



LABELKRAFT TECHNOLOGIES LIMITED

(CIN:L31900KA2022PLC166857)

(Regd. Office 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002)

3RD ANNUAL REPORT

(FY 2024-25)

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CORPORATE INFORMATION

BOARD OF DIRECTORS:

S No	Name	Designation
1.	Ranjeet Solanki Kumar	Chairman & Managing Director
2.	Shraddha	CFO & Whole-time Director
3.	Raashi Jain	Whole-time Director
4.	Hemalatha	Non- Executive Director
5.	Ramachandran Venkatasubramanian	Non- Executive Independent Director
6.	Praveen Kumar Kiran Raj	Non- Executive Independent Director

KEY MANAGERIAL PERSONNEL:

S No	Name	Designation
1.	Ranjeet Solanki Kumar	Chairman & Managing Director
2.	Shraddha	CFO & Whole-time Director
3.	Raashi Jain	Whole-time Director
4.	Riddhi Doshi	Company Secretary & Compliance Officer

REGISTERED OFFICE

14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002
 Tel: 080-40927665
 E-mail: cs@labelkraft.com
 Website: www.labelkraft.com

STATUTORY AUDITOR

M/s. Singhi & Co.
Chartered Accountants
 Firm Registration No.: 302049E
 Address: No. 28, R V Layout, V S Raju Road,
 Palace Guttahali, Kumara Park West,
 Bangalore - 560020.
 Tel. No.: +91 (0) 80 23463462/ 65
 Website: www.singhico.com
 E-mail: bangalore@singhico.com

SECRETARIAL AUDITOR

D Venkateswarlu, FCS
Practising Company Secretary
 Address: No 170, 2nd Floor, 2nd Cross,
 1st Block Koramangala,
 Bengaluru 560034

 Tele: +91 93803 55591
 E-mail: dvenkatacs@gmail.com

REGISTRAR & SHARE TRANSFER AGENT

Bigshare Services Private Limited
 Address: S6-2, 6th Floor, Pinnacle Business
 Park, Next to Ahura Centre, Mahakali Caves
 Road, Andheri (East), Mumbai – 400 093,
 Maharashtra
 Telephone: +91 22 6263 8200

BANKERS TO THE COMPANY

HDFC Bank Limited

Kotak Mahindra Bank Limited

The Karur Vysya Bank Limited

OUR PRODUCTS	
Barcode Labels 	Barcode Label Printers 
Barcode Ribbons 	Barcode Scanners 
Adhesive Tapes 	POS 
Surface Protection Films 	Bartender Software 

LABELKRAFT TECHNOLOGIES LIMITED**CIN:** L31900KA2022PLC166857**Registered Office:** 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002**Tel:** 080-40927665**E-mail ID:** cs@labelkraft.com**Website:** www.labelkraft.com**NOTICE OF 3RD ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the (3rd) Third Annual General Meeting of the Members of Labelkraft Technologies Limited will be held on Thursday, 04th September 2025, at 11.30 A. M. (IST) at the registered office of the Company at 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002 to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr Ranjeet Solanki Kumar (DIN: 00922338), who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Ms Shraddha (DIN: 09759925), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. **Re-appointment of Mr. Ranjeet Kumar Solanki (DIN: 00922338), as the Chairman and Managing Director of the Company:**

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

“RESOLVED THAT pursuant to Sections 2(54), 196, 197, 198, 203 and other applicable provisions of if any, of the Companies Act, 2013 (“the Act”) and rules made there under (including any statutory modifications or re-enactment(s) thereof for the time being) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company, as recommended by Nomination and Remuneration Committee and approved by the Board of Directors, the approval of shareholders of the company, be and is hereby accorded to re-appoint Mr. Ranjeet Kumar Solanki (DIN: 00922338) as Chairman and Managing Director of the Company for a period of 5 (Five) Years w.e.f 20th December, 2025, whose period of office shall be liable to retire by rotation, as well as the payment of salary and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Mr. Ranjeet Kumar Solanki (DIN: 00922338).”

