarial Standards (SS) i.e., SS-1 and SS- 2, relating to "Meetings of the Board of Directors" and "General Meetings", respectively.

38. Director's Responsibility Statement:

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that for the financial year ended March 31, 2025:

- in the preparation of the annual accounts for the financial year ended March 31, 2025, the applicable accounting standards and schedule III of the Companies Act, 2013 have been followed and there are no material departures from the same;
- 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 your Company as on March 31, 2025 and of the profit and loss of the Company for the financial year ended March 31, 2025;

- c) proper and sufficient care has been taken 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) the annual accounts have been prepared on a going concern basis;
- e) proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) proper systems to ensure compliance with the provisions of all applicable laws were followed and that such systems were adequate and operating effectively.

39. Management Discussion and Analysis Report:

Management Discussion and Analysis Report for the year under review as stipulated under Regulation 34(2) (e) read with schedule V, Part B of Listing Regulations with the stock exchange in India is annexed herewith as **Annexure-D** to this report.

40. Corporate Governance Report:

In Compliance with the Provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate report on Corporate Governance along with Certificate from Practicing Company Secretary on its compliance informs Integral Part of Board Report **Annexure-E**.

41. Vigil mechanism/ whistle blower policy:

The Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations. The Company promotes ethical behaviour and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil Mechanism and Whistle-blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may report their genuine concerns to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177 (9) & (10) of the Companies Act, 2013. The same has been placed on the website of the Company <https://edvenswa.com/docs/policies/Vigil%20Mechanism.pdf>.

42. Non-executive directors' compensation and disclosures:

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

43. Industry based disclosures as mandated by the respective laws governing the company:

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

44. Corporate insolvency resolution process initiated under the insolvency and bankruptcy code, 2016.

No corporate insolvency resolution processes were initiated against the Company under the Insolvency and Bankruptcy Code, 2016, during the year under review.

45. Statutory compliance:

The Company has complied with the required provisions relating to statutory compliance with regard to the affairs of the Company in all respects.

46. CEO/ CFO Certification:

Certification from the Managing Director on the financial statements u/r regulation 17 (8) of Listing Regulations for the year 2024-25 is annexed in this Annual Report.

47. Code of conduct for the prevention of insider trading:

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, the Company has formulated a Code of Conduct for Prevention of Insider Trading ("Insider Trading Code") and a Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information ("UPSI").

The Code of Practices and Procedures for fair disclosure of UPSI is available on the website of the Company www.edvenswa.com

48. Prevention of sexual harassment at workplace:

The Company prohibits any form of sexual harassment and any such incidence is immediately investigated and appropriate action taken in the matter against the offending employee(s) based on the nature and the seriousness of the offence. The Company has a policy on Prohibition, Prevention and Redressal of Sexual Harassment of Women at Workplace (the Policy) and matters connected therewith or incidental thereto covering all the aspects as contained under the "The Sexual Harassment of Women at Workplace (Prohibition, Prevention and Redressal) Act, 2013" notified by the Government of India vide Gazette Notification dated 23rd April, 2013. Your Company has complied with the provisions relating to the constitution of Internal Complaints Committee (ICC), ICC is responsible for redressal of complaints related to sexual harassment and follows the guidelines provided in the policy. ICC has its presence at corporate office as well as at site locations.

Status of Complaints during the financial year 2024-25:

- a. Number of complaints of sexual harassment received during the year: Nil
- b. Number of complaints disposed of during the year: Not Applicable
- c. number of complaints pending as on end of the financial year and cases pending for more than ninety days: Not Applicable

49. 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

Not applicable.

50. Green Initiatives:

In commitment to keep in line with the Green Initiative and going beyond it to create new green initiatives, electronic copy of the Notice of this 44th Annual General Meeting of the Company are sent to all Members whose email

addresses are registered with the Company/Depository Participant(s). For members who have not registered their e-mail addresses, physical copies are sent through the permitted mode.

51. Event Based Disclosures:

During the year under review, the Company has not taken up any of the following activities:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA

52. Disclosure of accounting treatment:

The Indian Accounting Standard (Ind-AS) notified under Section 133 of the Companies Act, 2013, read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs and the applicable Accounting Standards/ Guidance Notes / Announcements issued by the Institute of Chartered Accountants of India as notified from time to time, have been followed in preparation of the financial statements of the company.

53. Appreciation & acknowledgement:

Your directors' place on records their appreciation for the overwhelming co-operation and assistance received from the investors, customers, business associates, bankers, vendors, as well as regulatory and governmental authorities. Your directors also thank the employees at all levels, who through their dedication, co-operation, support and smart work have enabled the company to achieve a moderate growth and is determined to poise a rapid and remarkable growth in the year to come.

Your directors' also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company like SEBI, BSE, NSDL, CDSL, Banks etc. for their continued support for the growth of the Company.

For and on behalf of the Board of Directors
Edvenswa Enterprises Limited

Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director
DIN: 01275332

Date: 05/09/2025
Place: Hyderabad

Annexure-A**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/associate companies/joint ventures**Part “A” : Subsidiaries**

(Amount in Rupees, unless otherwise stated)

Sl. No.	Particulars	Details
1	Name of the subsidiary	Edvenswa Tech Inc
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31-03-2025
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency: USD Exchange Rate as on March 31,2025: Average Rate: Rs 84.57 Closing Rate: Rs 85.581
4	Share capital (Equity)	₹ 19,99,86,928.57
5	Reserves & surplus (Other Equity)	₹ 25,58,95,758.37
6	Total assets (Including Investments)	₹ 59,54,49,867.69
7	Total Liabilities (Excluding Equity)	₹ 13,95,67,180.75
8	Investments	₹ 1,05,36,985.18
9	Turnover	₹ 80,59,13,471.81
10	Profit before taxation	₹ 8,16,63,653.85
11	Provision for taxation	₹ 1,97,55,552.00
12	Profit after taxation	₹ 6,19,08,101.85
13	Proposed Dividend	Nil
14	% of shareholding	100%

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/associate companies/joint ventures

Part “A” : Subsidiaries

(Amount in Rupees, unless otherwise stated)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	Seltosoft LLC
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31-03-2025
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Reporting Currency: USD Exchange Rate as on Mar31,2025: Average Rate: Rs 82.786 Closing Rate: Rs 83.345
4.	Ownership Interests (As per US GAAP, LLCs do not have Shares)	-
5.	Reserves & surplus	-
6.	Total assets	-
7.	Total Liabilities	-
8.	Investments	-
9.	Turnover	-
10.	Profit before taxation	-
11.	Provision for taxation	-
12.	Profit after taxation	-
13.	Proposed Dividend	-
14.	% of shareholding	-

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

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/associate companies/joint ventures

Sl. No.	Particulars	Details
1	Name of the subsidiary	Omni Networks INC
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31-03-2025
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency: USD Exchange Rate as on March 31,2025: Average Rate: Rs 84.57 Closing Rate: Rs 85.581
4	Share capital (Equity)	5,13,486.00
5	Reserves & surplus (Other Equity)	5,77,01,960.57
6	Total assets	9,08,94,048.20
7	Total Liabilities (Excluding Equities)	3,26,78,601.63
8	Investments	Nil
9	Turnover	45,26,59,299.56
10	Profit before taxation	5,30,62,473.10
11	Provision for taxation	1,06,63,262.16
12	Profit after taxation	4,23,99,210.94
13	Proposed Dividend	Nil
14	% of shareholding	100%

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

The Company does not have any associate companies or joint ventures.

1. Names of associates or joint ventures which are yet to commence operations.
2. Names of associates or joint ventures which have been liquidated or sold during the year.

For and on behalf of the Board of Directors
Edvenswa Enterprises Limited

Date: 05/09/2025
Place: Hyderabad

Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director
DIN: 01275332



Annexure-B

FORM AOC-2

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

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 transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at Arm's length basis: There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2025, which were not at arms' length basis
2. Details of material contracts or arrangement or transactions at arm's length basis.

Name of the Related Party	Nature of Relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Date of approval by the Board	Amount Involved in transaction	Amount paid in advance (₹ in lakhs)
EdvenswaTech Inc	WOS	Investment	Ongoing	Since these RPTs are in the ordinary course of business and are at arm's length basis, approval of the board is not applicable. However, necessary approvals were granted by the Audit committee from time to time	452.35	0
EdvenswaTech Inc	WOS	Sale Transaction	Ongoing	0	164.52 lakhs	0
Omni Netowrks Inc	WOS	Investment	Ongoing	0	3723.63 lakhs	0
Edvenswa Tech Private Limited	Entity under common control	Advances made	Ongoing		29.68 lakhs	0
Edvenswa Tech Private Limited	Entity under common control	Rent deposits	Ongoing	0	45.00 lakhs	0
Edvenswa Tech Private Limited	Entity under common control	Investment in product development	Ongoing	0	155 lakhs	0

Form No. MR-3
Secretarial Audit Report
For the Financial Year ended 31st March, 2025

**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,
The Members,
EDVENSWA ENTERPRISES LIMITED,
(Formerly, KLK ELECTRICAL LIMITED)
CIN: L62099TS1980PLC176617
IQ 3-A2, First Floor, Cyber Towers, Hitec City,
Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Edvenswa Enterprises Limited (Formerly, KLK Electrical Limited)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of **M/s. Edvenswa Enterprises Limited's (Formerly, KLK Electrical Limited)** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s. Edvenswa Enterprises Limited's (Formerly, KLK Electrical Limited)** ("the Company") for the financial year ended on March 31, 2025 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and the rules made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

Edvenswa Enterprises Limited

- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable to the Company during the Audit Period;**
- e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable to the Company during the Audit Period;**
- f) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - **Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review;**
- g) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not applicable as the Company has not delisted from any stock exchange during the financial year under review;** and
- h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable as the Company has not bought back its securities during the financial year under review.**

6) Other laws applicable specifically to the Company namely:

- (i) The Employees Provident Fund and Miscellaneous Provisions Act, 1952;
- (ii) Employees State Insurance Act, 1948;
- (iii) Employers Liability Act, 1938;
- (iv) Equal Remuneration Act, 1976;
- (v) Maternity Benefits Act, 1961;
- (vi) Minimum Wages Act, 1948;
- (vii) Negotiable Instruments Act, 1881;
- (viii) Payment of Bonus Act, 1965;
- (ix) Payment of Gratuity Act, 1972;
- (x) Payment of Wages Act, 1936 and other applicable labour laws;
- (xi) Laws specially applicable to the industry to which the Company belongs, as identified by the Management:

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; and
- (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. As per Regulation 31(2) of the SEBI (LODR) Regulations, 100% of the promoter's shareholding should be in dematerialized form. However, some promoters are still holding shares in physical form.

2. The company setup Structured Digital Database (SDD) on 16.11.2022, to capture the details with respect to Unpublished Price Sensitive Information (UPSI). However, the company has started working on it.

We further report that, on examination of the relevant documents and records and based on the information provided by the Company, its officers and authorized representatives during the conduct of the audit, and also on the review of quarterly compliance reports by respective department heads / Company Secretary / Managing Director taken on record by the Board of Directors of the Company, in our opinion, there are adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws.

We further reported that the compliances by the Company of applicable financial laws, like direct and indirect tax laws, have not been reviewed in this audit since the same have been subject to review by the internal auditors and other designated professionals.

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

We further report that adequate notice was given to all Directors to schedule Board Meetings and its Committees and agenda with detailed notes were sent to all the directors at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications as may be required on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and there were no dissenting views.

We further report that there are adequate systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that, during the audit period, no material events / actions has taken place except the Withdrawal of Resolution Passed at 42nd Annual General Meeting of members of the Company with respect to the Subdivision (Stock Split) of the Equity Shares of the Company from Rs.10/- (Rupees Ten Only) each Rs.1/(Rupee One Only) each and the consequential Alteration of the Memorandum of Association with respect to the stock split of the Company.

**For B S S & Associates
Company Secretaries**

**S. Srikanth
Partner**

**Place: Hyderabad
Date: 05-09-2025**

ACS No.: 22119; CoP No.: 7999
UDIN: A022119G001169971
Peer Review Cert No.6513/2025

This Report is to be read with our letter of even date which is annexed to the report and forms an integral part of this report.

Edvenswa Enterprises Limited

To

The Members,

**EDVENSWA ENTERPRISES LIMITED,
(Formerly, KLK ELECTRICAL LIMITED)**

CIN: L62099TS1980PLC176617

IQ 3-A2, First Floor, Cyber Towers, Hitec City,
Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For B S S & Associates
Company Secretaries**

**S. Srikanth
Partner**

Place: Hyderabad

Date: 05-09-2025

ACS No.: 22119; CoP No.: 7999

UDIN: A022119G001169971

Peer Review Cert No.6513/2025

**Secretarial Compliance Report of Edvenswa Enterprises Limited
(Formerly, KLK Electrical Limited)**

for the year ended March 31, 2025

To,
Edvenswa Enterprises Limited,
(Formerly, KLK Electrical Limited),
IQ 3-A2, First Floor, Cyber Towers, Hitec City,
Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081.

We, **B S S & Associates**, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Edvenswa Enterprises Limited, (Formerly, KLK Electrical Limited) (CIN:L62099TS1980PLC176617) ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this Certificate, for the year ended March 31, 2025 ("Review Period") in respect of compliance with the provisions of:
 - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- Not applicable during the Review Period;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- Not applicable during the Review Period;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - Not applicable during the Review Period;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) other regulations as applicable and circulars/ guidelines issued thereunder; and based on the above examination, I/We hereby report that, during the Review Period:

Edvenswa Enterprises Limited

- I. We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations / Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013, and mandatorily applicable.	Yes	Nil
2.	Adoption and timely updation of the Policies: - All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities - All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes	Nil
3.	Maintenance and disclosures on Website: - The Listed entity is maintaining a functional website - Timely dissemination of the documents/ information under a separate section on the website - Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website	Yes	Nil
4.	Disqualification of Director: None of the Director(s) of the Company is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	Nil
5.	Details related to Subsidiaries of listed entities have been examined w.r.t: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Yes	Nil
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	Nil

7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	Nil
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes	Nil
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	Nil
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	Nil
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein.	Yes	Nil
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	Not Applicable during the period under review.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	Nil

II. (a) The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:

S. No.	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
10	Submission of Annual Report to Stock Exchange	Regulation 34	Late Submission of Annual Report to the Stock Exchange	BSE	Fine	Late Submission of Annual Report to the Stock Exchange	Rs. 7080/-	The Company submitted the Annual Report, which was acknowledged by the Exchange on 08.09.2024 at 19:31:58 and again on 12.09.2024 at 12:05:27. The initial submission was not filed through the proper BSE window.	The Annual Report was initially submitted on 08.09.2024 under the wrong category instead of "Compliance." It was re-submitted correctly on 12.09.2024, and the penalty levied by BSE has been paid.	Nil

(b) The listed entity has taken the following actions to comply with the observations made in previous reports

S. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended..... (the years are to be mentioned)	Compliance Requirement (Regulations / circulars / guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	No further comments, as the Company has paid the levied penalty to BSE Limited. However, the Company has applied for waiver of levied penalty as there was no non-compliance.	-	Requirement to appoint a qualified company secretary as the compliance officer Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	In the Reconciliation of Share Capital Audit Report filed for the quarter ended 31.12.2023, date of appointment of company secretary was mentioned as 05.11.2023 instead of 05.11.2022. On the basis of this report, BSE levied penalty for noncompliance with requirement to appoint a qualified company secretary as the compliance officer for quarter ended December 2023	The Company applied for a waiver of the penalty, citing the clerical error and absence of actual non-compliance.	The BSE waived the penalty of Rs.41,300/- imposed on the Company.

Annexure-C

Information as per Rule 5(1) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel)

Ratio of Remuneration of each Director to the median remuneration of all the employees and details of percentage increase in the remuneration of Directors, Chief Financial Officer, and Company Secretary in the financial year 2024-25 are as follows:

Name of the Director and KMP	Designation	Ratio of remuneration of each Director to the Median remuneration of employees	% increase in remuneration in the financial year
Mr.Uppuluri Sreenivasa Sreekanth	Managing Director & Chairman	Nil	Nil
Mr.U.krishna Murthy	CFO	Nil	Nil
Mrs.HimaBindu.Dulipala	CS	Nil	Nil

1. Remuneration comprises salary, including the Company's contribution to provident fund, Bonus, allowances etc.
2. There is no increment in the Median remuneration of employees other than managerial personnel in the financial year 2024-25.
3. For calculation of median remuneration percentage increase, the employee count taken is which comprises employees who have served for the whole of the financial year 2024-25.
4. Average percentage increase made in the salaries of Employees other than the managerial personnel in the financial year was 05% whereas the no increment in the managerial remuneration.
5. The Increase in remuneration is as per the policy of the Company.
6. The number of permanent employees on the rolls of Company as on 31st March, 2025 was 14.
7. The remuneration is as per the Nomination and Remuneration Policy of the Company.

Annexure-D**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The year 2024-25 has seen new global trends emerge both economic and technological. As the global economy started recovering post covid with support given by respective Governments of various countries, there were uncertainties that started clouding the sentiment of the business on possible recession due to tensions among various countries and its impact on the global supply chains. The beginning of the year also had impact of 'Great Resignation' across industries but by the second quarter many tech companies saw their revenues getting impacted and lowering from the highs of the times of covid.

Despite the some strong under currents, your company was able to grow quarter on quarter as well as year on year consistently by closely working with its customers to provide innovative and value added services. The year also saw your company adding new high value clients and bag some prestigious new order in the emerging Robotic Process Automation space (RPA) that gives your company opportunities for a high growth.

On the technology front this year saw emergence and rapid adoption of a highly disruptive new Artificial Intelligence technology from OpenAI -ChatGPT and similar competing offerings from other key tech players. This technology is expected to have significant impact on future trends.

These techno-economic trends are impacting large, medium and small corporations in different ways. While, the large corporations need to realign their services and workforce by adopting these new technologies, their IT service providers and partners need to realign their offerings to help adoption of the new technologies which calls for high level of agility that is difficult in such companies. This trend is likely to open up exciting opportunities for agile and nimble smaller players who can adopt new technologies, processes to deliver required innovative solutions to their customers.

This technology trend coupled with the global macro economic trends has triggered a new Industrial revolution #Industry 4.0 (aka Fourth Industrial Revolution). We strongly believe that the ongoing automation of traditional manufacturing and industrial practices, using modern smart technologies is going to change the industry of the future beyond recognition. It involves the use of large enterprise-scale machine-to-machine communication (M2M) and the internet of things (IoT) deployments, enhanced by smart and autonomous systems fueled by data and machine learning.

Here are the key ingredients or the underlying technologies...

1. Internet of Things (IoT) - Devices and machinery are connected to networks, collecting and sharing data. This connectivity allows for more immediate and precise adjustments in manufacturing processes.
2. Artificial Intelligence (AI) and Machine Learning (ML) - With the vast amount of data collected by the IoT devices, AI and ML can help make sense of it, identify patterns, and make informed decisions to optimize operations.
3. Cloud Computing and Cyber-Physical Systems (CPS) - Cloud computing enables the storage and processing of large amounts of data by effectively combining the computation, networking, and physical processes.
4. Additive Manufacturing (e.g., 3D Printing) - This allows for more precise and cost-effective manufacturing of parts and components, even enabling bespoke production.
5. Augmented Reality (AR) and Virtual Reality (VR) - These technologies can assist with training, maintenance, or troubleshooting, providing operators with a visual guide or immersive experience.