“RESOLVED FURTHER THAT the remuneration payable to Mr. Ranjeet Kumar Solanki (DIN: 00922338), shall not exceed the overall ceiling of the total managerial remuneration as provided under Schedule V and Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

The details of remuneration payable to Mr. Ranjeet Kumar Solanki (DIN: 00922338), and the terms and conditions of the appointment are given below:

I. Period:

For a period of 5 years from 20th December, 2025

II. Remuneration:

Upto Rs. 1,25,000/- (One Lakhs Twenty Five Thousand Rupees Only) per month which is eligible revision from time to time.

III. Perquisites:

The Managing Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

a) Medical Re-imburement:

Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.

b) Leave Travel Concession:

For self and family every year incurred in accordance with the rules of the Company.

c) Club Fees:

Fees of clubs, subject to a maximum of three clubs.

d) Personal Accident Insurance/Group Life Insurance:

Premium not to exceed Rs. 1,00,000/- per annum.

e) Provident Fund/Pension:

Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.

f) Gratuity:

Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.

g) Use of Car with Driver:

The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Managing Director for business and personal use.

h) Telephone facility at residence:

Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Managing Director.

IV. Duties:

Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time. The headquarter of the Managing Director shall be at Bengaluru or at such place as the Board of Directors may decided from time to time.

V. Termination:

Managing Director may be removed from his office for gross negligence, breach of duty or trust if a special Resolution to that effect is passed by the Company in its General Meeting. The Managing may resign from his office by giving 30 days' Notice to the Company.

VI. Compensation:

In the event of termination of office of Managing Director takes place before the expiration of tenure thereof, Managing Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.

VII. Other terms and conditions:

In the event of absence or inadequacy of profits in any financial year during the tenure of the Managing Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.

- a) **“Family”** means the spouse and dependent children of Mr. Ranjeet Solanki Kumar Leave with full pay and allowances shall be allowed as per the Company's rules.
- b) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.
- c) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board of Directors or Committees thereof.
- d) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

“RESOLVED FURTHER THAT any one of the Directors of the Company or Company Secretary be and is hereby authorized to file necessary forms with the Registrar of Companies, Karnataka and do all such other acts, deeds and things as may be required for the above resolution.”

5. Re-appointment of Ms. Shraddha (DIN: 09759925) as a Whole time Director of the Company:

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

“RESOLVED THAT pursuant to Sections 2(94), 152, 196, 197, 198, 203 and other applicable provisions of if any, of the Companies Act, 2013 (“the Act”) and rules made there under (including any statutory modifications or re-enactment(s) thereof for the time being) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company, as recommended by Nomination and Remuneration Committee and approved by the Board of Directors, the approval of shareholders of the company, be and is hereby accorded to re-appoint Ms. Shraddha, (DIN: 09759925) as Whole Time Director of the Company for a period of 5 (Five) Years w.e.f. 20th December, 2025, whose period of office shall be liable to retire by rotation, as well as the payment of salary and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Ms. Shraddha, Whole-time Director (DIN: 09759925).

“RESOLVED FURTHER THAT the remuneration payable to Ms. Shraddha, Wholetime Director (DIN: 09759925), shall not exceed the overall ceiling of the total managerial remuneration as provided under Schedule V and Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

The details of remuneration payable to Ms. Shraddha, Wholetime Director (DIN: 09759925), and the terms and conditions of the appointment are given below:

I. Period:

For a period of 5 years from 20th December 2025

II. Remuneration:

Upto Rs. 40,000/- (Rupees Forty Thousand Only) per month which is eligible revision from time to time.

III. Perquisites:

The Whole Time Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

a) Medical Re-imburement:

Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.

b) Leave Travel Concession:

For self and family every year incurred in accordance with the rules of the Company.

c) Club Fees:

Fees of clubs, subject to a maximum of three clubs.

d) Personal Accident Insurance/Group Life Insurance:

Premium not to exceed Rs. 1,00,000/- per annum.

e) Provident Fund/Pension:

Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.

f) Gratuity:

Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.

g) Use of Car with Driver:

The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Whole Time Director for business and personal use.

h) Telephone facility at residence:

Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Whole Time Director.

IV. Duties:

Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Bengaluru or at such place as the Board of Directors may decided from time to time.

V. Termination:

Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if a special Resolution to that effect is passed by the Company in its General Meeting. The Managing may resign from his office by giving 30 days' Notice to the Company.

VI. Compensation:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.

VII. Other terms and conditions:

In the event of absence or inadequacy of profits in any financial year during the tenure of the Whole Time Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.

- a) **“Family”** means the spouse and dependent children of Ms. Shraddha, Leave with full pay and allowances shall be allowed as per the Company’s rules.
- b) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.
- c) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board of Directors or Committees thereof.
- d) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

“RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to file necessary forms with the Registrar of Companies, Karnataka and do all such acts, deeds and things as may be required for the above resolution.”

6. Re-appointment of Ms. Raashi Jain (DIN: 09759926) as a Whole time Director of the Company:

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

“RESOLVED THAT pursuant to Sections 2(94), 152, 196, 197, 198, 203 and other applicable provisions of if any, of the Companies Act, 2013 (“the Act”) and rules made there under (including any statutory modifications or re-enactment(s) thereof for the time being) read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company, as recommended by Nomination and Remuneration Committee and approved by the Board of Directors, the approval of shareholders of the company, be and is hereby accorded to re-appoint Ms. Raashi Jain, (DIN: 09759926) as Whole Time Director of the Company for a period of 5 (Five) Years w.e.f. 20th December, 2025, whose period of office shall be liable to retire by rotation, as well as the payment of salary and perquisites (hereinafter referred to as “remuneration”), upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Ms. Raashi Jain, Director, Whole-time Director (DIN: 09759926).

“RESOLVED FURTHER THAT the remuneration payable to Ms. Raashi Jain, Whole Time Director (DIN: 09759926), shall not exceed the overall ceiling of the total managerial remuneration as provided under Schedule V and Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

The details of remuneration payable to Ms. Raashi Jain, Whole Time Director (DIN: 09759926), and the terms and conditions of the appointment are given below:

I. Period:

For a period of 5 years from 20th December 2025

II. Remuneration:

Upto Rs. 60,000/- (Rupees Sixty Thousand Only) per month which is eligible revision from time to time.

III. Perquisites:

The Whole Time Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

i) Medical Re-imburement:

Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.

j) Leave Travel Concession:

For self and family every year incurred in accordance with the rules of the Company.

k) Club Fees:

Fees of clubs, subject to a maximum of three clubs.

l) Personal Accident Insurance/Group Life Insurance:

Premium not to exceed Rs. 1,00,000/- per annum.

m) Provident Fund/Pension:

Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.

n) Gratuity:

Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.

o) Use of Car with Driver:

The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Whole Time Director for business and personal use.

p) Telephone facility at residence:

Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Whole Time Director.

IV. Duties:

Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Bengaluru or at such place as the Board of Directors may decided from time to time.

V. Termination:

Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if a special Resolution to that effect is passed by the Company in its General Meeting. The Managing may resign from his office by giving 30 days' Notice to the Company.

VI. Compensation:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.

VII. Other terms and conditions:

In the event of absence or inadequacy of profits in any financial year during the tenure of the Whole Time Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.

- e) **“Family”** means the spouse and dependent children of Ms. Raashi Jain Leave with full pay and allowances shall be allowed as per the Company's rules.
- f) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.
- g) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board of Directors or Committees thereof.
- h) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

“RESOLVED FURTHER THAT any one of the Directors of the Company be and is hereby authorized to file necessary forms with the Registrar of Companies, Karnataka and do all such acts, deeds and things as may be required for the above resolution.”

7. To appoint Secretarial Auditors of the Company:

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

“RESOLVED THAT pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of Mr D Venkateswarlu, Practising Company Secretary (FCS 8554), as Secretarial Auditor of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws.

“RESOLVED FURTHER THAT The Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as

may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.

**For and on behalf of Board of Directors of
LABELKRAFT TECHNOLOGIES LIMITED**

Sd/-

Ranjeet Kumar Solanki
Chairman & Managing Director

DIN: 00922338

Address for Correspondence:

14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

Date: 13/08/2025

Place: Bengaluru

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”), is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies, in order to be effective, must be received at the Company’s Registered Office not less than 48 hours before the Meeting. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution / authority, as applicable, issued on behalf of the nominating organization. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote. A Proxy Form is enclosed herewith.

Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. If a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

3. Corporate Members are requested to send a certified copy of the Board Resolution authorising their representative to attend this AGM, pursuant to Section 113 of the Act, through e-mail at cs@labelkraft.com or by post to the Company Secretary & Compliance Officer, Labelkraft Technologies Limited, 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002.
4. In terms of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of Bigshare Services Private Limited (“Bigshare”) as the authorized agency for providing electronic voting (“e-voting”) facility to its Members, to exercise their votes through the remote e-voting and e-voting at the AGM. The Board has also appointed Mr. D Venkateswarlu, FCS 8554, CP No. 7773, Practising Company Secretary, Bengaluru as the Scrutinizer to scrutinize the process of e-voting.

Detailed instructions for e-voting and also for attending the AGM are annexed.

5. **Remote e-voting will commence at 9.00 a.m. on Monday, 01st September 2025 and will end at 5.00 p.m. on Wednesday, 3rd September 2025**, when remote e-voting will be blocked by NSDL.
6. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on Friday, 29th August, 2025 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting or e-voting during the AGM. Those who are not Members on the cut-off date should accordingly treat this Notice as for information purposes only.
7. In conformity with the regulatory requirements, the Notice of this AGM and the Annual Report for the FY 2024-25 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. Members desirous of obtaining physical copies of the said Notice of this AGM and the Annual Report for the FY 2024-25 are required to send a request to the Company, mentioning their name and DP ID & Client ID / folio number, through e-mail at cs@labelkraft.com or by post to the Company Secretary & Compliance Officer, Labelkraft Technologies Limited, 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002.

8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, the Register of contracts with related party, and contracts and bodies etc. in which Directors are interested under Section 189 of the Act, will remain available for inspection through electronic mode during the AGM, for which purpose Members are required to send an e-mail to the Compliance Officer & Company Secretary at cs@labelkraft.com.
9. The Register of Members and the Share Transfer Books of the Company will remain closed from 29th August 2025 to 04th September 2025.
10. The Company does not have any pending unclaimed dividend to be transferred to Investor Education and Protection Fund (IEPF) in pursuant to the provisions of Section 125 of the Companies Act, 2013.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts.
12. Members desirous of seeking any information concerning the accounts of the Company are requested to address their queries in writing to the Company by sending e-mail to cs@labelkraft.com at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
13. In compliance with the Circulars, the AGM Notice and the Annual Report 2024-25, including Financial Statements (along with Board's Report, Auditor's Reports or other documents required to be attached therewith), are being sent only through electronic mode to those Members whose e-mail IDs are registered with the Registrar & Transfer Agent ("RTA") or respective Depository Participants ("DPs"). Members may note that the AGM Notice and Annual Report 2024-25 are also available on the Company's website at <https://www.labelkraft.com/investor.html> and on website of the stock exchange i.e. BSE Limited at www.bseindia.com.
14. In view of the Circular issued by the SEBI for appointing common agency for transfer of shares, the Company has already appointed M/s. Bigshare Services Pvt. Ltd. as Registrar & Transfer Agent. Members are therefore requested to send their grievances to them for early disposal at the address given below:

BIGSHARE SERVICES PVT. LTD.
 Office No S6-2, 6th Floor,
 Pinnacle Business Park, Next to Ahura Centre,
 Mahakali Caves Road, Andheri (East)
 Mumbai – 400093
15. All documents referred to in the Notice and in the Explanatory Statements are open for inspection at the Company's registered office of the Company during normal business hours on all working days except public holidays between 11:00 A.M. and 3:00 P.M. upto the date of the Annual General Meeting.
16. In all correspondence with the Company, members are requested to quote their DP ID and Client ID Number.
17. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

18. A route map of the venue of the 3rd Annual General Meeting is also annexed to this notice.

**For and on behalf of Board of Directors of
LABELKRAFT TECHNOLOGIES LIMITED**

Sd/-

Ranjeet Kumar Solanki
Chairman & Managing Director
DIN: 00922338

Address for Correspondence:
14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

Date: 13/08/2025

Place: Bengaluru

Bigshare i-Vote E-Voting System

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER

- i. The voting period begins at 9.00 a.m. on Monday, 1st September 2025 and will end at 5.00 p.m. on Wednesday, 3rd September 2025. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 29th August 2025 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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.