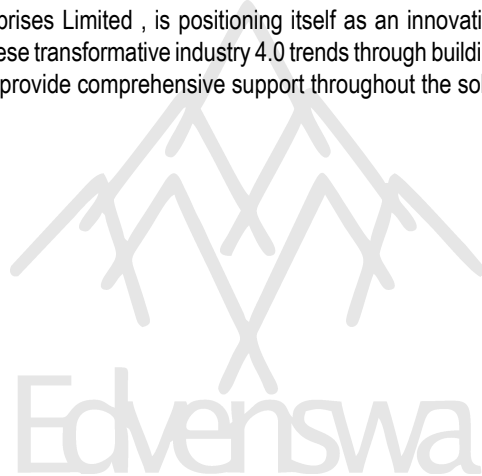
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6. Big Data Analytics - This involves the analysis of large, complex datasets to uncover patterns, correlations, and trends. This analysis can guide strategic decision-making in a business.
7. Robotics and Automation - Robots are used increasingly in the production line to increase efficiency, productivity and precision, and reduce human dependency and errors.
8. Blockchain Technology - Though not as widespread, blockchain is being explored for its potential in supply chain traceability and product authenticity.

These technologies have already started transforming the manufacturing industry in a way, promising improvements in efficiency, productivity, accuracy, flexibility, and customization. However, when combined together they can make a huge difference to the pace of [#innovation!](#) [#industry4](#) [#industry4point0](#)

Industry 4.0 marks a revolution in the business landscape, propelled by macroeconomic shifts, dynamic supply chain realignments, and rapid digital emergence. Firms today must pioneer novel business models harnessing these trends to sustain and continue their growth.

Your Company Edvenswa Enterprises Limited , is positioning itself as an innovation-centric catalyst, that aspires to empower its clients to embrace these transformative industry 4.0 trends through building agile proofs of concept, ensuring cost-effective achievements and provide comprehensive support throughout the solution lifecycle.



Annexure-E

Corporate Governance Report

1 Company's Philosophy:

Corporate Governance refers to mechanism, processes and relations by which companies are directed. The essence of Corporate Governance lies in promoting and maintaining Integrity, transparency and accountability across all business practices. Corporate Governance involves balancing the interest of Company's stakeholders such as Shareholders, Management, Customers, Suppliers, Government etc.

Your Company confirms compliance to the Corporate Governance requirements as enshrined in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as may be amended from time to time [hereinafter referred to as ("**Listing Regulations**")], the details of which for the Financial Year ended March 31, 2025 are as set out hereunder.

Your Company strives not only to meet the stipulated Corporate Governance requirements but also to adopt global best practices. Its governance systems, processes, and culture are aligned with its Mission, Vision, and Core Values, ensuring long-term value creation for all stakeholders.

2 Board of Directors:

The Board plays a crucial role in overseeing how the management safeguards the interests of all the stakeholders. The Board ensures that the Company has clear goals aligned to the shareholders' value and growth. The Board critically evaluates strategic direction of the Company and exercises appropriate control to ensure that the business of the Company.

(i) Composition of Board:

As on 31.03.2025, the Company has a balanced and diverse Board, which includes independent professionals and confirms with the provisions of the Companies Act, 2013, and Listing Regulations. The Board Currently comprises of four directors out of which three are Independent Directors. All the Independent Director(s) have confirmed that they meet the criteria as mentioned under Regulation 16(1)(b) of Listing Regulations as amended from time to time and Section 149(6) of the Act.

Name	Category	Director Identification number	Date of appointment	Date of Resignation	Details of other Listed Companies in which director is part of the Board and Category of Directorship
Uppuluri Sreenivasa Sreekanth	Chairman and Managing Director	01275332	26/05/2022	-	Nil
N. Srivani	Independent Director	09556758	26/05/2022	-	Nil
A. Ravikanth	Independent Director	08096853	26/05/2022	-	Nil
G. Jayachand	Independent Director	03053175	26/05/2022	-	Nil

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(ii) Attendance of Directors

The Board of Directors duly met 7 (Seven) times i.e, April 16, 2024, May 30, 2024, August 14, 2024, September 4, 2024, October 3, 2024, November 14, 2024. February 14, 2025 given below:

Name of the Director	No of Board Meetings	Attended	Attended last AGM	% of attendance of Boad meeting
U. Sreenivasa Sreekanth	7	7	Yes	100
N. Srivani	7	4	Yes	66.6
A. Ravikanth	7	7	Yes	100
G. Jayachand	7	7	Yes	100

None of the Directors on the Board are a member on more than 10 Committees, and Chairman of more than 5 Committees, across all the companies in which they are Directors. None of the Directors hold office in more than 10 public companies, and none of the Directors serve as Independent Director in more than seven listed companies.

The Board meets at least once in a quarter to review the quarterly performance and the financial results. The notice, agenda and the relevant notes are sent in advance to each Director.

(iii) Disclosure of relationships between Directors inter-se:

Mr. Uppuluri Sreenivasa Sreekanth (Chairman and Managing Director of the Company) and Mr. U. Krishna Murthy (CFO) (KMP) are related each other.

Mr. U. Krishna Murthy (CFO) and KMP is father of Mr. Uppuluri Sreenivasa Sreekanth (Chairman and Managing Director of the Company)

(iv) Number of Shares and convertible instruments held by Non-Executive Directors:

None of the Non-Executive Directors of the Company shareholding any equity shares or convertible instruments as on 31st March 2025.

(v) Web-link where details of familiarization programmes imparted to Independent Directors is disclosed in the website of the Company can be accessed at <https://edvenswa.com/#/policies>.

(vi) Skill and Expertise of the Board:

The Board comprises of qualified members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills / expertise / competencies have been identified/ available with the Board for the effective functioning of the Company:

- Leadership / Team Building.
- Operational experience.
- Administrative & Government Relations.

- Strategic Planning, Business Development and negotiations.
- Industry Experience and Research & Development.
- Financial Expertise & Risk Management.
- Legal & Regulatory Expertise.

While all the Board members possess the skills identified, their area of core expertise is given below:

Name of the Director	Expertise and Skill
U. Sreenivasa Sreekanth	Leadership/Strategic Planning, Operational and Technical Experience, Business Development and negotiations.
N. Srivani	Team building, Administrative
G. Jayachand	Financial, Operational, Business Development and negotiations.
A. Ravikanth	Financial, Operational, Business Development and negotiations, Industry experience

(vii) The Board hereby confirms that in their opinion the Independent Directors fulfill the conditions specified in Listing Regulations, as applicable to the Company and are independent of the management.

(viii) During the year under review, no Independent Director has resigned from the Board.

(ix) **Details of Directors proposed for appointment and regularization of appointment at the Annual General Meeting.**

Mr. Uppuluri Sreenivasa Sreekanth Executive Chairman shall retire by rotation and being eligible, seeks re appointment. The details of Director are as follows:

Mr. Uppuluri Sreenivasa Sreekanth has over one decade of experience in Information Technology Sector and organization's management.

3 Committees of the Board

Currently, there are three Board Committees – The Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee. The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board, Committee is convened by the Chairperson of the respective Committees. The terms of reference, role, and composition of these Committees, including the number of meetings held during the financial year.

Audit Committee:

The Audit Committee of the Company has been reconstituted in accordance with the provisions of Regulation 18 of the Listing Regulations and the provisions of Section 177 of the Act. All the members of the Committee are financially literate, with Mr. Ravikanth Andhavarapu, as Chairman of the Committee, having the relevant accounting and financial management expertise.

The brief description of terms of reference are covered in the Directors' Report, which forms part of this Report.

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The Reconstituted Audit Committee and the details of the meetings attended by its members during the financial year ended 31st March 2025 are as under:

Name	Designation	Category	No of Meetings held	No of Meetings attended
Mr. Ravikanth Andhavarapu	Chairman	Non-Executive Independent Director	4	4
G. Jayachand	Member	Non-Executive Independent Director	4	4
Uppuluri Sreenivasa Sreekanth	Member	Executive Director	4	4

The Audit Committee met 4 times during the financial year 2024-25. The dates on which the Audit Committee Meetings held were: May 30th, 2024, 14th August 2024, 14th November 2024 and 14th February 2025.

All the recommendations of the Audit Committee have been accepted by the Board of Directors.

During the year, the Audit Committee inter alia reviewed key audit findings covering Operational, Financial and Compliance areas, Risk Mitigation Plan covering key risks affecting the Company which were presented to the Committee. The Chairman of the Audit Committee briefed the Board members on the significant discussions which took place at Audit Committee Meetings.

4 Nomination and remuneration committee:

The Nomination and Remuneration Committee ('NRC') has been reconstituted and functions in accordance with Section 178 of the Act, Regulation 19 of the Listing Regulations and its Charter adopted by the Board. The terms of reference of the NRC includes:

- Recommend to the Board the setup and composition of the Board, including formulation of the criteria for determining qualifications, positive attributes and independence of a Director.
- Periodical review of composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Support the Board in matters related to the setup, review and refresh of the Committees.
- Devise a policy on Board diversity.
- Recommend to the Board the appointment or reappointment of Directors.
- Recommend to the Board how the Company will vote on resolutions for appointment of Directors on the Boards of its material subsidiaries.
- Recommend to the Board, the appointment of Key Managerial Personnel (KMP) and executive team members.
- Carry out the evaluation of every Director's performance and support the Board and Independent Directors in the evaluation of the performance of the Board, its Committees and individual Directors, including formulation of criteria for evaluation of Independent Directors and the Board.

- Oversee the performance review process for the KMP and executive team with the view that there is an appropriate cascading of goals and targets across the Company.
- Recommend the Remuneration Policy for the Directors, KMP, executive team and other employees.
- On an annual basis, recommend to the Board the remuneration payable to Directors, KMP and executive team of the Company.
- Review matters related to remuneration and benefits payable upon retirement and severance to MD/EDs, KMP and executive team.
- Review matters related to voluntary retirement and early separation schemes for the Company.
- Provide guidelines for remuneration of Directors on material subsidiaries.
- Recommend to the Board how the Company will vote on resolutions for remuneration of Directors on the Boards of its material subsidiaries.
- Assist the Board in fulfilling its corporate governance responsibilities relating to remuneration of the Board, KMP and executive team members.
- Oversee familiarization Programmes for Directors.
- Review HR and People strategy and its alignment with the business strategy periodically, or when a change is made to either.
- Review the efficacy of HR practices, including those for leadership development, rewards and recognition, talent management and succession planning.
- Perform other activities related to the charter as requested by the Board from time to time.

Composition of the committee, meetings and attendance during the year:

There was 1 meeting of Nomination and Remuneration Committee Meetings held during the financial year 2024-2025 on

Name	Designation	Category	No of Meetings held	No of Meetings attended
Mr. G. Jayachand	Chairman	Non-Executive Independent Director	1	1
Mrs. Srivani Nandiraju	Member	Non-Executive Independent Director	1	1
Ravikanth Andhavarapu	Member	Independent Director	1	1
Mr. U. Sreenivasa Sreekanth	Member	Executive Director	0	0

The Board reviewed the performance of Independent Directors on the basis of criteria such as the contribution of such director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. Performance evaluation of independent directors was done by the entire board, excluding the Independent Director being evaluated.

5 Stakeholder's Relationship Committee:

Terms of reference of the committee comprise of various matters provided under Regulation 20 of the Listing Regulations and section 178(5) of the Act, 2013 which inter-alia include:

- Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Proactively communicate and engage with stockholders including engaging with the institutional shareholders at least once a year along with members of the Committee/Board/ KMPs, as may be required and identifying actionable points for implementation.
- Review of measures taken for effective exercise of voting rights by shareholders.
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

The Committee comprises of 3 Independent Directors in the financial year 2024-25, 1 meeting of the Committee were held on March 30th, 2025. Stakeholders Relationship Committee has been reconstituted and Composition of committees and member's attendance at the meetings during the year are as under:

Name	Designation	Category	No of Meetings held	No of Meetings attended
Ravikanth Andhavarapu	Chairman	Non-Executive Independent Director	1	1
G. Jayachand	Member	Non-Executive Independent Director	1	1
Uppuluri Sreenivasa Sreekanth	Member	Executive Director	1	1

Name and designation of the compliance officer - Mrs. Hima Bindu Dulipala, Company Secretary and Compliance Officer

Number of investors complaints as on 01.04.2024 – 0

Number of investors complaints during the year – 1

Number of investors complaints resolved – 1

Number of investors complaints pending – 0

Number of investors complaints as on 31.03.2025 – 0

Risk Management Committee: The provisions of Regulation 21 of the Listing Regulations are not applicable to the Company.

6 Remuneration of Directors:

During the year under review, no remuneration is paid to any of the Directors of the Company.

7 General Body Meetings:**(i) Annual General Meetings**

Year	Date	Venue and Time	Resolutions passed
2021-2022	27 th September 2022 at 10:00 AM	Audio Visual Mode	1. Appointment of Mr. Y Ramesh Reddy as Whole Time Director 2. Appointment of Mrs. N. Srivani a Non-Executive Independent Director in Woman Category 3. Appointment of Mr. Ravikanth Andhavarapu as a Non-Executive Independent Director 4. Appointment of Mr. Jayachand Garimella as a Non-Executive Independent Director 5. Reclassification of Promoters of the Company as Public Shareholders 6. Shifting of Registered Office of the Company from the State of Tamilnadu to the State of Telangana 7. Change in name of the company including alteration in memorandum of association (MOA) and articles of association (AOA) of the company 8. Amendment to AOA consequent to increase in Authorised Share Capital of the Company 9. Adoption of New Set of Memorandum of Association of the Company 10. Adoption of New Set of Articles of Association of the Company 11. Approval for Employees Stock Option Plan 2022 for employees of the Company 12. Approval for extending Employees Stock Option Plan 2022 For employees of the Subsidiaries of the Company.
2022-2023	30 th September 2023 at 10:00 AM	Audio Visual Mode	1. Sub-division (Stock Split) of Equity Shares of the Company for Rs.10/- (Rupees Ten Only) each Rs.1/- (Rupee One Only) each. 2. Alteration of Memorandum of Association. 3. Alteration of Object Clause of Memorandum of Association of the Company.

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Year	Date	Venue and Time	Resolutions passed
2023-2024	30 th September 2024 at 10:00 AM	Audio-Visual Mode	1. Withdrawal of resolution passed at 42nd Annual General Meeting of the Company. 2. Appointment of M/s. Venugopal & Chenoy, Chartered Accountants as the Statutory Auditors of the Company

(ii) Postal ballot/ EGM

An Extra-Ordinary General Meeting of the Company was held on May13, 2024. The following special businesses were transacted at the meeting:

- a) Increase in Authorized Share Capital of the Company-
- b) Preferential Allotment of Equity Shares for consideration other than cash to proposed allottees.

The resolutions as set out in the Notice of EGM were duly passed by the shareholders.

8 Means of Communication

The Company follows a robust process of communicating with the stakeholders and Investors. The Quarterly and Annual audited Financial Results are sent to stock exchanges immediately after being approved by the Board. Further, Publication of Quarterly and annual results of the Company are published in the newspapers and also on the website of the Company. No presentations were made to institutional investors or analysts during the year under review.

9 General Shareholders Information:

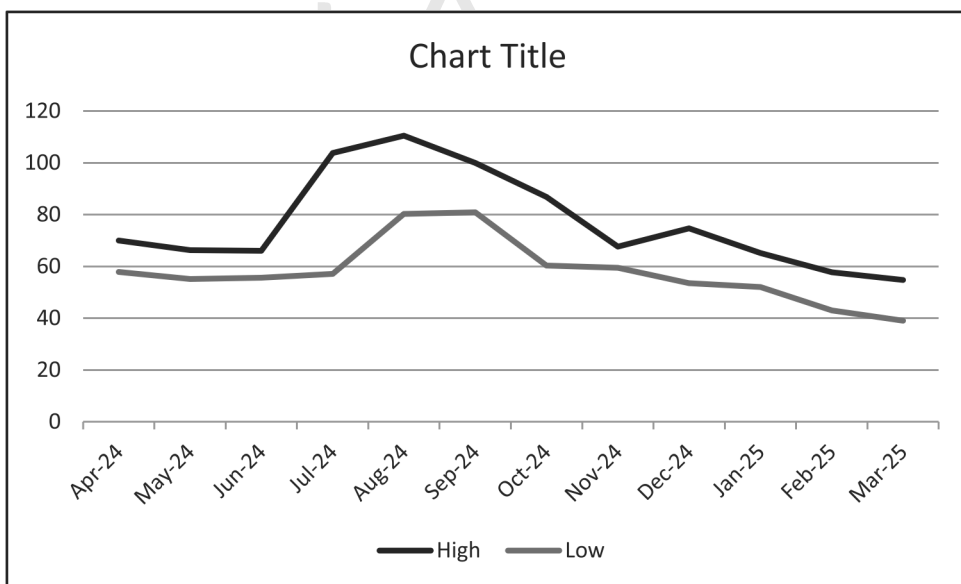
- a. **Annual General Meeting:** Through Video Conferencing /Other audio video means on Tuesday, 30th September 2025 at 10:00 AM
- b. Financial Year: 2024-2025
- c. The next Financial Year of the Company Starts from 1st April every year and ends on 31st March succeeding Year.

Quarterly Results	Tentative Dates of Board Meeting
Results for the quarter ended 30 th June 2025	By 14 th August 2025
Results for the quarter ended 30 th September 2025	By 14 th November 2025
Results for the quarter ended 31 st December 2025	By 14 th February 2026
Audited Results for the quarter and year ended 31 st March 2026	By 30 th May 2026

- d. Dividend payment date: Not applicable
- e. Date of Book Closure September 24, 2025 to September 30, 2025
- f. Cutoff date for remote e-voting: September 23, 2025.

- g. Listing of Securities: BSE Limited, PJ Towers, Dalal Street, Mumbai-400001
- h. The Board hereby confirms that annual listing fees for 2023-2024 was paid to BSE Limited.
- i. Stock code: 517170
- j. Corporate Identification Number: :L62099TS1980PLC176617
- k. Demat ISIN: INE125G01014
- l. Market Price Data: Share price of Shares of Company as per BSE

Month	High	Low
April 2024	70.00	57.80
May 2024	66.30	55.12
June 2024	66.00	55.57
July 2024	103.80	57.10
August 2024	110.45	80.30
September 2024	99.90	80.90
October 2024	86.79	60.30
November 2024	67.69	59.50
December 2024	74.70	53.56
January 2025	65.10	52.00
February 2025	57.73	43.00
March 2025	54.75	39.00



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m. Registrar and share transfer agents:

Aarathi Consultants Private Limited
8-3-1084, Plot No.50, Srinagar Colony,
Banjara Hills, Khairatabad Telangana - 500034
E-mail ID: info@aarathiconsultants.com
Telephone: 040 - 27638111

n. Share Transfer system:

Shares held in dematerialized form are electronically traded in the Depository and the share transfers are being processed by the Registrar and Share Transfer Agents i.e., Aarathi Consultants Private Limited

o. Outstanding global depository receipts or American depository receipts or warrants or convertible instruments, conversion date and likely impact on equity:

There are no outstanding GDR or ADR or convertible instruments except the following:

p. Shareholding Pattern as 31st March 2025:

Category	No of shares	Percentage of shares
Promoters	1,55,24,440	53.14
Public	1,36,91,525	46.86
Total	2,92,15,965	100

q. Distribution of Shareholding as on 31st March 2025:

SL. NO.	CATEGORY	HOLDERS	HOLDERS PERCENTAGE	SHARES	AMOUNT	AMOUNT PERCENTAGE
1	1 - 5000	6718	76.7	908408	9084080	3.11
2	5001 - 10000	902	10.3	720780	7207800	2.47
3	10001 - 20000	492	5.62	751113	7511130	2.57
4	20001 - 30000	205	2.34	521059	5210590	1.78
5	30001 - 40000	85	0.97	301285	3012850	1.03
6	40001 - 50000	80	0.91	381156	3811560	1.3
7	50001 - 100000	137	1.56	1028673	10286730	3.52
8	100001 & Above	140	1.6	24603491	246034910	84.21
	Total:	8759	100	29215965	292159650	100

r. Dematerialization of Shares:

As on 31st March 2025 about 98.32% of the Company equity shares have been dematerialized.