- iv. 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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting 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	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 & New System Myeasi Tab and then use your existing my easi username & password. 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, 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 https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	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 e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 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 BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
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 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.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.

- Shareholders holding shares in **CDSL demat account** should enter **16 Digit Beneficiary ID** as user id.
- Shareholders holding shares in **NSDL demat account** should enter **8 Character DP ID followed by 8 Digit Client ID** as user id.
- Shareholders holding shares in **physical form** should enter **Event No + Folio Number** registered with the Company as user id.

Note: *If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on **‘LOGIN’** under **‘INVESTOR LOGIN’** tab and then Click on **‘Forgot your password?’**
- Enter **“User ID”** and **“Registered email ID”** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **‘Reset’**

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on **“VIEW EVENT DETAILS (CURRENT)”** under **‘EVENTS’** option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **“VOTE NOW”** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option **“IN FAVOUR”**, **“NOT IN FAVOUR”** or **“ABSTAIN”** and click on **“SUBMIT VOTE”**. A confirmation box will be displayed. Click **“OK”** to confirm, else **“CANCEL”** to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can **“CHANGE PASSWORD”** or **“VIEW/UPDATE PROFILE”** under **“PROFILE”** option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
- Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
- Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or Board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.

- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338.

**For and on behalf of Board of Directors of
LABELKRAFT TECHNOLOGIES LIMITED**

Sd/-

Ranjeet Kumar Solanki

Chairman & Managing Director

DIN: 00922338

Address for Correspondence:

14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

Date: 13/08/2025

Place: Bengaluru

Explanatory Statement

As required under Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 7 of the accompanying Notice:

Item No 4:

Re-appointment of Mr. Ranjeet Kumar Solanki (DIN: 00922338), as a Chairman and Managing Director of the Company:

Mr. Ranjeet Kumar Solanki (DIN: 00922338), was appointed as the Chairman and Managing Director of the Company on 20th December 2022 for a period of 3 years till 19th December 2025. Hence, the Board of Directors, at its meeting held on August 7, 2025, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), re-appointed Mr. Ranjeet Kumar Solanki (DIN: 00922338) as the Chairman and Managing Director of the Company, for a period of five years commencing from December 20, 2025 to December 19, 2030, subject to approval of the Members.

Upon his re-appointment, Mr. Ranjeet Kumar Solanki would be considered as a Key Managerial Personnel (“KMP”) pursuant to Section 203 of the Act and will be liable to retire by rotation pursuant to Section 152(6) of the Act.

Mr. Ranjeet Kumar Solanki has confirmed that he is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. Mr. Ranjeet Kumar Solanki has provided his consent for such appointment and has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

Relevant details of his appointment are given in Annexure I to this Notice. The main terms and conditions of the appointment of Mr. Ranjeet Kumar Solanki, are given below:

I. Period:

For a period of 5 years from 20th December, 2025

II. Remuneration:

Upto Rs. 1,25,000/- (One Lakhs Twenty Five Thousand Rupees Only) per month which is eligible revision from time to time.

III. Perquisites:

The Managing Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

- a) **Medical Re-imbursement:** Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.
- b) **Leave Travel Concession:** For self and family every year incurred in accordance with the rules of the Company.

- c) **Club Fees:** Fees of clubs, subject to a maximum of three clubs.
- d) **Personal Accident Insurance/Group Life Insurance:** Premium not to exceed Rs. 1,00,000/- per annum.
- e) **Provident Fund/Pension:** Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.
- f) **Gratuity:** Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.
- g) **Use of Car with Driver:** The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Managing Director for business and personal use.
- h) **Telephone facility at residence:** Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Managing Director.

IV. Duties:

Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time. The headquarter of the Managing Director shall be at Bengaluru or at such place as the Board of Directors may decided from time to time.

V. Termination:

Managing Director may be removed from his office for gross negligence, breach of duty or trust if a special Resolution to that effect is passed by the Company in its General Meeting. The Managing may resign from his office by giving 30 days' Notice to the Company.

VI. Compensation:

In the event of termination of office of Managing Director takes place before the expiration of tenure thereof, Managing Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.

VII. Other terms and conditions:

In the event of absence or inadequacy of profits in any financial year during the tenure of the Managing Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.