For convenience of shareholders, the process of getting the shares dematerialized is given hereunder:

- a) Demat account should be opened with a depository participant (DP).
- b) Shareholders should submit the dematerialization request form (DRF) along with share certificates in original, to their DP.
- c) DP will process the DRF and will generate a dematerialization request number (DRN). d) DP will submit the DRF and original share certificates to the Registrar and Transfer Agents (RTA), which is CIL Securities Limited
- d) RTA will process the DRF and confirm or reject the request to DP/ depositories.
- e) Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his demat account maintained with the DP

s. Suspension of securities from trading – No securities of the Company were suspended from trading during the year under review.

t. Plant location – Not applicable

u. Address for correspondence – same as registered office address of the Company - IQ 3-A2, First Floor Cyber Towers, Hitec City Madhapur Shaikpet Hyderabad – 500081, Telangana, India

v. Credit ratings – Not applicable

Other Disclosures:**a. Policy on Related Party Transaction:**

The Company has not entered into any material Related Party Transaction during the year, that may have potential conflict with the interests of the Company at large. In line with requirement of the Companies Act, 2013 and Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is also available at Company's website under the weblink: www.edvenswa.com

b. Details of Non-compliance by the Company, penalties, strictures imposed on the Company by stock exchanges on any matter related to capital markets, during the last 3 years: The Company was levied a fine by BSE Limited due to uploading of the Annual Report under an incorrect tab on the Exchange portal. The said fine has been duly paid by the Company. The matter now stands closed.

c. Details of establishment of vigil mechanism / whistle blower policy: The vigil mechanism / whistle blower policy established can be accessed at the www.edvenswa.com

d. Details of compliance with mandatory requirements and adoption of non-mandatory requirements – The Company has complied with the provisions of Listing Regulations as far as applicable.

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- e. **Web-link where policy of material subsidiaries is disclosed** -www.edvenswa.com
- f. **Web-link where policy on dealing with related party transactions is disclosed** - www.edvenswa.com
- g. **Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) –**

Quarterly Statement/ Annual Statement of Deviation is submitted to the Stock exchange as per SEBI(LODR) Regulations 2015
- h. **Commodity price risk or foreign exchange risk and hedging activities:** Nil
- i. **Certificate from Practicing Company Secretary:**

The Company has received a certificate from a Company Secretary in practice confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by the Board/Ministry of the Corporate affairs or any such statutory authority – placed as an annexure-F to this report
- j. The Board hereby affirms that no personnel has been denied access to the audit committee.
- k. **Total fees for all the services paid by the Company, on a consolidated basis, to the statutory auditor of the Company** – Rs. 3,50,000/-
- l. **Disclosure in relation to the Sexual Harrassment of women at workplace (prevention, prohibition and redressal) act, 2013** – detailed disclosures are given in Directors' report which forms part of this report.
- m. **Disclosure in relation to loan, advances** - detailed disclosures are given in Directors' report which forms part of this report.
- n. **Non-compliance of any requirement of corporate governance report of sub-paras (2) to (10) above, with reasons** – not applicable
- o. **Discretionary requirements as specified in part E of Schedule II** – The Company has adopted the following discretionary requirements to the extent of the following:
 - 1. The listed entity is under the regime of financial statements with unmodified audit opinion.
 - 2. The internal auditor reports directly to the audit committee.
 - 3. All the financial results (quarterly, half-yearly and annual) are disclosed to BSE and placed on the website of the Company.
- p. Disclosures of the Compliance with Corporate Governance requirements specified in regulation 17 to 27 and Regulation 46 of Listing Regulations are made in the section on corporate governance of the annual report.
- q. **The CEO & CFO certification on the financial statements as per Regulation 17(8) of Listing Regulations** – As per Annexure-F to this report

- r. **Declaration on compliance of Code of Conduct** - as per the report
- s. **Compliance certificate from M/s. B S S & Associates, Company Secretaries regarding compliance of conditions of corporate governance** - as per Annexure-H to this report.

DECLARATION

As provided under the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel of Edvenswa Enterprises Limited have confirmed compliance with the Code of Conduct for the year ended March 31, 2025.

Date: 05/09/2025
Place: Hyderabad

sd/-
Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director
DIN: 01275332



Annexure-G

CEO & CFO Certification

The Board of Directors
Edvenswa Enterprises Limited
Hyderabad.

We, **Uppuluri Sreenivasa Sreekanth**, Managing Director & Chief Executive Officer and **Krishna Murthy Uppuluri**, Chief Financial Officer of Edvenswa Enterprises Limited, hereby certify that:

- A. we have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, wherever applicable, deficiencies in the design or operation of such internal controls, if any, of which we are aware of, and the steps we have taken or propose to take to rectify these deficiencies
- D. We have indicated to the Auditors and the Audit Committee, wherever applicable:
- i. significant changes in internal control over financial reporting during the year;
 - ii. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Uppuluri Sreenivasa Sreekanth
Chairman & Managing Director
DIN: 01275332

Krishna Murthy Uppuluri
CFO

Place: Hyderabad
Date: 05.09.2025

Annexure-H

Certificate on Corporate Governance

To,
The Members,
Edvenswa Enterprises Limited,
IQ 3-A2, First Floor Cyber Towers, Hitec City
Madhapur Shaikpet Hyderabad – 500081, Telangana, India

1. We have examined the compliance of the conditions of Corporate Governance by **Edvenswa Enterprises Limited** (hereinafter called “the Company”), having CIN: L62900TS1980PLC176617 for the financial year ended on March 31, 2025, as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Paras C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘SEBI Listing Regulations’).

Management’s responsibility

2. The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

Our responsibility

3. Pursuant to the requirements of the SEBI Listing Regulations, our responsibility is limited to examining the procedures and implementations thereof, adopted by the Company and express a reasonable assurance in the form of an opinion as to whether the Company has complied with the conditions of Corporate Governance as stated in paragraph 1 above.

Opinion

4. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Paras C, D and E of Schedule V of the SEBI Listing Regulations, as applicable for the financial year ended on March 31, 2025 except:
 - As per Regulation 31(2) of the SEBI (LODR) Regulations, 100% of the promoter’s shareholding should be in dematerialized form. However, some promoters are still holding shares in physical form.
 - The company setup Structured Digital Database (SDD) on 16.11.2022, to capture the details with respect to Unpublished Price Sensitive Information (UPS). However, the company has started working on it.

Other matters and restriction on use

5. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Edvenswa Enterprises Limited

6. This report is addressed to and provided to the members of the Company solely for the purpose of enabling to comply with its obligations under the SEBI Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

for **B S S & Associates**
Company Secretaries

S. Srikanth

Partner

ACS No.: 22119

C.P. No.: 7999

UDIN: A022119G001170411

Peer review certificate no: 726/2020

Place: Hyderabad

Date: 05.09.2025



Annexure-I

Certificate of Non-Disqualification of Directors
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Edvenswa Enterprises Limited,
IQ 3-A2, First Floor, Cyber Towers, Hitec City, Madhapur
Shaikpet, Hyderabad – 500081, Telangana, India.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Edvenswa Enterprises Limited, having CIN: L72300TS1980PLC176617 and having registered office at IQ 3-A2, First Floor Cyber Towers, Hitec City Madhapur Shaikpet Hyderabad – 500081, Telangana, India (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authorities.

Sr. No.	Name of Director	DIN	Date of appointment in Company
01	Uppuluri Sreenivasa Sreekanth	01275332	26/05/2022
02	Garimella Jayachand	03053175	26/05/2022
03	Ravikanth Andhavarapu	08096853	26/05/2022
04	Srivani Nandiraju	09556758	26/05/2022

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

for **B S S & Associates**
Company Secretaries

S. Srikanth
Partner

ACS No.: 22119;

C.P. No.: 7999

UDIN: A022119G001170411

Peer review certificate no: 726/2020

Place: Hyderabad
Date: 05.09.2025



FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

The Members

EDVENSWA ENTERPRISES LIMITED

(Formerly KLK ELECTRICAL LIMITED)

Report on the Standalone Ind AS Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS Financial Statements of **EDVENSWA ENTERPRISES LIMITED** (Formerly KLK ELECTRICAL LIMITED) ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, Statement of Profit & Loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS 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 including the Ind AS,

- a) in the case of Balance Sheet of the State of affairs of the Company as at 31st March, 2025; and
- b) In the case of Statement of Profit & Loss (including other comprehensive Income), of the Profit for the year ended on that date.
- c) In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.
- d) In the case of Statement of Changes in Equity 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 Standalone Ind AS 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 Standalone Ind AS Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, 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.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report :

Edvenswa Enterprises Limited

SI No	Key Audit Matter	Auditor's Response
1.	Intangible Assets – Technical Knowhow Fee – Rs. 55,62,573/- The Company had paid Technical Knowhow Fee in FY 2001-02 / 2002-03 to M/s. Elin Union, Austria for manufacture of Isolators and Load Back Switches. Pursuant to a Foreign Collaboration Agreement. The Agreement has since lapsed.	Principal Audit Procedures We have observed that the original promoters of the company have divested their stake in favour of current promoters and the company is no longer pursuing the objects relating to manufacture of Electrical products. Moreover, the said foreign Collaboration agreement has lapsed. Hence, this Technical Knowhow Fee may not have value in the present circumstances. Accordingly, the company had Impaired the entire amount of Rs. 55,62,573/- during FY 2024-25 and debited to Statement of Profit & Loss.
2.	Trade Receivables – outstanding for more than 3 years Rs. 67,63,850/- The Company has Trade Receivables – outstanding for more than 3 years – Rs. 67,63,850/-	We have observed that this amount is being carried from FY 2013-14 onwards. No confirmation from the Parties could be obtained. The Company has classified as Doubtful in the Ageing Analysis. Accordingly, the company had written off this amount of Rs. 67,63,850/- during FY 2024-25 and debited to Statement of Profit & Loss.
3.	Investments – Others - Rs. 5,35,001/- : These Investments were continuing from years prior to FY 2014-15.	As these were continuing from years prior to FY 2014-15, the company had impaired this amount of Rs. 5,35,001/- during FY 2024-25 and debited to Statement of Profit & Loss.
4.	Revenue Recognition, measurement, presentation and disclosures : The Company had entered into Software Services contract with its wholly-owned subsidiary in USA and the entire revenue is from this related Party. The Revenue is recognized based on the estimates of progress achieved.	Our audit procedures involved review of the agreement/ contract with its wholly-owned subsidiary in the USA, identification of the distinct performance obligations, and determination of the transaction price. The Company is following the Transfer Pricing model of 'Cost Plus' for revenue recognition. We also reviewed the recognition of unbilled revenue under Ind AS 115 – Revenue from Contracts with Customers, to ensure it reflects the performance obligations satisfied as of the reporting date. Our procedures did not identify any material exceptions.
5.	Investments in Products Technology Development – Rs. 11,05,00,000/-. The Company had made Investments with 3 companies for Products Technology Development activities. Out of these, one of the companies is a related party, where the investment was Rs. 1,55,00,000/-.	Our audit procedures involved review of the various documents viz., Memorandum of Understanding / Agreements with these companies, Confirmation Letters for Funds invested by Edvenswa Enterprises Limited, Status of the said Projects undertaken jointly with these companies, proposed target dates for completion of these projects. The investment in the related party company was approved by the Audit Committee and the Board of the company. Our procedures did not identify any material exceptions.

SI No	Key Audit Matter	Auditor's Response
6.	Investments in Subsidiary Companies The Company holds investments in subsidiaries which are carried at cost Rs. 70.34 crores in accordance with Ind AS 27 – Separate Financial Statements. This includes an opening investment in one subsidiary Rs. 33.11 crores and additional investment made during the current year in another subsidiary Rs. 37.23 crores. These investments are material to the financial statements and involve assessment for potential impairment, where applicable, under Ind AS 36 – <i>Impairment of Assets</i>. The assessment involves significant management judgment relating to future business projections, valuation models, and key assumptions. Accordingly, this area has been identified as a key audit matter.	We assessed the accounting treatment of the investments in subsidiaries with reference to Ind AS 27 and the Company's stated accounting policies. In respect of the additional investment made during the year, we reviewed relevant approvals, supporting documents, and the timing of recognition. For both investments, we evaluated management's assessment of impairment indicators, where applicable. We also evaluated the adequacy of the disclosures made in the financial statements. Our procedures did not identify any material exceptions.

Management's Responsibility for the Standalone Ind AS 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 of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity 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 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 Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Ind AS 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.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of Standalone Ind AS Financial Statements

Our responsibility is to express an opinion on these Standalone Ind AS Financial Statements based on our audit.

Edvenswa Enterprises Limited

We have taken into account the provisions of the Act, the Indian 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 thereunder.

We conducted our audit of the Standalone Ind AS Financial Statements 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 Standalone Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Ind AS 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 Standalone Ind AS 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 Standalone Ind AS 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 Standalone Ind AS Financial Statements.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we enclose in the "Annexure A", hereto a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. As required by Section 143 (3) of the Act, we further report that :
 - i) 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.
 - ii) 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.
 - iii) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - iv) In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - v) On the basis of the written representations received from the Directors as on 31st March, 2025 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2025 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - vi) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

- vii) 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 :
- a) Provision relating to Impact of pending litigations on its financial position in its Financial Statements – NIL ;
 - b) Provision relating to Material Foreseeable Losses on Long-Term Contracts – Not Applicable. The company neither entered into any derivative contract during the year nor have any outstanding derivative contract at the year end.
 - c) The provision relating to transferring any amounts to the Investor Education and Protection Fund is not applicable to the company during the year.
 - d) Based on our audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the various matters mentioned in 'Disclosures of other Statutory Information' annexed to the Notes to accounts, contain any material mis-statement.
 - e) 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.
 - f) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 – Based on our examination, which included test checks, we state that the accounting software used for maintaining books of account does not have a feature of recording audit trail (edit log) facility for the Financial year 2024-25.

For VENUGOPAL & CHENYO
Chartered Accountants
Firm Regn. No.

P.V. SRIHARI
Partner
M. No.: 021961
Date : 30-05-2025
UDIN : 25021961BMNPRA9075

“ANNEXURE - A” to the Auditor’s Report

Statement referred to in our report of even date to the members of **EDVENSWA ENTERPRISES LIMITED** (Formerly KLK ELECTRICAL LIMITED) on the Standalone Ind AS Financial Statements for the year ended 31st March, 2025 :

(i) With respect to its Property, Plant and Equipment :

- a) i) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment which needs to be updated.
- ii) The Company has Intangible Assets comprising of Technical Know How Fees paid during FY 2001-02 / 2002-03 to M/s. Elin Union, Austria for manufacture of Isolators and Loan Back Switches, pursuant to a Foreign Collaboration Agreement. We are informed that this Agreement has since lapsed. The Company had Impaired the Technical Know How Fees of Rs. 55,62,573/- during the year.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have physically verified by the management, at random, during the year and 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 company does not hold any immovable properties.
- d) The Company has not revalued its Property, Plant and Equipment or Intangible Assets during the year.
- e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the company under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- (ii) The company does not have any inventories. Hence, the clause 3(ii) of the said Order is not applicable to the company.
- (iii) The company has not granted any loans / provided any Guarantees, secured or unsecured to companies, firms, LLP's or other parties. The company has made an Investment of Rs. 1500.00 Lacs in FY 2021-22 in Edvenswa Tech Inc., USA (a 100 % subsidiary). Further investments were made in FY 2023-24 and the total investment in Edvenswa Tech Inc., USA (100 % subsidiary) is Rs. 3311.27 Lacs.

During the FY 2024-25, the company had made Investment of Rs. 3723.64 Las in Omni Networks Inc., USA (a 100 % subsidiary) by way of swap of shares.
- (iv) In our opinion and according to the information and explanations given to us, company has complied with the provisions of section 185 and Section 186 of Companies Act, 2013, wherever applicable.
- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) The Central Government has not prescribed maintenance of Cost Records under sub – section (1) of section 148 of the Companies Act, 2013.

(vii) With respect to Statutory Dues :

- a) According to the information and explanations given to us, and the records of the company examined by us, the company is generally regular in depositing the undisputed Statutory Dues including the Income Tax, GST, Duty of Customs, Cess or other material statutory dues as applicable to it, with the appropriate authorities and there were no undisputed statutory dues outstanding as at 31-03-2025 for a period exceeding six months from the date they became payable. We are informed that the provisions of Employees Provident Fund and Employees State Insurance Acts are not yet applicable to the Company.
 - b) According to the information and explanations given to us, and the records examined by us, the company is not having any disputed liabilities relating to statutory dues as mentioned in clause (a) above as at the year end.
- (viii) On the basis of our examination of records and according to the information and explanations given to us, the Company does not have any transactions which are referred to in clause 3(viii) of the said Order.
- (ix) According to the information and explanations given to us and the records examined by us, the company has not availed any loans or other borrowings from banks / financial institutions. Hence, the provisions of clause 3(ix) of the said Order are not applicable.
- (x) (a) On the basis of our examination of records and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer / further public offer (including debt instruments) during the year. The company had raised an amount of Rs. 2679.58 Lacs by way of Rights Issue during the FY 2024-25.
- During FY 2024-25, an amount of Rs. 1025.47 was utilised for the purposes for which they were raised. As on 31-03-2025, the unutilised amount was Rs. 1654.11 Lacs.
- (b) During the FY 2024-25, the company had allotted 58,20,000 Equity Shares of Rs. 10/- each at the premium of Rs. 53.98 on a Preferential basis – total amount Rs. 3723.64 Lacs to the Promoters of Omni Networks Inc., USA by way of swap of shares. By virtue of this preferential allotment of shares, Omni Networks Inc., USA had become a 100 % subsidiary of Edvenswa enterprises Limited.
- (xi) In our opinion and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers / employees has been noticed or reported during the year that causes the Standalone Ind AS Financial Statements to be materially misstated.
- (xii) The Company is not a Nidhi Company. Therefore, clause 3(xii) of the said order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on or examination of the records of the Company, the company is in the process of setting up an internal audit system commensurate with the size and nature of its business.

Edvenswa Enterprises Limited

- (xv) On the basis of our examination of records and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them during the year under the provisions of section 192 of the Act. Therefore, clause 3(xv) of the said order is not applicable to the Company.
- (xvi) On the basis of our examination of records and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvii) The Company has not incurred cash losses during the in the Financial Year 2024-25 and in the immediately preceding Financial year 2023-24.
- (xviii) There has been a change in the Statutory Auditors during the year as the term of the earlier Statutory Auditors was completed and there were no issues, objections or concerns raised by the outgoing auditors.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date 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 does not have any other than ongoing projects and as such the provisions of clause 3(xx) (a) and (b) of the said order are not applicable to the Company.
- (xxi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company does not have any subsidiary companies to which provisions of Companies (Auditor's Report) Order (CARO) is applicable. As such, the provisions of clause 3(xxi) of the said Order is not applicable to the Company.

For VENUGOPAL & CHENYOY
Chartered Accountants
Firm Regn. No.

P.V. SRIHARI
Partner
M. No.: 021961
Date : 30-05-2025
UDIN : 25021961BMNPRA9075

ANNEXURE B” TO THE INDEPENDENT AUDITOR’S

Report on the Internal Financial Controls 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 **EDVENSWA ENTERPRISES LIMITED** (Formerly **KLK ELECTRICAL LIMITED**) (“the Company”) as of March 31, 2025 in conjunction with our audit of the Standalone Ind AS 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 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.

Auditors’ 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 on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. 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 were 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 judgement, including the assessment of the risks of material misstatement of the Standalone Ind AS 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 Standalone Ind AS 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 :

Edvenswa Enterprises Limited

- a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- b) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Ind As financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- c) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Ind AS 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, 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, 2025, 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 issued by the Institute of Chartered Accountants of India.

For VENUGOPAL & CHENoy
Chartered Accountants
Firm Regn. No.

P.V. SRIHARI
Partner
M. No.: 021961
Date : 30-05-2025
UDIN : 25021961BMNPRA9075

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

STANDALONE BALANCE SHEET AS AT 31-03-2025

Particulars	Note No.	31-03-2025	31-03-2024
		Rs. In Lakhs	Rs. In Lakhs
ASSETS			
1. Non Current Assets :			
a) Property, Plant and Equipment	1	31.29	-
b) Intangible Assets	1	-	55.63
c) Financial Assets :			
i) Investments	2	8,139.91	3,316.62
ii) Other Financial Assets	3	45.00	45.00
2. Current Assets :			
a) Financial Assets			
i) Trade Receivables	4	218.98	271.55
ii) Cash and Cash Equivalents	5	1,796.59	312.87
iii) Short Term Loans & Advances	6	604.98	416.90
iv) Other Current Assets	7	104.25	1.38
TOTAL		10,941.00	4,419.95
EQUITY AND LIABILITIES			
EQUITY :			
a) Equity Share Capital	8	2,921.60	1,893.00
b) Other Equity	9	7,976.30	2,511.76
c) Share Warrants Application Money		-	-
LIABILITIES :			
1. Non Current Liabilities			
Financial Liabilities	10	-	-
Deferred Tax Liability (Net)		1.87	0.87
2. Current Liabilities :			
a) Financial Liabilities			
i) Loans and Advances Received		-	-
ii) Other Current Liabilities	11	5.79	2.77
b) Short Term Provisions	12	35.44	11.55
TOTAL		10,941.00	4,419.95

Significant Accounting Policies and Notes
to the Financial Statements

The accompanying notes are an integral part of the financial statements

A

FOR AND ON BEHALF OF BOARD

For VENUGOPAL & CHENYO

Chartered Accountants

FRN : 004671S

SREENIVASA SREEKANTH UPPULURI

Chairman And Managing Director

DIN No : 01275332

GARIMELLA JAYACHAND

Director

DIN No : 03053175

P.V. SRIHARI

Partner

M.No. : 021961

Date : 30-05-2025

UDIN : 25021961BMNPRA9075

UPPULURI KRISHNA MURTHY

Chief Financial Officer

HIMABINDU DULIPALA

Company Secretary

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2025

	Particulars	Note No.	2024-25	2023-24
			Rs. In Lakhs	Rs. In Lakhs
	INCOME :			
I	Revenue from Operations	13	472.79	165.94
II	Other Income	14	50.96	46.70
III	Total Income (I + II)		523.75	212.64
	EXPENDITURE :			
IV	a) Cost of Inputs		-	10.38
	b) Employees Benefits Expenses	15	89.67	75.44
	c) Finance Costs	16	0.08	0.52
	d) Depreciation , Amortisation and Impairment	17	0.20	-
	e) Other Expenses	18	251.05	58.46
	Total Expenses		341.00	144.80
V	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX	(III - IV)	182.75	67.84
VI	Less : Exceptional Items :			
	- Impairment of Assets	19	60.98	-
VII	PROFIT BEFORE TAX	(V - VI)	121.78	67.84
VIII	Tax Expense :			
	a) Current Tax - Current Year		30.60	17.64
	b) Earlier Taxes		-	0.21
	c) Deferred Tax		1.06	0.57
IX	PROFIT AFTER TAX (from continuing operations)	(VII - VIII)	90.12	49.42
X	Other Comprehensive Income			
	- Items that will not be reclassified to Profit or Loss		(0.27)	1.18
	- Items that will be reclassified to Profit or Loss		-	0.50
	Less : Tax Expenses		0.07	0.44
	Net Other Comprehensive Income	X	(0.20)	1.24
XI	Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)	IX+X	89.92	50.67
XII	Earnings Per Share :			
	a) Basic		0.38	0.26
	b) Diluted		0.31	0.26

Significant Accounting Policies and Notes
to the Financial Statements

The accompanying notes are an integral part of the financial statements

A

FOR AND ON BEHALF OF BOARD

For VENUGOPAL & CHENYOY

Chartered Accountants

FRN : 004671S

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UPPULURI KRISHNA MURTHY

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HIMABINDU DULIPALA

Company Secretary

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2025

	Particulars	2024-25	2023-24
		Rs. In Lakhs	Rs. In Lakhs
A.	Cash Flow from Operating Activities		
	Net Profit / (Loss) before Tax	121.78	67.83
	Adjustments for:		
	Depreciation, amortisation and impairment	61.17	-
	Dividend Received	-	-
	Gratuity Expense	1.99	-
	Bad debts written off	67.72	-
	Operating Profit before Working Capital Changes	252.67	67.83
	Decrease / (Increase) in Trade Receivables	(15.06)	(97.42)
	Decrease / (Increase) in Short Term Loans and Advances	(208.09)	(221.45)
	Decrease / (Increase) in Other Current Assets	(102.86)	10.38
	Increase / (Decrease) in Short Term Provisions	2.95	3.84
	Increase / (Decrease) in Loans and Advances Received	-	-
	Increase / (Decrease) in Other Current Liabilities	3.03	(13.59)
	Cash generated from Operating Activities	(67.37)	(250.41)
	Income Tax Paid	(8.00)	19.17
	Net Cash Flow from Operating Activities	(59.37)	(269.58)
B.	Cash Flow from Investing Activities		
	Acquisition of Fixed Assets	(31.49)	-
	Changes in Investments	(4,828.64)	(1,811.27)
	Changes in Non-Current Assets	-	-
	Dividend received	-	-
	Net Cash Flow from Investing Activities	(4,859.63)	(1,811.27)
C.	Cash Flow from Financing Activities		
	Changes in Share Warrants Application Money	-	(48.15)
	Changes in Equity Shares	1,028.60	77.00
	Changes in Securities Premium	5,374.62	115.50
	Changes in Other Comprehensive Income (under Other Equity)	-	(6.44)
	Rights Issue Expenses (Under Other Equity)	-	-
	Net Cash Flow from Financing Activities	6,403.22	137.91
	Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)	1,483.72	(1,942.94)
	Opening Cash and Cash Equivalents	312.87	2,255.82
	Closing Cash and Cash Equivalents	1,796.59	312.87

Notes:

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the (Ind As-7) 'Cash Flow Statements' notified by the Central Govt under Companies (Indian Accounting Standards) Rules, 2015.
- Previous year figures have been regrouped / rearranged, wherever necessary to conform to the current period classification.

FOR AND ON BEHALF OF BOARD

For VENUGOPAL & CHENOY

Chartered Accountants

FRN : 004671S

SREENIVASA SREEKANTH UPPULURI

Chairman And Managing Director

DIN No : 01275332

GARIMELLA JAYACHAND

Director

DIN No : 03053175

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M.No. : 021961

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EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

A. NOTES TO THE FINANCIAL STATEMENTS :

1 Depreciation and Amortisation Expenses :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Depreciation on Fixed Assets	0.20	-
Total	0.20	-
b) Amortisation Expenses :		
i) Technical Know how (This represents the Technical Know-how Fees paid in FY 2001-02 / 2002-03 to M/s. Elin Union, Austria for manufacture of Isolators and Load Back Switches pursuant to a Foreign Collaboration Agreement. The Agreement has since lapsed and the same has been impaired during FY 2024-25.)	-	55.63
	-	55.63

2 Investments :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
Financial Assets :		
a) Investments in Subsidiaries (Unquoted Investments at cost)		
- Edvenswa Tech Inc., USA (1,46,80,000 Equity Shares in this 100 % Subsidiary)	3,311.27	3,311.27
- Omni Networks Inc., USA (60,00,000 Equity Shares in this 100 % Subsidiary)	3,723.64	-
b) Investments in Products Development		
- Edvenswa Tech Pvt. Ltd.	155.00	-
- Maximum Infotainment Pvt. Ltd.	450.00	-
- SBC Infotech Limited	500.00	-
c) Investments - Others	-	5.35
	8,139.91	3,316.62

3 Other Financial Assets :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
Financial Assets :		
a) Rent Deposit	45.00	45.00
	45.00	45.00

4 Trade Receivables :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
Sundry Debtors (Unsecured and Considered good unless otherwise stated)	218.98	271.55
	218.98	271.55

Trade Receivables Due :**Trade Receivables Ageing Schedule : (FY 2024-25)***(As given by Management and not verified by Auditors)*

Particulars (Outstanding for the following periods from the due date of payment)		
Undisputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	218.98	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (A)	218.98	-
Disputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	-	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (B)	-	-
Total Trade Receivables Due (A+B)	218.98	-

Trade Receivables Ageing Schedule : (FY 2023-24)*(As given by Management and not verified by Auditors)*

Particulars (Outstanding for the following periods from the due date of payment)		
Undisputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	97.42	-
6 Months - 1 year	-	-
1 - 2 years	56.25	-
2 - 3 years	50.24	-
More Than 3 years	-	67.64
Total (A)	203.91	67.64
Disputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	-	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (B)	-	-
Total Trade Receivables Due (A+B)	203.91	67.64

Edvenswa Enterprises Limited

5 Cash and Cash Equivalents :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Balances with Banks :		
- Indian Bank - Current Account No. 47524	0.43	0.43
- ICICI Bank Ltd. - Current Account No. 000645	69.39	1.24
- Kotak Mahindra Bank - Current Account No. 52960	0.75	-
- Axis Bank - Current Account No. 709770	142.26	0.49
- Axis Bank - Current Account No. 09031	0.38	4.38
- APGVB Bank - Current Account No.105503	0.15	1.60
- Bhadradi Co-Op Bank - Current A/c No. 00186	0.07	0.07
- ICICI Bank Ltd. - Current Account No. 000650	0.83	1.74
b) Cash on Hand	0.01	0.03
c) Fixed Deposits with Banks	1,582.32	302.90
	1,796.59	312.87

6 Short Term Loans & Advances :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Advances to Others	217.88	60.57
b) Advances to Suppliers	144.00	338.66
c) GST Input Tax Credit	36.16	17.67
d) Prepaid Insurance	7.22	-
e) Inter-Corporate Deposits	199.72	-
	604.98	416.90

7 Other Current Assets :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Income Tax Refund AY 2024-25	1.39	1.38
b) Software services unbilled revenue	102.86	-
	104.25	1.38

8 Equity Share Capital :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
Authorized :		
a) Equity Share Capital :		
3,50,00,000 (2,00,00,000) Equity Shares of Rs.10/- each	3,500.00	2,000.00
Total	3,500.00	2,000.00
Issued, Subscribed and Paid-up :		
a) Equity Share Capital		
2,92,15,965 (Prev. Year : 1,89,30,000) Equity Share of Rs.10/- each	2,921.60	1,893.00
Total	2,921.60	1,893.00

8.1 Reconciliation of Number of Shares :

Particulars	31-03-2025	31-03-2024
	Rs.	Rs.
Equity Shares :		
Opening balance	1,89,30,000	1,81,60,000
* Issued during the year	1,02,85,965	7,70,000
Closing Balance	2,92,15,965	1,89,30,000
Equity Share Warrants :		
Opening balance	-	7,70,000
* (Reduction) / Issued during the year		(7,70,000)
Closing Balance	-	-

8.2 The following is the list of the shareholders holding more than 5% Equity Shares :

Name of the Shareholder	31-03-2025		31-03-2024	
	No. of Shares	%	No. of Shares	%
Equity Shares :				
a) Sri Uppuluri Sreenivasa Sreekanth	1,36,22,500	45.43%	95,00,000	50.18%
b) Sri Y. Ramesh Reddy	18,96,000	0.00%	18,96,000	10.02%
c) Ms. Anjana Bhutna	-	-	-	-
d) Mr. Anup Kumar Sahu	14,62,000	1.26%	14,43,800	7.63%

8.3 Disclosure of Shareholding of Promoters : (FY 2024-25) :

Shares Held by the Promoter at the end of the year			
Sl. No.	Promoter Name	No. of Shares	% of Total Shares % Change during the year
a)	Sri Uppuluri Sreenivasa Sreekanth	1,36,22,500	46.63 43.39
b)	Sri Y.Ramesh Reddy	18,96,000	6.49 -
c)	Edvenswa Tech Private Limited	5,540	0.019 -
d)	Sri L.Karthik	400	- -

Disclosure of Shareholding of Promoters : (FY 2023-24) :

Shares Held by the Promoter at the end of the year			
Sl. No.	Promoter Name	No. of Shares	% of Total Shares % Change during the year
a)	Sri Uppuluri Sreenivasa Sreekanth	95,00,000	50.18 -
b)	Sri Y.Ramesh Reddy	18,96,000	10.02 68.38
c)	Sri V.Lava Kumar	-	- (100.00)
d)	Edvenswa Tech Private Limited	5,540	0.029 12.14
e)	Sri Devi Lava Kumar	-	- (100.00)
f)	Sri L.Karthik	400	- -

Edvenswa Enterprises Limited

- 8.4** The Company has only one class of equity shares having a per value of Rs.10/- per share. Each holder of equity shares 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.

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. The distribution will be in proportion to the number of equity shares held by the shareholder Rs. in Lakhs

During the FY 2024-25 the Company had issued Equity Shares of 58,20,000 of Rs.10/- each at Premium of Rs.53.98 each on a Preferential basis to the Promoters of Omni Networks Inc., USA by way of swap of shares - allotted on 11-06-2024.

Further, during FY 2024-25, the Company had issued 44,65,965 equity shares of Rs.10/- each at a Premium of Rs.50/- each on Rights basis to eligible shareholders - allotted on 29-11-2024.

9. Other Equity :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Securities Premium Received during the Year	7,816.62	2,442.00
b) Profit / (Loss) for the Year :		
Balance as on 01-04-2024	68.52	23.16
Add: Transfer from other comprehensive income	0.37	-
Net Profit / (Loss) for the period	90.12	49.42
c) Other Comprehensive Income :		
- Unrealised Gains on Remeasurement of Receivables	0.37	0.37
- Gains/ (Loss) on Remeasurement of Net Defined Liability	0.67	0.87
- Transferred to P & L on realisation of Financial assets	-	(4.06)
Less: Transfer to Profit and loss account	(0.37)	-
d) Rights Issue Expenses		
Balance as at end of Quarter	7,976.30	2,511.76

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2025

(All amounts in Indian Rupees , except share data and where otherwise stated)

9. A Equity Share Capital :

Particulars	Balance at the beginning of the reporting period 01-04-2024	Changes in equity share capital during the year	Balance at the end of the reporting period 31-03-2023
Issued, Subscribed and Paid-up (2024-25) : 2,92,15,965 (Prev .1,89,30,000) Equity Share of Rs. 10/- each Subscribed and Paid-up	1,893.00	1,028.60	2,921.60
Previous Year (2023-24)	01-04-2023		31-03-2024
Issued, Subscribed and Paid-up (2023-24) : 1,89,30,000 (Prev .1,81,60,000) Equity Share of Rs. 10/- each Subscribed and Paid-up	1,816.00	77.00	1,893.00

9.B Other Equity :

	Securities Premium	Reserves and Surplus Surplus/Deficit in Statement of Profit & Loss	Total
Balance as at April 1, 2023	2,326.50	23.16	2,349.66
a) Securities Premium Received during the Year	115.50	-	115.50
b) Profit / (Loss) for the Year	-	49.42	49.42
c) Other Comprehensive Income :			
- Unrealised Gains on Remeasurement of Receivables	-	-	-
- Gains/ (Loss) on Remeasurement of Net Defined Liability	-	0.87	0.87
- Transferred to P & L on realisation of Financial assets	-	0.37	0.37
d) Rights Issue Expenses	-	(4.06)	(4.06)
Balance as at March 31, 2024	2,442.00	69.76	2,511.76
Balance as at April 1, 2024	2,442.00	69.76	2,511.76
a) Securities Premium Received during the Year	5,374.62	-	5,374.62
b) Profit / (Loss) for the Year	-	90.12	90.12
Add: Transferred from OCI Reserves	-	0.37	-
c) Other Comprehensive Income :	-	-	-
- Unrealised Gains on Remeasurement of Receivables	-	-	-
- Gains/ (Loss) on Remeasurement of Net Defined Liability	-	(0.20)	(0.20)
- Transferred to P & L on realisation of Financial assets	-	-	-
Less: Transferred to Retained Earnings	-	(0.37)	-
d) Rights Issue Expenses	-	-	-
Balance as at March 31, 2025	7,816.62	159.68	7,976.30

10 Financial Liabilities :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Unsecured Loans	-	-
	-	-

11 Other Current Liabilities :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Creditors for Expenses	3.22	0.87
b) TDS Payable	2.57	1.90
	5.79	2.77

Edvenswa Enterprises Limited

11.1 Creditors for Expenses - Break-up into Micro Enterprises and Small Enterprises :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Micro Enterprises and Small Enterprises	NIL	0.05
b) Other Than Micro Enterprises and Small Enterprises	3.22	0.82

11.2 Creditors for Expenses Ageing Schedule : (FY 2024-25) (As given by Management and not verified by Auditors)

Outstanding for the following periods from the due date of payment	MSME	Others
	Rs. In Lakhs	Rs. In Lakhs
Less than 1 year	-	3.22
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	-	3.22
Outstanding for the following periods from the due date of payment	Disputed Dues - MSME	Disputed Dues - Others
	Rs. In Lakhs	Rs. In Lakhs
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	-	-

Creditors for Expenses Ageing Schedule : (FY 2023-24) (As given by Management and not verified by Auditors)

Outstanding for the following periods from the due date of payment	MSME	Others
	Rs. In Lakhs	Rs. In Lakhs
Less than 1 year	0.05	-
1 - 2 years	-	0.82
2 - 3 years	-	-
More than 3 years	-	-
Total	0.05	0.82
Outstanding for the following periods from the due date of payment	Disputed Dues - MSME	Disputed Dues - Others
	Rs. In Lakhs	Rs. In Lakhs
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total	-	-

12 Short Term Provisions :

Particulars	31-03-2025	31-03-2024
	Rs. In Lakhs	Rs. In Lakhs
a) Provisions for Expenses	16.76	11.55
b) Current Income Tax	18.68	-
	35.44	11.55

13 Revenue from Operations :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Software Consulting Services Income (Includes Unbilled Revenue)	472.79	165.94
	472.79	165.94

14 Other Income :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Exchange Rate Fluctuation	8.04	4.61
b) Interest on Fixed Deposits	42.84	42.09
c) Sundry Balances Written off	0.08	-
	50.96	46.70

15 Employee Benefits Expenses :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Salaries to Staff	83.44	72.95
b) Staff Welfare Expenses	0.05	-
c) Employees PL Encashment Expenses	0.25	0.53
d) Employee Gratuity Expenses	1.99	1.96
e) Staff Insurance	3.94	-
	89.67	75.44

16 Finance Costs :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Bank Charges	0.08	0.52
	0.08	0.52

Edvenswa Enterprises Limited

17 Depreciation and Amortisation Expenses :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Depreciation	0.20	-
	0.20	-

Details of Amortisation on Intangible Assets :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Technical Know how		
Opening Value As on 01-04-2024	55.63	55.63
Add : Additions During The Year	-	-
Less : Impaired during the year	55.63	-
Closing Value As on 31-03-2025	-	55.63

18 Other Expenses :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Administrative Expenses:		
- Professional and Consultancy Charges	81.22	22.94
- Depository Charges, Listing Fee and Registrar Charges	9.10	3.29
- Software Development Expenses	19.36	-
- Rates and Taxes	21.75	1.37
- Advertisement Charges	7.06	0.90
- Auditors Remuneration	3.50	3.50
- Office Rent	27.51	22.74
- Postage & Courier Charges	0.03	0.03
- Printing & Stationery	1.56	0.44
- Electricity Charges	2.45	0.83
- Exchange Rate Fluctuation	-	-
- Office Maintenance	6.35	-
- Interest on TDS	0.04	0.12
- Professional Tax	0.08	-
- Business Promotion	2.00	-
- Miscellaneous Expenses	0.51	2.30
- Unrealised loss on remeasurement of receivables	0.89	-
- Bad Debts Written Off	67.64	-
	251.05	58.46

19 Exceptional Items: Impairment of Assets

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
a) Impairment of Intangible Assets	55.63	-
b) Impairment of Financial Assets	5.35	-
Total	60.98	-