- a) **“Family”** means the spouse and dependent children of Mr. Ranjeet Solanki Kumar Leave with full pay and allowances shall be allowed as per the Company's rules.
- b) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.

- c) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board of Directors or Committees thereof.
- d) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

The Board recommends the Ordinary Resolution as set out in Item No. 4 of this Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company except Mr. Ranjeet Solanki Kumar, Mrs Hemalatha, Ms Shraddha and Ms Raashi Jain is concerned or interested, in the Resolution as set out in Item No. 4 of this Notice.

Item No 5:

Re-appointment of Ms. Shraddha (DIN: 09759925) as a Whole time Director of the Company:

Ms. Shraddha (DIN: 09759925) was appointed as a Whole time Director of the Company on 20th December 2022 for a period of 3 years till 19th December 2025. Hence, the Board of Directors, at its meeting held on August 7, 2025, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), appointed Ms. Shraddha (DIN: 09759925) as a Whole time Director of the Company, for a period of five years commencing from December 20, 2025 to December 19, 2030, subject to approval of the Members.

Upon her appointment, Ms. Shraddha would be considered as a Key Managerial Personnel (“KMP”) pursuant to Section 203 of the Act and will be liable to retire by rotation pursuant to Section 152(6) of the Act.

Ms. Shraddha has confirmed that she is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. Ms. Shraddha has provided her consent for such appointment and has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

Relevant details of her appointment are given in Annexure II to this Notice. The main terms and conditions of the appointment of Ms. Shraddha are given below:

I. Period:

For a period of 5 years from 20th December 2025

II. Remuneration:

Upto Rs. 40,000/- (Rupees Forty Thousand Only) per month which is eligible revision from time to time.

III. Perquisites:

The Whole Time Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

- a) **Medical Re-imburement:** Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family

including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.

- b) **Leave Travel Concession:** For self and family every year incurred in accordance with the rules of the Company.
- c) **Club Fees:** Fees of clubs, subject to a maximum of three clubs.
- d) **Personal Accident Insurance/Group Life Insurance:** Premium not to exceed Rs. 1,00,000/- per annum.
- e) **Provident Fund/Pension:** Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.
- f) **Gratuity:** Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.
- g) **Use of Car with Driver:** The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Whole Time Director for business and personal use.
- h) **Telephone facility at residence:** Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Whole Time Director.

IV. Duties:

Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Bengaluru or at such place as the Board of Directors may decided from time to time.

V. Termination:

Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if a special Resolution to that effect is passed by the Company in its General Meeting. The Managing may resign from his office by giving 30 days' Notice to the Company.

VI. Compensation:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.

VII. Other terms and conditions:

In the event of absence or inadequacy of profits in any financial year during the tenure of the Whole Time Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.

- a) **“Family”** means the spouse and dependent children of Ms. Shraddha, Leave with full pay and allowances shall be allowed as per the Company’s rules.
- b) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.
- c) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board of Directors or Committees thereof.
- d) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

The Board recommends the Ordinary Resolution as set out in Item No. 5 of this Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company except Ms Shraddha, Mr. Ranjeet Solanki Kumar, Mrs Hemalatha and Ms Raashi Jain is concerned or interested, in the Resolution as set out in Item No. 5 of this Notice.

Item No. 6:

Re-appointment of Ms. Raashi Jain (DIN: 09759926) as a Whole time Director of the Company:

Ms. Raashi Jain (DIN: 09759926), was appointed on 20th December 2022 for a period of 3 years till 19th December 2025 as a Whole time Director of the Company. Hence, the Board of Directors, at its meeting held on August 7, 2025, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), appointed Ms. Raashi Jain (DIN: 09759926) as a Whole time Director of the Company, for a period of five years commencing from December 20, 2025 to December 19, 2030, subject to approval of the Members.

Upon her appointment, Ms. Raashi Jain would be considered as a Key Managerial Personnel (“KMP”) pursuant to Section 203 of the Act and will be liable to retire by rotation pursuant to Section 152(6) of the Act.

Ms. Raashi Jain has confirmed that she is not disqualified from being appointed as Director in terms of the provisions of Section 164(1) and (2) of the Act. Ms. Raashi Jain has provided her consent for such appointment and has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI order or any such authority, pursuant to circulars dated June 20, 2018 issued by the BSE Limited and the National Stock Exchange of India Limited, pertaining to the enforcement of SEBI orders regarding the appointment of Directors by the listed companies.