20 Contingent Liabilities : NIL

21 Additional Information :

(As given by Management and not verified by the Auditors)

Foreign Exchange Inflow / Outflow :	FY 2024-25	FY 2023-24
a) Software Services Income	472.79	165.94
b) Outflow during the year : Investment in ETI Inc., USA (100% Subsidiary)	NIL	1,811.27

22 RELATED PARTY DISCLOSURES :

As per Ind AS 24, the disclosures of related parties and the transactions with the related parties are given in Annexure.

a) List of Related Parties :**i) Key Managerial Personnel :**

1. Sri Sreenivasa Sreekanth Uppuluri - Chairman And Managing Director
2. Sri Yerradoddi Ramesh Reddy - Promoter
3. Sri Krishna Murthy Uppuluri - Chief Financial Officer
4. Smt. Himabindu Dulipala - Company Secretary

ii) Names of Related Parties and description of relationship :**a) Subsidiary Companies :**

- i) Edvenswa Tech Inc., USA - Wholly Owned Subsidiary (100 %)
- ii) Omni Networks Inc., USA - Wholly Owned Subsidiary (100 %)
- iii) Seltosoft LLC, USA - Step Down Subsidiary of Edvenswa Tech Inc., USA (100 %)

b) Associate Companies : NIL

c) Joint Venture Firms : NIL

iii) Other Directors and Relatives of Key Managerial Personnel :

- a) Garimella Jayachand - Independent Director
- b) Ravikanth Andhavarapu - Independent Director
- c) Srivani Nandiraju - Independent Director
- d) Anupama Uppuluri - Relative of Sreenivasa Sreekanth Uppuluri - Chairman And Managing Director
- e) Anil Chandra Boinepalli - Relative of Sreenivasa Sreekanth Uppuluri - Chairman And Managing Director
- f) Sunitha Reddy - Relative of Yerradoddi Ramesh Reddy - Promoter
- g) Yerradoddi Ramesh Reddy - Promoter

Edvenswa Enterprises Limited

- h) Krishna Murthy Uppuluri - Chief Financial Officer - Relative of Sreenivasa Sreekanth Uppuluri - Chairman and Managing Director
- i) M.V.S.Aravind Kumar - Relative of Himabindu Dulipala - Company Secretary
- j) Srikanth Nandiraju - Relative of Srivani Nandiraju - Independent Director

iv) Enterprises Controlled or significantly influenced by Key Managerial Personnel or their Close Family Members:

- a) Edvenswa Tech Private Limited
- b) Edvenswa Pharmaceuticals Private Limited
- c) Edvenswa Consultancy Services Private Limited
- d) Edvenswa Holistic Healthcare Private Limited
- e) Rudwin Pharmaceuticals Private Limited
- f) Ybrant Digital Limited
- g) Edvenswa EPC Private Limited
- h) Biliti Electric India Private Limited
- i) Zagg Network Private Limited
- j) Ranky Singularity Tech Private Limited
- k) Universal Semiconductors India Private Limited
- l) Vanaha Essentials Private Limited

b) Related Party Transactions :

Nature of Transactions	Related Party	2024-25	2023-24
a) Investments in Subsidiaries	Edvenswa Tech Inc., USA	3,311.27	3,311.27
b) Investments in Subsidiaries	Omni Netwroks Inc., USA	3,723.64	-
c) Investments In Product Development	Edvenswa Tech Pvt. Ltd.	155.00	-
d) Rent Deposit Paid and Outstanding	Edvenswa Tech Pvt. Ltd.	45.00	45.00
e) Trade Receivables Outstanding	Edvenswa Tech Inc., USA	218.98	153.68
f) Advance Paid for Expenses Outstanding	Edvenswa Tech Pvt. Ltd.	29.68	29.45
g) Revenues	Edvenswa Tech Inc., USA	472.79	165.94

23 Earnings Per Share (EPS) :

Earnings per Share is calculated in accordance with Indian Accounting Standard 33 - 'Earnings per Share'

Particulars	2024-25	2023-24
a) Profit / (Loss) after Tax in Rs.	90,11,643	49,41,915
b) Equity shares at the end of the Year in No's	2,92,15,965	1,89,30,000
c) Weighted Average Number of Equity Shares	2,36,17,890	1,87,31,699
d) Diluted Number of Equity Shares	2,92,15,965	1,89,30,000
e) Earnings per Share - Basic (Rs.)	0.38	0.26
- Diluted (Rs.)	0.31	0.26

24 Payments to Auditors :

Particulars	2024-25	2023-24
	Rs. In Lakhs	Rs. In Lakhs
- For Statutory Audit	3.50	3.50

25 Other Statutory Disclosures:

1. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
2. The Company does not have any charges or satisfaction of charges which is yet to be registered with ROC beyond the statutory period.
3. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
4. The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall : (a) 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 (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
5. Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
6. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
7. The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
8. **Compliance with the number of layers for its holding in downstream companies :** The Company has Two wholly owned Subsidiaries and a Step-down Subsidiary in USA and has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
9. The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
10. The company is not having any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

26 Analytical Ratios :

See Annexure

27 All figures mentioned are in Rs. Lakhs

SIGNATURES TO NOTES TO FINANCIAL STATEMENTS

SREENIVASA SREEKANTH UPPULURI

Chairman And Managing Director
DIN No : 01275332

GARIMELLA JAYACHAND

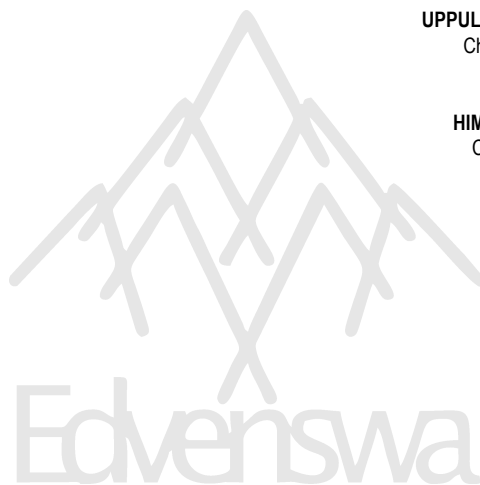
Director
DIN No : 03053175

UPPULURI KRISHNA MURTHY

Chief Financial Officer

HIMABINDU DULIPALA

Company Secretary



EDVENSWA ENTERPRISES LIMITED
(formerly KLK ELECTRICAL LIMITED)
(FY 2024-25)

Note 26 :**Analytical Ratios :**

Particulars	Numerator	Denominator	Ratio		Variance (in %)	Reasons for > 25 % variance
			As at 31-03-2025	As at 31-03-2024		
a) Current Ratio	Current Assets	Current Liabilities	66.08	70.05	(5.66)	-
b) Debt-Equity Ratio	Total Debt	Shareholders Equity	-	-	-	The company does not have any Debt
c) Debt-Service Coverage Ratio	Earnings Available for Debt Service	Debt Service	-	-	-	The Company does not have any Finance Costs except Bank Charges
d) Return on Equity Ratio	Net Profit after Taxes	Average Shareholders Equity	0.0083	0.0112	(26.30)	The company went for rights Issue in FY 2024-25 and Shares were allotted. Hence, the variation.
e) Inventory Turnover Ratio	Sales	Inventory	-	-	-	The company does not have any Inventories
f) Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	2.16	0.61	253.32	There were significant increase in sales during FY 2024-25
g) Trade Payables Turnover Ratio	Purchases of Services and other Expenses	Average Trade Payables	-	-	-	There were no purchases during the year
h) Net Capital Turnover Ratio	Net Sales	Average Working Capital	0.18	0.17	(4.94)	-
i) Net Profit Ratio	Net Profit	Net Sales	0.19	0.30	36.00	During FY 2024-25, the Net Profit after Tax was less when compared to FY 2023-24
j) Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	0.0112	0.0154	27.44	During FY 2024-25, the Company made a Rights Issue of Equity shares and the shares were allotted. Hence, the Capital Employed had increased in FY 2024-25 when compared to FY 2023-24.
k) Return on Investment	Income generated from Investments	Time Weighted Average Investments	-	-	-	-
Average Working Capital = Current Assets - Current Liabilities (in Lakhs)			2683.56	988.39		

EDVENSWA ENTERPRISES LIMITED

(Formerly KLK ELECTRICAL LIMITED)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2025

1. General Information

Edvenswa Enterprises Limited (the 'Company') (Formerly KLK Electrical Limited) is a Public Limited Company domiciled in India Incorporated on 18-04-1980 and incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on Bombay Stock Exchange. The Company is engaged in Trading in Electrical components, Computers and Peripherals, Software Development, Software Consultancy,

The Company has its registered office located at Hyderabad, Telangana India.

2. Recent Pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance Contracts and amendments to Ind As 116 – Leases, relating to sale and lease back transactions, applicable from April 1, 2024. The Company has assessed that there is no significant impact on its financial statements.

On May 9, 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company has assessed that there is no significant impact on its financial statements.

3. Basis of Preparation

A. Statement of Compliance

The Standalone Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act as amended from time to time.

The financial statements were authorized for issue by the Company's Board of Directors on 30-05-2025.

B. Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

C. Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realized within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least Twelve months after the reporting period.

All other assets are classified as non-current

A liability is treated as current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

D. Basis of Measurement

The Standalone Financial Statements have been prepared on the historical cost basis except for investments in mutual funds, non-trade equity shares, bonds and provision for employee defined benefit plans, which are measured at fair values at the end of each reporting period

Item	Measurement basis
Certain financial assets and liabilities (including derivatives instrument)	Fair value
Net defined benefit (asset)/liability	Fair value of plan assets less present value of defined benefit obligations

E. Use of estimates and judgments

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, and disclosure of contingent liabilities on the date of financial statements. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an on going basis. Any revision to accounting estimates is recognized prospectively in current and future periods.

Edvenswa Enterprises Limited

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions, and judgments, which have significant effect on the amounts recognized in the financial statement:

Property, plant, and equipment

External adviser or internal technical team assesses the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable. During the FY 2024-25, the company does not have any tangible fixed assets.

Intangibles

The Company had Intangible Assets comprising of Technical Know How Fees. The Technical Know- How Fee was paid in FY 2001-02 / 2002-03 to M/s. Elin Union, Austria for manufacture of Isolators and Load Back Switches pursuant to a foreign Collaboration Agreement. The Agreement has since lapsed. The company has written off the Technical Know How Fees of Rs. 55,62,573/- during the year.

Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

Contingencies

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

Insurance claims

Insurance claims are recognized when the Company has reasonable certainty of recovery. Subsequently any change in recoverability is provided for.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31st March 2025 is included when required.

Allowances for Inventories

The Company does not have any Inventories during the FY 2024-25 / Previous FY 2023-24.

However, as and when the Inventory is acquired, Management will review the inventory age listing on a periodic basis. This review will involve comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete and slow-moving items.

F. Measurement of fair values

A number of companies accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Company has an established control framework with respect to the measurement of fair values.

This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the chief financial officer.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing service, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows :

- Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 : inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

4. Material Accounting Policies

4.1. Property, plant, and equipment

Freehold land and building are carried at Fair value. All other items of property, plant and equipment except freehold land and building are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation, and impairment loss, if any. Cost includes purchase price, including non-refundable duties and taxes, expenditure that is directly attributable to bring the assets to the location and condition necessary for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located, if any.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees, and for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policies. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Spare parts are treated as capital assets in accordance with Ind AS when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for, as separate items (major components) of property, plant and equipment.

Any gains or losses on their disposal, determined by comparing sales proceeds with carrying amount, are recognized in the Statement of Profit or Loss.

Subsequent expenditure

Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

De-recognition

An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from its use. Any gain or loss arising from its de-recognition is measured as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in Statement of Profit and Loss when the asset is de- recognised.

Depreciation methods, estimated useful lives and residual value

Depreciation on property, plant and equipment is provided using the straight-line method based on the life and in the manner prescribed in Schedule II to the Companies Act, 2013, and is generally recognized in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term. In the case of lease hold improvements, depreciation is provided over primary lease period or useful life of the asset whichever is less. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided based on the useful life and in the manner prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, where the useful life of the property, plant and equipment have been determined by the Management based on the technical assessment / evaluation :

Factory Buildings	30 Years
Non-Factory Buildings	60 Years
Plant and Machinery	15 Years
Computer	3 Years
Furniture and Fixtures	10 Years
Vehicles	8 Years
Electrical Installation	10 Years
Office Equipment	5 Years

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (up to) the date on which asset is ready for use (disposed of). Individual assets costing less than ₹ 10,000/- are fully depreciated in the year of purchase.

Leasehold rights for land are amortized on a straight-line basis over the primary lease period.

However, the company did not have any Tangible Property, Plant and Equipment during the FY 2023-24.

4.2. Intangible Assets

Intangible assets are recognized only if it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably.

An intangible asset is an identifiable non-monetary asset without physical substance. Intangible assets are initially measured at its cost and then carried at the cost less accumulated amortisation and accumulated impairment, if any

- I. Intangible Assets are stated at cost of acquisition less accumulated amortization and accumulated impairment, if any.
- II. Intangible assets are amortized on a straight-line basis as under :
 - a) Software costing up to ₹ 25,000/- is amortized out in the year of acquisition. Other Software acquired is amortized over its estimated useful life of 5 years;
 - b) Intellectual Property is amortized over its estimated useful life of 2 years.

The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Research and Development expenses

Expenditure on research activities is charged to Statement of Profit and Loss in the period in which it is incurred.

An internally generated intangible asset arising from development is recognised if, and only if, all of the following have been demonstrated:

- Technical feasibility of completing the intangible asset to show its availability for use or sale;
- Intention to complete the intangible asset and its use or sell;
- Ability to use or sell;
- How it will generate future economic benefits;
- Availability of technical, financial and other resources to complete the development phase; and
- Ability to measure reliably the expenditure attributable to development phase.

The amount initially recognised is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no intangible asset can be recognised, development expenditure is charged to Statement of Profit and Loss in the period in which the same are incurred.

Subsequent to its initial recognition, the development expenditure recognised as an assets are reported at cost less accumulated amortization and impairment loss, on the same basis as intangible assets that are acquired separately.

De-recognition of Intangible Assets

Intangible asset is de-recognised on disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss when the asset is de- recognized.

4.3. Impairment of Tangible and Intangible Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the

Company estimates the recoverable amount of the cash generating unit (CGU) to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual CGU, or otherwise they are allocated to the smallest group of CGU for which a reasonable and consistent allocation basis can be identified.

An intangible asset not yet available for use is tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

The Company's corporate assets do not generate independent cash inflows. To determine impairment of a corporate asset, recoverable amount is determined for the CGUs to which the corporate asset belongs.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss.

Impairment loss recognized in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

4.4. Non-Current Assets held for Sale

Non-current assets, or disposal groups comprising assets and liabilities are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use.

Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any resultant loss on a disposal group is allocated first to goodwill, and then to remaining assets and liabilities on pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, employee benefit assets, and biological assets, which continue to be measured in accordance with the Company's other accounting policies. Losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognised in Standalone Statement of Profit and Loss.

Once assets classified as held-for-sale, then Property, Plant and Equipment, Investment Property and Other Intangible Assets are no longer required to be depreciated or amortised

4.5. Foreign Currency Transactions and Balances

Transactions in foreign currency are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

At each balance sheet date, the foreign currency monetary items are reported at the functional currency spot rates of exchange. Exchange differences that arise on settlement or on translation of monetary items are recognized as income or expenses in the Statement of Profit and Loss, except exchange differences arising from the translation of the following items which are recognized in OCI :

- equity investments at fair value through OCI (FVOCI) ; and
- qualifying cash flow hedges to the extent that the hedges are effective.

Non-monetary items which are carried at historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

Forward exchange contracts entered into to hedge and manage foreign currency exposures relating to highly probable transactions or firm commitments are marked to market and resulting gains or losses are recorded in the statement of profit and loss.

4.6. Financial Instruments

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

i. Financial Assets

a. Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) is recognised on the trade date i.e. the date that the Company commits to purchase or sell the asset.

b. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories :

▪ Financials Assets at Amortised Cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, debt instruments at amortised cost are subsequently measured at amortised cost using the effective interest rate method, less impairment, if any.

▪ Financial Assets at fair value through Other Comprehensive Income (FVOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

▪ Financial assets at fair value through Profit or Loss (FVTPL)

Financial assets which are not classified in any of the above categories are subsequently fair valued through profit or loss.

c. De-recognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset, and the transfer qualifies for de-recognition under Ind AS 109.

d. Impairment

The Company recognizes loss allowances using the Expected Credit Loss (ECL) model for the financial assets which are not fair valued through Profit and Loss / OCI. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is treated as an impairment gain or loss in Statement of Profit and Loss.

ii. Financial Liabilities**a. Initial recognition and measurement**

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Financial liabilities are classified, at initial recognition, as at fair value through profit and loss or as those measured at amortised cost.

b. Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows :

- **Financial Liabilities at fair value through Profit and Loss :**

Financial liabilities at fair value through profit and loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial recognition at fair value through profit and loss.

- **Financial Liabilities measured at Amortised Cost**

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method except for those designated in an effective hedging relationship.

c. De-recognition

A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

4.7. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at bank and on hand and short-term deposits with original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of presentation in the Statement of Cash flows, Cash and cash equivalents comprises cash at bank and on hand, demand deposits and short-term (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

4.8. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current Income Tax

Income tax expense comprises of current tax and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity/OCI, in which case it is recognized in other comprehensive income. Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted on the reporting date.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred Tax

Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred income tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

4.9. Revenue Recognition

Sale of Goods / Services

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue from the sale of goods is recognized at the point in time when control of the asset is transferred to the customer, generally on the delivery of the goods.

Revenue is recognisable to the extent of the amount that reflects the consideration (i.e. the transaction price) to which the Company is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). The transaction price is determined on the basis of agreement entered into with the customer.

The Company satisfies the performance obligation and recognises revenue over time, if one of the criteria prescribed under Ind AS 115 - "Revenue from Contracts with Customers" is satisfied. If a performance obligation is not satisfied over time, then revenue is recognised at a point in time at which the performance obligation is satisfied.

The Company recognises revenue for performance obligation satisfied over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation. The Company would not be able to reasonably measure its progress towards complete satisfaction of a performance obligation if it lacks reliable information that would be required to apply an appropriate method of measuring progress. In those circumstances, the Company recognises revenue only to the extent of cost incurred until it can reasonably measure outcome of the performance obligation.

Income from Services

Revenue from service contracts are recognized net of GST, when all the following conditions are satisfied :

- The amount of revenue can be measured reliably
- It is probable that the economic benefits associated with the transaction will flow to the Company
- The stage of completion of transaction at the end of the reporting period can be measured reliably.
- The cost incurred for the transaction and the cost to complete the transaction can be measured reliably

Rent

Rental Income is recognized on accrual basis in accordance with terms of respective rent agreements.

Dividend and Interest income

Dividend income from investments is recognized when the Company's right to receive payment is established. Interest income is recognized using effective interest method and subject to the following conditions:

- It is probable that the economic benefits associated with the transaction will flow to the Company.
- The amount of revenue can be measured reliably.

4.10. Employee Benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to recognized provident funds and approved superannuation schemes which are defined contribution plans are recognized as an employee benefit expense and charged to the statement of profit and loss as and when the services are received from the employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of gratuity plan, which is a defined benefit plan, and certain other defined benefit plans is calculated for each plan by estimating the amount of future benefits that the employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. An unrecognized past service costs and the fair value of any plan assets are deducted.

The discount rate is the yield at the reporting date on risk free government bonds that have maturity dates approximating the terms of the Company's obligations. The calculation is performed annually by a qualified actuary using the projected unit credit method. In case of funded defined benefit plans, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plans, to recognize the obligation on net basis.

Retirement and other employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages, performance incentive, paid annual leave, bonus, leave travel assistance, medical allowance, contribution to provident fund and superannuation etc. recognized as actual amounts due in period in which the employee renders the related services.

- i. A retirement benefit in the form of Provident Fund is a defined contribution scheme and the contributions are charged to the statement of profit and loss for the year when the contribution to the fund accrues.
- ii. A retirement benefit in the form of Superannuation Fund is a defined contribution scheme and the contribution is charged to the statement of profit and loss for the year when the contribution accrues. There are no obligations other than the contribution payable to the Superannuation Fund Trust.
- iii. Gratuity Liability is a defined benefit obligation and is provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- iv. Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end.

Actuarial gains/losses are recognized immediately in the statement of other comprehensive income.

4.11. Provisions (other than for employee benefits) and Contingencies :

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

Contingent Liabilities

Contingent Liability is disclosed in the case of :

- A present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation;
- A present obligation arising from past events, when no reliable estimate is possible.

A possible obligation arising from past events, unless the probability of outflow of resources is remote.

4.12. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction, or production of qualifying assets, that necessarily take a substantial period to get ready for their intended use or sale, are added to the cost of those assets, until the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

4.13. Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee

A. Lease Liability :

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using incremental borrowing rate.

B. Right-of-Use Assets :

Initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives.

Subsequent Measurement

A. Lease Liability :

Company measure the lease liability by (a) increasing the carrying amount to reflect interest on the lease liability; (b) reducing the carrying amount to reflect the lease payments made; and (c) remeasuring the carrying amount to reflect any reassessment or lease modifications.

B. Right-of-Use Assets :

Subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Impairment

Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

Short Term Lease

Short term lease is that, at the commencement date, has a lease term of 12 months or less. A lease that contains a purchase option is not a short-term lease. If the company elected to apply short term lease, the lessee shall recognise the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis. The lessee shall apply another systematic basis if that basis is more representative of the pattern of the lessee's benefit.

As a Lessor

Leases for which the company is a lessor is classified as a finance or operating lease. Whenever, the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income is recognised in the statement of profit and loss on straight line basis over the lease term.

4.14. Earnings per Share

Basic earnings per share are calculated by dividing the profit/ (loss) from continuing operations and the total profit/ (loss) attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For calculating diluted earnings per share, the profit/(loss) from continuing operations and the total profit/(loss) attributable to equity shareholders by the weighted average number of shares outstanding during the period after adjusting the effects of all dilutive potential equity shares.

4.15. Cash Flow Statement

Cash and cash equivalents include cash at bank and cash in hand and highly liquid interest-bearing securities with maturities of three months or less from the date of inception/acquisition.

The Cash Flow Statement is prepared by using the "indirect method" set out in Ind AS 7 on "Cash Flow Statements" and presents the cash flows during the period by operating, investing and financing activities of the company.

INDEPENDENT AUDITORS' REPORT

The Members

EDVENSWA ENTERPRISES LIMITED

(Formerly KLK ELECTRICAL LIMITED)

Hyderabad

Report on the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying Consolidated Ind AS Financial Statements of **EDVENSWA ENTERPRISES LIMITED** (Formerly KLK ELECTRICAL LIMITED) ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, Statement of Profit & Loss (including other comprehensive income), the statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS 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 including the Ind AS,

- a) in the case of Balance Sheet of the State of affairs of the Company as at 31st March, 2025 ; and
- b) In the case of Statement of Profit & Loss (including other comprehensive Income), of the Profit for the year ended on that date.
- c) In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.
- d) In the case of Statement of Changes in Equity 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 Consolidated Ind AS 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 Consolidated Ind AS Financial Statements under the provisions of the Companies Act, 2013 and the Rules thereunder, 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.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report :

Edvenswa Enterprises Limited

SI No	Key Audit Matter	Auditor's Response
1.	Intangible Assets – Technical Knowhow Fee – Rs. 55,62,573/- The Company had paid Technical Knowhow Fee in FY 2001-02 / 2002-03 to M/s. Elin Union, Austria for manufacture of Isolators and Load Back Switches. Pursuant to a Foreign Collaboration Agreement. The Agreement has since lapsed.	Principal Audit Procedures We have observed that the original promoters of the company have divested their stake in favour of current promoters and the company is no longer pursuing the objects relating to manufacture of Electrical products. Moreover, the said foreign Collaboration agreement has lapsed. Hence, this Technical Knowhow Fee may not have value in the present circumstances. Accordingly, the company had Impaired the entire amount of Rs. 55,62,573/- during FY 2024-25 and debited to Statement of Profit & Loss.
2.	Trade Receivables – outstanding for more than 3 years Rs. 67,63,850/- The Company has Trade Receivables – outstanding for more than 3 years – Rs. 67,63,850/-	We have observed that this amount is being carried from FY 2013-14 onwards. No confirmation from the Parties could be obtained. The Company has classified as Doubtful in the Ageing Analysis. Accordingly, the company had written off this amount of Rs. 67,63,850/- during FY 2024-25 and debited to Statement of Profit & Loss.
3.	Investments – Others - Rs. 5,35,001/- : These Investments were continuing from years prior to FY 2014-15.	As these were continuing from years prior to FY 2014-15, the company had impaired this amount of Rs. 5,35,001/- during FY 2024-25 and debited to Statement of Profit & Loss.
4.	Revenue Recognition, measurement, presentation and disclosures : The Company had entered into Software Services contract with its wholly-owned subsidiary in USA and the entire revenue is from this related Party. The Revenue is recognized based on the estimates of progress achieved.	Our audit procedures involved review of the agreement/ contract with its wholly-owned subsidiary in the USA, identification of the distinct performance obligations, and determination of the transaction price. The Company is following the Transfer Pricing model of 'Cost Plus' for revenue recognition. We also reviewed the recognition of unbilled revenue under Ind AS 115 – Revenue from Contracts with Customers, to ensure it reflects the performance obligations satisfied as of the reporting date.
5.	Investments in Products Technology Development – Rs. 11,05,00,000/-. The Company had made Investments with 3 companies for Products Technology Development activities. Out of these, one of the companies is a related party, where the investment was Rs. 1,55,00,000/-.	Our procedures did not identify any material exceptions. Our audit procedures involved review of the various documents viz., Memorandum of Understanding / Agreements with these companies, Confirmation Letters for Funds invested by Edvenswa Enterprises Limited, Status of the said Projects undertaken jointly with these companies, proposed target dates for completion of these projects.

SI No	Key Audit Matter	Auditor's Response
6.	Investments in Subsidiary Companies The Company holds investments in subsidiaries which are carried at cost Rs. 70.34 crores in accordance with Ind AS 27 – <i>Separate Financial Statements</i>. This includes an opening investment in one subsidiary Rs. 33.11 crores and additional investment made during the current year in another subsidiary Rs. 37.23 crores. These investments are material to the financial statements and involve assessment for potential impairment, where applicable, under Ind AS 36 – <i>Impairment of Assets</i>. The assessment involves significant management judgment relating to future business projections, valuation models, and key assumptions. Accordingly, this area has been identified as a key audit matter.	The investment in the related party company was approved by the Audit Committee and the Board of the company. Our procedures did not identify any material exceptions. We assessed the accounting treatment of the investments in subsidiaries with reference to Ind AS 27 and the Company's stated accounting policies. In respect of the additional investment made during the year, we reviewed relevant approvals, supporting documents, and the timing of recognition. For both investments, we evaluated management's assessment of impairment indicators, where applicable. We also evaluated the adequacy of the disclosures made in the financial statements. Our procedures did not identify any material exceptions.

Information Other than the 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 Consolidated Financial Statements, Standalone Financial Statements and our auditor's report thereon.

Our opinion on the consolidated 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 Consolidated Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Boards of Directors of the companies included in the Group are responsible for maintenance of

Edvenswa Enterprises Limited

adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Boards of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Boards of Directors either intend to liquidate their respective entities or to cease operations, or have no realistic alternative but to do so.

The respective Boards of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated Financial Statements.

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

- Identify and assess the risks of material misstatement of the Consolidated 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 financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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 ability of the Group 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 consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements of which we are the independent auditors.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Financial Statements.

We communicate with those charged with governance of the Company and such other entities included in the Consolidated Financial Statements of which we are the independent auditors 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 Consolidated 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.

Other Matters

We did not audit the financial statements / financial information of 1 subsidiaries and 1 step-down subsidiary, for the year ended on that date, as considered in the Consolidated Financial Statements. As disclosed in Note No. 29 forming part of accounts, these financial statements / financial information pertaining to 1 subsidiaries and 1 step-down subsidiary which are unaudited and certified and furnished to us by the Management and our opinion on the Consolidated Financial Statements, in so far as it relates to the aforesaid subsidiaries, is based solely on such financial statements / financial information given to us by the Management.

Our opinion on the Consolidated Financial Statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

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

Edvenswa Enterprises Limited

- 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 of aforesaid Consolidated Financial Statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books / records.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
- d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- e) On the basis of the written representations received from the Directors of the Company as on March 31, 2025 taken on record by the Board of Directors of the Company, none of the directors of the company in India is disqualified as on March 31, 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 and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' which is based on our report on the holding company and management's assertions on the subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls over financial reporting of those companies, for the reasons stated therein.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us :
 - i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group.
 - ii) Provision in the Consolidated Financial Statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts - NIL

The company neither entered into any derivative contract during the year nor have any outstanding derivative contract at the year end.

- iii) The provision relating to transferring any amounts to the Investor Education and Protection Fund is not applicable to the company during the year.
- iv) Based on our audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the various matters mentioned in 'Disclosures of other Statutory Information' annexed to the Notes to accounts, contain any material mis-statement ;
- 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) In respect of Standalone Financials :

Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 and Reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 – Based on our examination, which included test checks, we state that the accounting software used for maintaining books of account does not have a feature of recording audit trail (edit log) facility for the Financial year 2024-25.

In respect of Subsidiary Companies Financials, we relied on the Management Representation that the accounting software used by such subsidiaries has a feature of recording audit trail for FY 2024-25.

For VENUGOPAL & CHENoy
Chartered Accountants
Firm Regn. No. 004671S

P.V. SRIHARI
Partner
M. No.: 021961
Date : 30-05-2025
UDIN : 25021961BMNPRB499



Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of EDVENSWA ENTERPRISES LIMITED of even date)

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')

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2025, we have audited the internal financial controls over financial reporting of EDVENSWA ENTERPRISES LIMITED (hereinafter referred to as the "Company"). However, we have not audited the subsidiary companies.

Management's Responsibility for Internal Financial Controls

The Boards of Directors of the Company and its subsidiary companies (which are not incorporated in India), are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). 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 the respective 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 Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company, which is incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI") 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 internal financial controls system over financial reporting of the Company which is incorporated in India

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 authorizations of management and directors of the company ; and
- 3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 and to the best of our information and according to the explanations given to us, the Company which is incorporated in India, have, 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, 2025, based on the internal financial control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For VENUGOPAL & CHENYOY
Chartered Accountants
Firm Regn. No. 004671S

P.V. SRIHARI
Partner
M. No.: 021961
Date : 30-05-2025
UDIN : 25021961BMNPRB499

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

CONSOLIDATED BALANCE SHEET AS AT 31-03-2025

Particulars	Note No.	31-03-2025	31-03-2024
		Rs. In Lakhs	Rs. In Lakhs
ASSETS			
1. Non Current Assets :			
a) Property, Plant and Equipment	1	341.98	460.91
b) Intangible Assets	2	1,097.20	548.42
c) Goodwill	2	3,791.57	217.06
d) Financial Assets :			
i) Investments	3	1,105.00	5.35
ii) Other Financial Assets	3	487.77	45.00
2. Current Assets :			
a) Financial Assets			
i) Trade Receivables	4	996.84	1,527.51
ii) Cash and Cash Equivalents	5	2,127.81	1,388.66
iii) Short Term Loans & Advances	6	1,973.92	864.64
iv) Other Financial Assets	7	2,535.48	1,359.65
TOTAL		14,457.58	6,417.20
EQUITY AND LIABILITIES			
EQUITY :			
a) Equity Share Capital	8	2,921.60	1,893.00
b) Other Equity	9	9,874.73	3,375.64
c) Share Warrants Application Money		-	-
LIABILITIES :			
1. Non Current Liabilities			
a) Financial Liabilities			
i) Loans and Advances	10	177.36	125.02
b) Deferred Tax Liability (Net)		180.00	175.35
2. Current Liabilities :			
a) Financial Liabilities			
i) Trade Payables	11	304.07	182.76
ii) Loans And Advances Received	12	180.64	68.17
iii) Other Financial Liabilities	13	5.79	159.72
b) Short Term Provisions	14	813.39	437.54
TOTAL		14,457.58	6,417.20

Material Accounting Policies and Notes
to the Financial Statements

A & B

The accompanying notes are an integral part of the financial statements

FOR AND ON BEHALF OF BOARD

For VENUGOPAL & CHENYO

Chartered Accountants
FRN : 004671S

Sreenivasa Sreekanth Uppuluri
Chairman And Managing Director
DIN No : 01275332

Garimella Jayachand
Director
DIN No : 03053175

P.V. SRIHARI

Partner
M.No. : 021961
Date : 30-05-2025
UDIN : 25021961BMNPRB499

Uppuluri Krishna Murthy
Chief Financial Officer

Himabindu Dulipala
Company Secretary

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE FINANCIAL YEAR 2024-25

	Particulars	Note No.	FY 2024-25	FY 2023-24
			Rs. in Lakhs	Rs. in Lakhs
	INCOME :			
I	Revenue from Operations	15	11,946.61	8,429.35
II	Other Income	16	57.93	65.53
III	Total Revenue (I + II)		12,004.54	8,494.88
	EXPENDITURE :			
IV	a) Cost of Inputs	17	6,082.28	3,574.96
	b) Employees Benefits Expenses	18	3,658.26	2,925.58
	c) Finance Costs	19	24.54	27.01
	d) Depreciation and Amortisation Expenses	20	99.20	77.08
	e) Other Expenses	21	617.18	774.90
	Total Expenses		10,481.46	7,379.53
V	PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX	(III - IV)	1,523.08	1,115.35
VI	Less : Exceptional Items :		-	-
	- Impairment of Assets		60.98	-
VII	PROFIT BEFORE TAX	(V - VI)	1,462.10	1,115.35
VIII	Tax Expense :			
	a) Current Tax - Current Year		334.79	147.99
	b) Income Tax - Earlier Years		-	71.97
	c) Deferred Tax		1.06	113.22
	d) Deferred Tax - Earlier Years		-	44.50
IX	PROFIT AFTER TAX (from continuing operations)	(VII - VIII)	1,126.25	737.68
X	Other Comprehensive Income			
	- Items that will be reclassified to Profit or Loss			1.18
	- Items that will not be reclassified to Profit or Loss		(2.40)	66.66
	Less: Tax Expenses		0.63	(17.64)
	Net Other Comprehensive Income		(1.77)	50.20
XI	Total Comprehensive Income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)	IX+X	1,124.48	787.87
XII	Earnings Per Share :			
	a) Basic		4.48	4.21
	b) Diluted		3.85	4.16

Material Accounting Policies and Notes
to the Financial Statements

A & B

The accompanying notes are an integral part of the financial statements

FOR AND ON BEHALF OF BOARD

For VENUGOPAL & CHENOV

Chartered Accountants
FRN : 004671S

Sreenivasa Sreekanth Uppuluri
Chairman And Managing Director
DIN No : 01275332

Garimella Jayachand
Director
DIN No : 03053175

P.V. SRIHARI

Partner

M.No. : 021961

Date : 30-05-2025

UDIN : 25021961BMNPRB499

Uppuluri Krishna Murthy
Chief Financial Officer

Himabindu Dulipala
Company Secretary

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2025

	Particulars	FY 2024-25	FY 2023-24
		Rs. in Lakhs	Rs. in Lakhs
A.	Cash Flow from Operating Activities		
	Net Profit / (Loss) before Tax	1,462.10	1,115.35
	Adjustments for:		
	Depreciation, Amortization and Impairment	99.20	77.08
	Other Income	(57.93)	(65.53)
	Finance Cost	24.54	27.01
	Impairment of the Assets	60.98	-
	Other Adjustments for Holding & Subsidiary Company	4.22	-
	Operating Profit before Working Capital Changes	1,593.11	1,153.91
	Decrease / (Increase) in Trade Receivables	530.67	(547.58)
	Decrease / (Increase) in Short Term Loans and Advances	(1,109.29)	(415.05)
	Increase / (Decrease) in Other Financial Assets	(1,175.83)	(1,034.84)
	Decrease / (Increase) in Trade Payables	121.30	(54.18)
	Increase / (Decrease) in Short Term Provisions	375.85	73.70
	Increase / (Decrease) in Other Current Liabilities	(153.92)	135.95
	Increase / (Decrease) in Loans and Advances Received	112.47	37.12
	Cash generated from Operating Activities	294.36	(650.97)
	Income Tax Paid	(334.79)	(68.29)
	Net Cash Flow from Operating Activities	(40.43)	(719.25)
B.	Cash Flow from Investing Activities		
	Acquisition of Tangible Assets	(73.73)	(27.26)
	Acquisition of Intangible assets	(516.30)	(492.79)
	Changes in Goodwill due to Acquisition	(3,574.51)	-
	Changes In Other Financial Assets	(442.77)	-
	Changes in Investments	(1,099.65)	-
	Net Cash Flow from Investing Activities	(5,706.96)	(520.05)
C.	Cash Flow from Financing Activities		
	Share Warrants Application Money	-	(48.15)
	Long-Term Liabilities	52.34	2.00
	Finance Cost	(24.54)	(27.01)
	Share Capital issued	1,028.60	77.00
	Securities Premium Received	5,374.62	115.50
	Changes in Other Comprehensive Income (under Other Equity)	(2.40)	63.77
	Other Income	57.93	65.53
	Net Cash Flow from Financing Activities	6,486.54	248.64
	Net Increase/(decrease) in Cash and Cash Equivalents (A+B+C)	739.15	(990.66)
	Opening Cash and Cash Equivalents	1,388.66	2,379.32
	Closing Cash and Cash Equivalents	2,127.81	1,388.66
Notes:			
1	The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard 7 (Ind AS 7) 'Cash Flow Statements' notified by the Central Govt under Companies (Indian Accounting Standards) Rules, 2015.		
2	Previous year figures have been regrouped / rearranged, wherever necessary to conform to the current period classification.		

FOR AND ON BEHALF OF BOARD

For VENUGOPAL & CHENYO

Chartered Accountants

FRN : 004671S

Sreenivasa Sreekanth Uppuluri

Chairman And Managing Director

DIN No : 01275332

Garimella Jayachand

Director

DIN No : 03053175

P.V. SRIHARI

Partner

M.No. : 021961

Date : 30-05-2025

UDIN : 25021961BMNPRB499

Uppuluri Krishna Murthy

Chief Financial Officer

Himabindu Dulipala

Company Secretary

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Q3-A2, First Floor Cyber Towers, Hitec City Madhapur, Shaikpet, Hyderabad - 500081, TS, India

A. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS :

1. Other Intangible Assets

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
Property Plant & Equipment of Edvenswa Enterprises Limited	31.29	-
Property Plant & Equipment of the Subsidiaries	310.69	460.91
Note: The Asset-wise particulars and depreciation thereon of the Subsidiaries as per the relevant provisions could not be ascertained.		
Total Property Plant and Equipment	341.98	460.91

2. Intangible Assets and Goodwill

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a. Intangible Assets of the Subsidiary	1,097.20	548.42
b. Goodwill	3,791.57	217.06

3. Non-Current Financial Assets

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a. Investments in Product Development		
- Edvenswa Tech Pvt. Ltd.	155.00	-
- Maximum Infotainment	450.00	-
- SBC Infotech Limited	500.00	-
- Others	-	5.35
Total Investments	1,105.00	5.35
b. Other Financial Assets		
- Rental Deposits	45.00	45.00
- Advances to Others	442.77	-
Total Other Financial Assets	487.77	45.00

4. Trade Receivables :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
Sundry Debtors (Unsecured and Considered good unless otherwise stated)	996.84	1,527.51

Edvenswa Enterprises Limited

Trade Receivables Due :

Trade Receivables Ageing Schedule : (FY 2024-25)

(As given by Management and not verified by Auditors)

Particulars (Outstanding for the following periods from the due date of payment)		
Undisputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	937.78	
6 Months - 1 year	0.25	
1 - 2 years	49.08	
2 - 3 years	9.73	
More Than 3 years	-	
Total (A)	996.84	-

Disputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	-	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (B)	-	-
Total Trade Receivables Due (A+B)	996.84	-

Trade Receivables Ageing Schedule : (FY 2023-24)

(As given by Management and not verified by Auditors)

Particulars (Outstanding for the following periods from the due date of payment)		
Undisputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	1,335.64	-
6 Months - 1 year	7.28	-
1 - 2 years	66.72	-
2 - 3 years	50.24	-
More Than 3 years	-	67.64
Total (A)	1,459.87	67.64

Disputed Trade Receivables	Considered Good	Considered Doubtful
Less Than 6 Months	-	-
6 Months - 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More Than 3 years	-	-
Total (B)	-	-
Total Trade Receivables Due (A+B)	1,459.87	67.64

5. Cash and Cash Equivalents

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Balances with Banks		
- Indian Bank - Current Account No. 47524	0.43	0.43
- ICICI Bank Ltd. - Current Account No. 000645	69.39	1.24
- Kotak Mahindra Bank - Current Account No. 52960	0.75	-
- Axis Bank - Current Account No. 709770	142.26	0.49
- Axis Bank - Current Account No. 09031	0.38	4.38
- APGVB Bank - Current Account No. 105503	0.15	1.60
- Bhadradi Co-Op Bank - Current A/c No. 00186	0.07	0.07
- ICICI Bank Ltd. - Current Account No. 000650	0.83	1.74
b) Cash on Hand	0.01	0.03
c) Fixed Deposits with Banks	1,582.32	302.90
d) Cash and Cash Equivalents of Subsidiaries	331.22	1,075.78
Total Cash and Cash Equivalents	2,127.81	1,388.66

6. Short Term Loans & Advances

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Advances to Others	1,582.26	525.98
b) Advances to Suppliers	146.18	338.66
c) GST Input Tax Credit	36.16	-
d) Prepaid Insurance	7.22	-
e) Inter-Corporate Deposits	199.72	-
f) Security Deposits	2.38	-
Total Short Term Loans & Advances	1,973.92	864.64

7. Other Financial Assets

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) GST ITC Credit	-	17.67
b) Income Tax Withheld	32.61	1.39
c) Software services unbilled revenue	1,736.88	1,340.59
d) Receivables from Related Parties	765.99	-
Total Other Financial Assets	2,535.48	1,359.65

8. Equity Share Capital

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
Authorized :		
a) Equity Share Capital :		
3,50,00,000 (2,00,00,000) Equity Shares of Rs.10/- each	3,500.00	2,000.00
Total	3,500.00	2,000.00
Issued, Subscribed and Paid-up :		
a) Equity Share Capital		
2,92,15,965 (Prev. 1,89,30,000) Equity Share of Rs.10/- each	2,921.60	1,893.00
Total	2,921.60	1,893.00

Edvenswa Enterprises Limited

8.1 Reconciliation of Number of Shares :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
Equity Shares :		
Opening balance	189.30	181.60
* Issued during the year	102.86	7.70
Closing Balance	292.16	189.30
Equity Share Warrants :		
Opening balance	-	7.70
* (Reduction) / Issued during the year		-7.70
Closing Balance	-	-

The following is the list of the shareholders holding more than 5% Equity Shares :

Name of the Shareholder	31-03-2025		31-03-2024	
	No. of Shares	% age	No. of Shares	% age
Equity Shares :				
a) Sri Uppuluri Sreenivasa Sreekanth	1,36,22,500	46.63%	95,00,000	50.18%
b) Sri Y.Ramesh Reddy	18,96,000	6.49%	18,96,000	10.02%
c) Ms. Anjana Bhutna	-	-	-	-
d) Mr. Anup Kumar Sahu	14,62,000	5.00%	14,43,800	7.63%

8.2 Disclosure of Shareholding of Promoters : (FY 2024-25) :

Shares Held by the Promoter at the end of the year				
Sl. No.	Promoter Name	No. of Shares	% of Total Shares	% Change during the year
a)	Sri Uppuluri Sreenivasa Sreekanth	1,36,22,500	46.63	43.39
b)	Sri Y.Ramesh Reddy	18,96,000	6.49	-
c)	Edvenswa Tech Private Limited	5,540	0.019	-
d)	Sri L. Karthik	400	-	-

Disclosure of Shareholding of Promoters : (FY 2023-24) :

Shares Held by the Promoter at the end of the year				
Sl. No.	Promoter Name	No. of Shares	% of Total Shares	% Change during the year
a)	Sri Uppuluri Sreenivasa Sreekanth	95,00,000	50.18	-
b)	Sri Y.Ramesh Reddy	11,26,000	10.02	68.38
c)	Sri V.Lava Kumar	95,000	-	(100.00)
d)	Edvenswa Tech Private Limited	4,940	0.029	12.14
e)	Sri Devi Lava Kumar	300	-	(100.00)
f)	Sri L. Karthik	400	-	-

The Company has only one class of equity shares having a per value of Rs.10/- per share. Each holder of equity shares 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. 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. The distribution will be in proportion to the number of equity shares held by the shareholders.

During the FY 2024-25 the Company had issued Equity Shares of 58,20,000 of Rs.10/- each at Premium of Rs.53.98 each on a Preferential basis to the Promoters of Omni Networks Inc., USA by way of swap of shares - allotted on 11-06-2024. Further, during FY 2024-25, the Company had issued 44,65,965 equity shares of Rs.10/- each at a Premium of Rs.50/- each on Rights basis to eligible shareholders - allotted on 29-11-2024.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 March 2025

(All amounts in Indian Rupees, except share data and where otherwise stated)

9.A Equity Share Capital :

Particulars	Balance at the beginning of the reporting period 01-04-2024	Changes in equity share capital during the year	Balance at the end of the reporting period 31-03-2025
Issued, Subscribed and Paid-up (2024-25) : 2,92,15,965 (Prev.1,89,30,000) Equity Share of Rs.10/- each Subscribed and Paid-up	1,893	1,029	2,922
Previous Year (2023-24)	01-04-2023		31-03-2024
Issued, Subscribed and Paid-up (2023-24) : 1,89,30,000 (Prev.1,81,60,000) Equity Share of Rs. 10/- each Subscribed and Paid-up	1,816	77	1,893

9.B Other Equity : (Consolidated)

	Securities Premium	Reserves and Surplus	Total
		Surplus/Deficit in Statement of Profit & Loss	
Balance as at April 1, 2023	2,326.50	149.84	2,476.34
a) Securities Premium Received during the Year	115.50	-	115.50
b) Profit / (Loss) for the Year	-	737.67	737.67
c) Other Comprehensive Income :			
- Items that will not be reclassified to Profit or Loss		0.87	0.87
- Items that will be reclassified to Profit or Loss		49.32	49.32
- Transferred to P & L on realisation of Financial assets		(4.06)	(4.06)
d) Rights Issue Expenses		-	-
Balance as at March 31, 2024	2,442.00	933.64	3,375.64
Balance as at April 1, 2024	2,442.00	933.64	3,375.64
a) Securities Premium Received during the Year	5,374.62	-	5,374.62
b) Profit / (Loss) for the Year	-	1,126.25	1,126.25
c) Other Comprehensive Income :			
- Items that will not be reclassified to Profit or Loss		(1.77)	(1.77)
- Items that will be reclassified to Profit or Loss		-	-
Balance as at March 31, 2025	7,816.62	2,058.12	9,874.74

Edvenswa Enterprises Limited

10. Loans & Advances :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Long Term Loans-ETI INC	177.36	125.02
Total Loans & Advances	177.36	125.02

11. Trade Payables :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Trade Payables		
- MSME	-	-
- Others	304.07	182.76
Total Trade Payables	304.07	182.76

Trade Payables Ageing Schedule : (FY 2024-25) *(As given by Management and not verified by Auditors)*

(Rs. in Lakhs)

Outstanding for the following periods from the due date of payment	Particulars	
	MSME	Others
Less than 1 year	-	273.27
1 - 2 years	-	13.89
2 - 3 years	-	-
More than 3 years	-	16.91
Total (A)	-	304.07
Outstanding for the following periods from the due date of payment	Disputed Dues - MSME	Disputed Dues - Others
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total (B)	-	-
Total Trade Payables (A + B)	-	304.07

Trade Payables Ageing Schedule : (FY 2023-24) (As given by Management and not verified by Auditors)

(Rs. in Lakhs)

Outstanding for the following periods from the due date of payment	Particulars	
	MSME	Others
Less than 1 year	-	182.76
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total (A)	-	182.76
Outstanding for the following periods from the due date of payment	Disputed Dues - MSME	Disputed Dues - Others
Less than 1 year	-	-
1 - 2 years	-	-
2 - 3 years	-	-
More than 3 years	-	-
Total (B)	-	-
Total Sundry Creditors (A + B)	-	182.76

12. Loans & Advances Received :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Credit Card Payables	24.33	30.66
b) Short Term Loans	156.32	37.51
Total Loans & Advances Received	180.64	68.17

13. Other Financial Liabilities :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Creditors for Expenses	5.79	87.37
b) Other Expenses payable	-	-
c) Withholding Taxes Payable	-	72.35
Total Other Financial Liabilities	5.79	159.72

14. Short Term Provisions :

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Current Income Tax	375.64	156.66
b) Payroll Payables	191.88	263.03
c) Other Payables	245.87	17.85
Total Short Term Provisions	813.39	437.54

Edvenswa Enterprises Limited

15. Revenue From Operations :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Software Consulting Services Income (Includes Unbilled Revenue)	11,946.61	8,429.35
Total Revenue From Operations	11,946.61	8,429.35

16. Other Income :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Exchange Rate Fluctuation	8.04	4.60
b) Interest Income	49.82	60.93
c) Other income	-	-
d) Sundry Creditors written Off	0.08	-
Total Other Income	57.94	65.53

17. Cost of Inputs :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Cost of Good Sold	5,425.26	2,003.82
b) Outsourcing Services-ETPL	643.93	1,500.36
c) Subcontracting Costs	13.09	70.78
Total Cost of Inputs	6,082.28	3,574.96

18. Employee Benefits Expenses :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Salaries to Staff	3,480.05	2,519.24
b) Staff Welfare Expenses	70.55	198.69
c) Employees PL Encashment Expenses	0.25	0.53
d) Employee Gratuity Expenses	1.99	1.96
e) Officers Compensation	101.48	-
f) General Liability & Workmen Insurance	3.94	205.16
Total Employee Benefit Expenses	3,658.26	2,925.58

19. Finance Cost :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Bank Charges	3.06	0.81
b) Interest & Other related costs	21.48	26.20
Total Finance Cost	24.54	27.01

20. Depreciation and Amortization Expenses :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Depreciation :		
On Property, Plant and Equipment of Parent	0.20	
On Property, Plant and Equipment of Subsidiaries	35.02	18.66
b) Amortisation Expenses :	63.98	58.42
Total Depreciation and Amortization Expenses	99.20	77.08

21. Other Expenses :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
a) Administrative Expenses:		
- Rent	27.50	22.74
- Software Development Expenses	19.37	-
- Legal & Consultancy Charges	81.23	22.94
- Postage & courier Charges	0.03	0.03
- Advertisement Charges	7.06	0.90
- Printing & Stationery	1.56	0.44
- Auditors Remuneration	3.50	3.50
- Electricity Expenses	2.45	0.83
- Office Maintenance	6.35	-
- Interest on TDS	0.03	0.12
- Depository Charges, Listing Fee and Registrar Charges	9.10	3.29
- Expenses Related to US Subsidiary Company	366.13	716.44
- Business Promotional Expenses	2.00	-
- Miscellenous Expenses	0.51	2.30
- Rates & taxes	21.83	1.37
- Unrealised Loss on remeasurement of Receivables	0.89	-
- Bad & Doubtful Debts	67.64	-
Total Other Expenses	617.18	774.90

Edvenswa Enterprises Limited

22. Contingent Liabilities : NIL

There were no employees drawings remuneration in excess of the limits laid down in Section 197 of the Companies Act, 2013.

Additional Information :

(As given by Management and not verified by the Auditors) NIL

23. RELATED PARTY DISCLOSURES :

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

i) Key Management Personnel :

1. Sri Sreenivasa Sreekanth Uppuluri - Chairman And Managing Director
2. Sri Y.Ramesh Reddy - Promoter /Wholtime Director (Upto September 22, 2023)
3. Krishna Murthy Uppuluri - Chief Financial Officer
4. Smt. Himabindu Dulipala - Company Secretary

ii) Names of Related Parties and description of relationship :

a) Subsidiary Companies :

- i) Edvenswa Tech Inc., USA - Wholly Owned Subsidiary (100 %)
- ii) Omni Networks Inc., USA - Wholly Owned Subsidiary (100 %)
- iii) Seltosoft LLC, USA - Step Down Subsidiary of Edvenswa Tech Inc., USA (100 %)

b) Associate Companies : Nil

c) Joint Venture Firms : Nil

iii) Other Directors and Relatives of Key Managerial Personnel :

- a) Garimella Jayachand - Independent Director
- b) Ravikanth Andhavarapu - Independent Director
- c) Srivani Nandiraju - Independent Director
- d) Anupama Uppuluri - Relative of Sreenivasa Sreekanth Uppuluri - Chairman And Managing Director
- e) Anil Chandra Boinepalli - Relative of Sreenivasa Sreekanth Uppuluri - Chairman And Managing Director
- f) Sunitha Reddy - Relative of Yerradoddi Ramesh Reddy - Promoter
- g) Yerradoddi Ramesh Reddy - Promoter
- h) Krishna Murthy Uppuluri - Chief Financial Officer - Relative of Sreenivasa Sreekanth Uppuluri
Chairman and Managing Director
- i) M.V.S.Aravind Kumar - Relative of Himabindu Dulipala - Company Secretary
- j) Srikanth Nandiraju - Relative of Srivani Nandiraju - Independent Director

iv) Enterprises Controlled or significantly influenced by Key Managerial Personnel or their Close Family Members:

- a) Edvenswa Tech Private Limited
- b) Edvenswa Pharmaceuticals Private Limited
- c) Edvenswa Consultancy Services Private Limited
- d) Edvenswa Holistic Healthcare Private Limited
- e) Rudwin Pharmaceuticals Private Limited
- f) Ybrant Digital Limited
- g) Edvenswa EPC Private Limited
- h) Biliti Electric India Private Limited
- i) Zagg Network Private Limited
- j) Ranky Singularity Tech Private Limited

- k) Universal Semiconductors India Private Limited
l) Vanaha Essentials Private Limited

v) Related Party Transactions :

Nature of Transactions	Related Party	FY 2024-25	FY 2023-24
a) Investments in Subsidiaries	Edvenswa Tech Inc., USA	3,311.27	3,311.27
b) Investments in Subsidiaries	Omni Netwroks Inc., USA	3,723.64	-
c) Investments In Product Development	Edvenswa Tech Pvt. Ltd.	155.00	-
d) Rent Deposit Paid and Outstanding	Edvenswa Tech Pvt. Ltd.	45.00	45.00
e) Trade Receivables Outstanding	Edvenswa Tech Inc., USA	218.98	153.68
f) Advance Paid for Expenses Outstanding	Edvenswa Tech Pvt. Ltd.	29.68	29.45
g) Payments made by ETI INC towards Product Development	Edvenswa Tech Pvt. Ltd.	2,128.02	
h) Remuneration to Directors	Sri. Y. Ramesh Reddy	67.66	88.79
i) Remuneration to Directors	Sri. Sreennivasa Sreekanth Uppulluri	139.54	186.27

24. Earnings Per Share (EPS) :

Earnings per Share is calculated in accordance with Indian Accounting Standard 33 - 'Earnings per Share'

Particulars	31-03-2025	31-03-2024
	Rs. in Lakhs	Rs. in Lakhs
a) Profit / (Loss) after Tax	1,126.25	787.87
b) Number of Ordinary Shares	292.16	189.30
c) Weighted Average Number of Equity Shares	251.23	187.32
d) Diluted Number of Equity Shares (Prev. Year . Including 7,70,000 (12,00,000) Share Warrants allotted)	292.16	189.30
e) Earnings per Share - Basic (Rs.)	4.48	4.21
- Diluted (Rs.)	3.85	4.16

25. Other Statutory Disclosures:

- The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- The Company does not have any charges or satisfaction of charges which is yet to be registered with ROC beyond the statutory period.
- The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall : (a) 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 (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Edvenswa Enterprises Limited

5. Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) 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 (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
6. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
7. The Company is not declared as willful defaulter by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof or other lender in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India.
8. **Compliance with the number of layers for its holding in downstream companies :** The Company has Two wholly owned Subsidiaries and a Step-down Subsidiary in USA and has complied with the number of layers for its holding in downstream companies prescribed under clause (87) of Section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.
9. The Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use Assets) during the year.
10. The company is not having any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

26. Auditors Fees :

Particulars	FY 2024-25	FY 2023-24
	Rs. in Lakhs	Rs. in Lakhs
- For Statutory Audit (for Audit & Taxation matters)	3.50	3.50

27. Analytical Ratios :

See Annexure

28. Additional Information pursuant to Para 2 Part III of General Instructions for Preparation of Consolidated Financial Statements - See Annexure
29. Edvenswa Tech Inc, USA and Omni Networks Inc, USA are 100 % subsidiary of Edvenswa Enterprises Limited. SeltoSoft LLC, USA is a 100 % Subsidiary of Edvenswa Tech Inc, USA (a Step Down Subsidiary of Edvenswa Enterprises Limited). The Financial Statements / Financial Information for the periods ended 31-03-2025 of these Subsidiary and Step Down Subsidiary are unaudited and certified by the Management.
30. The financial statements / financial information of these Subsidiary and Step Down Subsidiary entities reflect a Total Assets of Rs.3,516.59 Lacs; Total Revenue of Rs.11,480.78 Lacs and Net Profit after Tax of Rs.1,034.56 for the 12 month period ending 31-03-2025.

31. All figures mentioned are in Rs Lacs
32. Previous year's figures have been regrouped wherever necessary.
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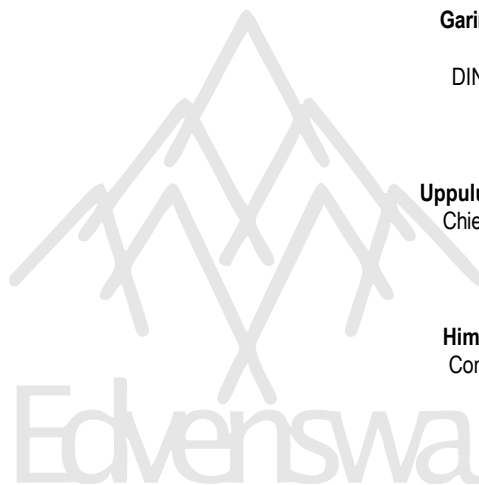
SIGNATURES TO NOTES TO FINANCIAL STATEMENTS
For and on behalf of Board

Sreenivasa Sreekanth Uppuluri
Chairman And Managing Director
DIN No : 01275332

Garimella Jayachand
Director
DIN No : 03053175

Uppuluri Krishna Murthy
Chief Financial Officer

Himabindu Dulipala
Company Secretary



EDVENSWA ENTERPRISES LIMITED
(formerly KLK ELECTRICAL LIMITED)

(FY 2024-25)

**Note 27 :
Analytical Ratios :**

Particulars	Numerator	Denominator	Ratio		Variance (in %)	Reasons for > 25 % variance
			As at 31-03-2025	As at 31-03-2024		
a) Current Ratio	Current Assets	Current Liabilities	5.855	6.061	-3%	-
b) Debt-Equity Ratio	Total Debt	Shareholders Equity	0.014	0.024	-42%	During FY 2024-25, Equity shares has been issued during the year
c) Debt-Service Coverage Ratio	Earnings Available for Debt Service	Debt Service	45.889	41.282	11%	-
d) Return on Equity Ratio	Net Profit after Taxes	Average Shareholders Equity	0.088	0.140	-37%	During FY 2024-25, Equity shares has been issued during the year
e) Inventory Turnover Ratio	Sales	Inventory	-	-	-	The company does not have any Inventories
f) Trade Receivables Turnover Ratio	Net Credit Sales	Average Trade Receivables	11.984	5.518	117%	The parent company has acquired Omni Network Inc, USA during the previous year which has contributed increase in sales during the year
g) Trade Payables Turnover Ratio	Purchases of Services and other Expenses	Average Trade Payables	20.096	21.243	-5%	There were no purchases during the year
h) Net Capital Turnover Ratio	Net Sales	Average Working Capital	1.887	1.964	-4%	-
i) Net Profit Ratio	Net Profit	Net Sales	0.094	0.088	8%	During FY 2024-25, the Net Profit after Tax was less when compared to FY 2023-24
j) Return on Capital Employed	Earnings before Interest and Taxes	Capital Employed	0.115	0.212	-46%	During FY 2024-25, Equity shares has been issued during the year
k) Return on Investment	Income generated from Investments	Time Weighted Average Investments	-	-	-	-
Average Working Capital = Current Assets - Current Liabilities (in Lakhs)			6,330	4,292		

EDVENSWA ENTERPRISES LIMITED
(Formerly KLK ELECTRICAL LIMITED)

Additional Information pursuant to Para 2 Part III of General Instructions for Preparation of Consolidated Financial Statements

Note 28 Disclosure							₹ in Lakhs	
Name of the Entity	Net Assets (Total Assets - Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated Assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Edvenswa Enterprises Limited	85%	10,896.32	8%	90.12	11%	(0.20)	8%	89.92
Edvenswa Tech Inc. (USA)	8%	991.07	54%	612.14	221%	(3.92)	54%	608.22
Omni Networks Inc. (USA)	7%	908.94	38%	423.99	-133%	2.35	38%	426.34
Total	100%	12,796.33	100%	1,126.25	100%	(1.77)	100%	1,124.48

Additional Information pursuant to Para 2 Part III of General Instructions for Preparation of Consolidated Financial Statements

Note 28 Disclosure							₹ in Lakhs	
Name of the Entity	Net Assets (Total Assets - Total Liabilities)		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	as % of Consolidated Assets	Amount	as % of Consolidated Profit or Loss	Amount	as % of Consolidated Other Comprehensive Income	Amount	as % of Consolidated Total Comprehensive Income	Amount
Edvenswa Enterprises Limited	84%	4,404.76	7%	49.42	2%	1.24	74%	4,455.43
Edvenswa Tech Inc. (USA)	16%	863.88	93%	688.25	98%	48.95	26%	1,601.09
Total	100%	5,268.64	100%	737.67	100%	50.19	100%	6,056.52

EDVENSWA ENTERPRISES LIMITED

(Formerly KLK ELECTRICAL LIMITED)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31-03-2025

1. General Information

Edvenswa Enterprises Limited (the 'Company') (Formerly KLK Electrical Limited) is a Public Limited Company domiciled in India Incorporated on 18-04-1980 and incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on Bombay Stock Exchange; the Company has its registered office located at Hyderabad, Telangana, India.

The Company along with its subsidiaries ('the Group'), and jointly controlled entities is primarily engaged in the business of IT Consultancy Services and Software Development.

2. Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year ended March 31, 2025, MCA has notified Ind AS 117 - Insurance Contracts and amendments to Ind As 116 – Leases, relating to sale and lease back transactions, applicable from April 1, 2024. The Company has assessed that there is no significant impact on its financial statements.

On May 9, 2025, MCA notifies the amendments to Ind AS 21 - Effects of Changes in Foreign Exchange Rates. These amendments aim to provide clearer guidance on assessing currency exchangeability and estimating exchange rates when currencies are not readily exchangeable. The amendments are effective for annual periods beginning on or after April 1, 2025. The Company has assessed that there is no significant impact on its financial statements.

3. Basis of Preparation

A. Statement of Compliance

The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act as amended from time to time. The financial statements were authorized for issue by the Company's Board of Directors on 30-05-2025.

B. Principles of Consolidation and Equity Accounting

Edvenswa Enterprises Limited consolidates entities which it owns or controls. The consolidated financial statements comprise the financial statements of the Company, its controlled and its subsidiaries as disclosed below :

- 1. Subsidiary:** Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and can affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the group. The group combines the financial statements of the parent and its subsidiaries line by line adding

together like items of assets, liabilities, equity, income, and expenses. Intercompany transactions, balances, and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

For the Purpose of Consolidation, the following entities have been considered:

- a. Edvenswa Tech Inc., USA – Wholly Owned Subsidiary
- b. Omni Networks Inc., USA – Wholly Owned Subsidiary
- c. Seltosoft, USA – Step-down Subsidiary (Wholly Owned Subsidiary of Edvenswa Tech Inc., USA)

The financial statements of these subsidiaries have been combined on a line-by-line basis by adding together like items of assets, liabilities, equity, income, expenses and cash flows, in accordance with Ind AS 110 – Consolidated Financial Statements. Intra-group balances, transactions, income and expenses have been eliminated in full.

2. **Equity method for Joint Ventures and Associate Companies:** Under the equity method of accounting, investments in joint ventures and associate companies are initially recognised at cost and adjusted thereafter to recognize the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from joint ventures are recognised as a reduction in the carrying amount of the investment. When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. Unrealised gains on transactions between the group and its joint ventures are eliminated to the extent of the group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group. The carrying amount of equity accounted investments is tested for impairment in accordance with the policy described.

C. Functional and presentation currency

Items included in the consolidated financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian Rupee (₹), which is the Company's functional and presentation currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

D. Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification.

1. An asset is treated as current when it is:
 - a) Expected to be realized or intended to be sold or consumed in normal operating cycle,

- b) Held primarily for the purpose of trading,
 - c) Expected to be realized within twelve months after the reporting period or
 - d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.
- 2. All other assets are classified as non-current.
- 3. A liability is treated as current when:
 - a) It is expected to be settled in normal operating cycle,
 - b) It is held primarily for the purpose of trading,
 - c) It is due to be settled within twelve months after the reporting period or
 - d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.
- 4. All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities

The operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Group has identified twelve months as its operating cycle.

E. Basis of Measurement

The financial statements have been prepared on a historical cost basis, except for certain financial instruments which are measured at fair values as per the provisions of the Companies Act, 2013 and guidelines issued by the Securities and Exchange Board of India (SEBI) for the following:

- a. Certain financial assets and liabilities (including derivative instruments) and commitments that are measured at fair value; and
- b. Defined benefit plans — plan assets are measured at fair value.

F. Critical estimates and judgments

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies. This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

In the process of applying the Group's accounting policies, management has made the following estimates, assumptions, and judgements, which have significant effect on the amounts recognized in the financial statement:

Property Plant and Equipment

External adviser or internal technical team assesses the remaining useful lives and residual value of property, plant and equipment. Management believes that the assigned useful lives and residual value are reasonable.

Intangibles

Internal technical or user team assesses the remaining useful lives of Intangible assets. Management believes that assigned useful lives are reasonable.

Income taxes

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. The Group reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

Contingencies

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claims/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

Allowance for uncollected accounts receivable and advances

Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectable. Impairment is made on the expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

Insurance claims

Insurance claims are recognized when the Company has reasonable certainty of recovery. Subsequently any change in recoverability is provided for.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31st March 2025 is included when required.

Allowances for Inventories

The Group did not have any Inventories during the FY 2024-25 and FY 2023-24.

However, as and when the Inventory is acquired, Management will review the inventories age listing on a periodic basis. This review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete and slow-moving items. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the financial statements.

G. Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. The Group has an established control framework with respect to the measurement of fair values.

This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief Financial Officer.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing service is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of Ind AS, including the level in the fair value hierarchy under which the valuations should be classified.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- a) Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- b) Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- c) Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred. Further information about the assumptions made in measuring fair values is included in the note.

4. Material Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of the group financial statements:

4.1 Inventories:

Raw materials and stores, work in progress, traded and finished goods are stated at the lower of cost and net realizable value. Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also includes all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the basis of first-in first-out basis. Costs of purchased inventory are determined after deducting rebates and discounts.

NRV: Net realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

4.2 Foreign currency transactions and balances:

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the date, the transactions first qualifies for recognition. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognized in profit or loss except exchange differences arising from the translation of the following items which are recognized in OCI:

- a) Equity investments at fair value through OCI (FVOCI); and
 - b) Qualifying cash flow hedges to the extent that the hedges are effective.
1. **Monetary Item** : A monetary item for which settlement is neither planned nor likely to occur in the foreseeable future is considered as a part of the entity's net investment in that foreign operation.
 2. **Non-monetary item** : Non-monetary items that are measured at fair value in a foreign currency are translated using exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as a part of the fair value gain or loss.
 3. **Group Companies**: The results and financial position of foreign operations (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows :
 - a) Assets and liabilities are translated at the closing rate at the date of that balance sheet.
 - b) Income and expenses are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which incomes and expenses are translated at the dates of the transactions), and all resulting foreign ex-change differences are recognised in Other Comprehensive Income. When a foreign operation is sold, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

The results and financial position of foreign operation which have a functional currency similar to that of the Company are translated using the same principle enumerated above.

4.3 Revenue Recognition

a. Sale of Goods / Services

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company is expected to be entitled in exchange for those goods or services.

Revenue from the sale of goods is recognized at the point in time when control of the asset is transferred to the customer, generally on the delivery of the goods.

Revenue is recognisable to the extent of the amount that reflects the consideration (i.e. the transaction price) to which the Company is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). The transaction price is determined on the basis of agreement entered into with the customer.

The Company satisfies the performance obligation and recognises revenue over time, if one of the criteria prescribed under Ind AS 115 - "Revenue from Contracts with Customers" is satisfied. If a performance obligation is not satisfied over time, then revenue is recognised at a point in time at which the performance obligation is satisfied.

The Company recognises revenue for performance obligation satisfied over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation. The Company would not be able to reasonably measure its progress towards complete satisfaction of a performance obligation if it lacks reliable information that would be required to apply an appropriate method of measuring progress. In those circumstances, the Company recognises revenue only to the extent of cost incurred until it can reasonably measure outcome of the performance obligation.

b. Income from Services

The Group complies with Ind AS 115 Revenue from contracts with customers which establishes principles for reporting information about the nature, amount, timing and uncertainty of revenues and cash flows arising from the contracts with its customers and replaces Ind AS 18 Revenue and Ind AS 11 Construction Contracts. Revenue from service contracts are recognized net of GST, when all the following conditions are satisfied.

- i. The amount of revenue can be measured reliable.
- ii. It is probable that economic benefits associated with the transaction will flow to the Company.
- iii. The stage of completion of transaction at the end of the reporting period can be measured reliably.
- iv. The cost incurred for the transaction and the cost to complete the transaction can be measured reliably.

c. Rent:

Rental Income is recognized on accrual basis in accordance with terms of respective rent agreements.

d. Interest:

- i. Interest income is recognized using effective interest method and subject to the following conditions:
- ii. It is probable that economic benefits associated with the transaction will flow to the Company.
- iii. The amount of revenue can be measured reliably.

e. Dividend:

Dividend income is recognized when the following conditions have been satisfied:

- i. When the Company's right to receive the dividend is established.
- ii. It is probable that economic benefits associated with the transaction will flow to the Company.
- iii. The amount of dividend can be measured reliably.

f. Export Incentive:

Export incentive available under prevalent schemes are recognized in the year when the right to receive credit as per the terms of the scheme is established in respect of exports made and are accounted to the extent there is no significant uncertainty about the measurability and ultimate utilization/ realization of such duty credit.

4.4 Income taxes:

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the taxation authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred Tax:

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction effects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized, or the deferred income tax liability is settled.

Deferred Tax Assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred Tax Liabilities are not recognized for temporary differences between the carrying amount and tax bases of investments in subsidiaries and interest in joint arrangements where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future. and taxable profit will not be available against which the temporary difference can be utilized. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other

comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternative Tax (MAT) :

Minimum Alternative Tax (MAT) is applicable to the only to the parent company. Credit of MAT is recognized as a part of deferred tax assets. As deferred tax asset shall be recognized for the carry forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilized.

4.5 Property Plant and Equipment:

Freehold land and building are carried at fair value. All other items of property, plant and equipment except freehold land and building are stated at cost, which includes capitalized borrowing costs, less accumulated depreciation and impairment loss, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only 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.

Spare Parts: Spare parts are treated as capital assets in accordance with Ind AS when they meet the definition of Property, Plant and Equipment. Otherwise, such items are classified as inventory. If significant parts of an item of Property, Plant and Equipment have different useful lives, then they are accounted for, as separate items (major components) of Property, Plant and Equipment.

The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation:

Depreciation is calculated using the straight-line and written down value methods to allocate the cost, net of residual values, over the estimated useful lives. The useful lives have been determined based on Schedule II to the Companies Act, 2013, The residual values are not more than 5% of the original cost of the asset.

The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other income / (expense).

4.6 Leases:

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a Lessee

A Lease Liability:

At the commencement date, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using incremental borrowing rate.

B. Right-of-Use Assets:

Initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives.

Subsequent Measurement**A. Lease Liability:**

Company measures the lease liability by (a) increasing the carrying amount to reflect interest on the lease liability; (b) reducing the carrying amount to reflect the lease payments made; and (c) remeasuring the carrying amount to reflect any reassessment or lease modifications.

B. Right-of-Use Assets:

Subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term or useful life of the underlying asset.

Impairment

Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

Short Term Lease

Short term lease is that, at the commencement date, has a lease term of 12 months or less. A lease that contains a purchase option is not a short-term lease. If the company elected to apply short term lease, the lessee shall recognise the lease payments associated with those leases as an expense on either a straight-line basis over the lease term or another systematic basis. The lessee shall apply another systematic basis if that basis is more representative of the pattern of the lessee's benefit.

Company As a Lessor

Leases for which the company is a lessor is classified as a finance or operating lease. Whenever, the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Lease income is recognised in the statement of profit and loss on straight line basis over the lease term.

4.7 Impairment of Assets:

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its

recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (Cash-Generating Units).

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

4.8 Cash and Cash Equivalents:

For presentation in the statement of cash flows, cash and cash equivalents include cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

4.9 Trade Receivables:

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment, if any. Trade receivables do not carry any interest and are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when management deems them not to be collectible. Impairment is made based on expected credit losses, which are the present value of the cash shortfall over the expected life of the financial assets.

4.10 Investments and other Financial Assets:

A. Classification

The Group classifies its financial assets in the following measurement categories:

- a) Those to be measured subsequently at fair value (either through Other Comprehensive Income, or through Profit or Loss), and
- b) Those measured at amortized cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in Profit or Loss or Other Comprehensive Income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through Other Comprehensive Income. The Company reclassifies debt investments when and only when its business model for managing those assets changes.

B. Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

B.1 Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

(i) Amortized cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortized cost. A gain or loss on a debt investment that is subsequently measured at amortized cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

(ii) Fair Value through Other Comprehensive Income (FVOCI):

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other income/(expense). Interest income from these financial assets is included in other income using the effective interest rate method.

(iii) Fair value through Profit or Loss:

Assets that do not meet the criteria for amortized cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognized in profit or loss and presented net in the statement of profit and loss within other income/ (expense) in the period in which it arises. Interest income from these financial assets is included in other income.

B.2 Equity Instruments

The Company measures all equity investments at fair value, except for investments forming part of interest in subsidiaries and joint ventures, which are measured at cost. Where the Company's management has elected to present fair value gains and losses on equity investments in Other Comprehensive Income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in Profit or Loss as other income when the Company's right to receive payments is established. Changes in the fair value of financial assets at fair value through profit or loss are recognized in other income/ (expense) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

C. Impairment of Financial Assets

The Company assesses on a forward-looking basis the expected credit loss associated with its assets carried at amortized cost and FVOCI debt instruments. The impairment methodology applied depends on whether there

has been a significant increase in credit risk. For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

D. De-recognition of Financial Assets

A financial asset is derecognized only when:

- a. The Company has transferred the rights to receive cash flows from the financial asset or
- b. The Company retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognized. Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

E. Investment Properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

When part of an investment property is replaced, the carrying amount of the replaced part is derecognized. Investment properties (other than land) are depreciated using the written down value method over their estimated useful lives. Investment properties have a useful life of 30 years. The useful lives have been determined based on Schedule II to the Companies Act, 2013.

F. Business Combinations & Intangible Assets

Business Combinations: Business combinations are accounted for using Ind AS 103, Business Combinations. Ind AS 103 requires the identifiable intangible assets and contingent consideration to be fair valued in order to ascertain the net fair value of identifiable assets, liabilities and contingent liabilities of the acquirer. Significant estimates are required to be made in determining the value of contingent consideration and intangible assets.

Intangible Assets: Intangible Assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably.

Intangible Assets are stated at cost of acquisition less accumulated amortisation and accumulated impairment losses, if any. Product development cost recognises on initial product registration charges, analysis and other relevant costs and are stated as intangible assets less accumulated amortisation and impairment losses.

Subsequent expenditure related to an item of Intangible Assets are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance. The intangible asset includes technical know-how and computer software which are recorded at the cost of acquisition and are amortized over a period of five years or their legal / useful life whichever is less.

G. Goodwill:

Goodwill represents the cost of business acquisition in excess of the Group's interest in the net fair value of identifiable assets, liabilities and contingent liabilities of the acquire. When the net fair value of the identifiable assets, liabilities and contingent liabilities acquired exceeds the cost of business acquisition, a gain is recognized immediately in the Statement of Profit and Loss. Goodwill is measured at cost less accumulated impairment losses.

H. Research and Development:

Research and development expenditure that do not meet the criteria for recognition as intangible assets are recognized as an expense as incurred. Development costs previously recognized as an expense are not recognized as an asset in the subsequent period.

4.11 Trade and Other Payables:

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

4.12 Borrowings:

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortized cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates. Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired.

The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss as other gains/(losses). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

4.13 Borrowing Cost:

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized during the period that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period to get ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying

assets is deducted from the borrowing costs eligible for capitalization. Other borrowing costs are expensed in the period in which they are incurred.

4.14 Provisions:

Provisions for legal claims, service warranties, volume discounts and returns are recognized when the Company has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, and the amount can be reliably estimated. Provisions are not recognized for future operating losses. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

4.15 Employee Benefits:

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as other financial liability in the balance sheet.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave that are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognized in profit or loss. The obligations are presented as current liabilities in the balance sheet if the Company does not have an unconditional right to defer settlement for at least 12 months after the reporting period, regardless of when the actual settlement is expected to occur.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- a. Defined benefit plans such as Gratuity;
- b. Defined contribution plans such as Provident Fund

Defined Benefit Plans:

The liability or asset recognized in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the defined benefit obligation denominated in ? is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss as past service cost.

Defined Contribution Plans:

The Company pays provident fund to Employee Provident Fund Account as per Employees Provident Fund Act, 1952. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plan and the contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

(iv) Bonus Plans:

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

4.16 Dividends:

Provision is made for any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

4.17 Earnings Per Share:**(i) Basic earnings per share**

Basic Earnings Per Share are calculated by dividing the profit attributable to owners of the Company by the weighted average number of Equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares.

(ii) Diluted earnings per share

Diluted Earnings Per Share adjust the figures used in the determination of Basic Earnings Per Share to take into account, the after-income tax effect of interest and other financing costs associated with dilutive potential equity shares and the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.



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