Relevant details of her appointment are given in Annexure III to this Notice. The main terms and conditions of the appointment of Ms. Raashi Jain are given below:

I. Period:

For a period of 5 years from 20th December 2025

II. Remuneration:

Upto Rs. 60,000/- (Rupees Sixty Thousand Only) per month which is eligible revision from time to time.

III. Perquisites:

The Whole Time Director shall be entitled to all the perquisites listed herein below in addition to the salary mentioned above;

- a) **Medical Re-imbursement:** Reimbursement of medical expenses incurred, including premium paid on health insurance policies, whether in India or abroad, for self and family including hospitalisation, surgical charges, nursing charges and domiciliary charges for self and for family.
- b) **Leave Travel Concession:** For self and family every year incurred in accordance with the rules of the Company.
- c) **Club Fees:** Fees of clubs, subject to a maximum of three clubs.
- d) **Personal Accident Insurance/Group Life Insurance:** Premium not to exceed Rs. 1,00,000/- per annum.
- e) **Provident Fund/Pension:** Contribution to Provident Fund and Pension Fund to the extent such contributions, either singly or put together are exempt under the Income Tax Act, 1961. Contribution to Pension Fund will be paid on basic salary and commission.
- f) **Gratuity:** Gratuity payable shall be in accordance with the provisions of the Payment of Gratuity Act and to the extent not taxable under the Income Tax law.
- g) **Use of Car with Driver:** The Company shall provide a car with driver for business and personal use. In addition, the Company shall also reimburse running and maintenance expenses of another car owned by, or leased/ rented to, the Whole Time Director for business and personal use.
- h) **Telephone facility at residence:** Telephone facility shall be provided at the residence. All personal long distance calls shall be billed by the Company to the Whole Time Director.

IV. Duties:

Subject to the superintendence, direction, and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial power of management and also such other duties and responsibilities as may be entrusted to him By the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Bengaluru or at such place as the Board of Directors may decided from time to time.

V. Termination:

Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if a special Resolution to that effect is passed by the Company in its General Meeting. The Managing may resign from his office by giving 30 days' Notice to the Company.

VI. Compensation:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director of the Company shall be entitled to receive compensation from the Company for loss of office to extent and subject to limitation as provided under Section 202 of the Companies Act, 2013.

VII. Other terms and conditions:

In the event of absence or inadequacy of profits in any financial year during the tenure of the Whole Time Director, salary and perquisites subject to the limits stipulated under Schedule V read with Section 196 and 197 of the Companies Act, 2013, are payable.

- a) **“Family”** means the spouse and dependent children of Ms. Raashi Jain Leave with full pay and allowances shall be allowed as per the Company’s rules.
- b) Reimbursement of entertainment expenses actually and properly incurred in the course of business of the Company shall be allowed.
- c) No sitting fees shall be paid to the Managing Director for attending the meetings of the Board of Directors or Committees thereof.
- d) The perquisites as listed in para (III) above shall be valued as per the Income Tax Rules, 1962, as may be applicable.

The Board recommends the Ordinary Resolution as set out in Item No. 6 of this Notice for approval of the Members.

None of the Directors and Key Managerial Personnel of the Company except Ms Raashi Jain, Mr. Ranjeet Solanki Kumar, Mrs Hemalatha and Ms Shraddha is concerned or interested, in the Resolution as set out in Item No. 6 of this Notice.

Item 7:

Appointment of Secretarial Auditor:

The Board at its meeting held on April 10, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conducting the audit, independence, etc., has approved for the appointment of Mr D Venkateswarlu, Practising Company Secretary, (FCS 8554) a peer reviewed firm (P R No. 1617 / 2021) as Secretarial Auditor of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30. The appointment is subject to approval of the shareholders of the Company.

The appointment of Secretarial Auditor shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Mr D Venkateswarlu is a well-known Practising Company Secretary qualified in 2002 and commenced his practice in 2008 and based out of Bengaluru. Renowned for his commitment to quality and precision, the firm has been Peer Reviewed and Quality Reviewed by the Institute of Company Secretaries of India (ICSI), ensuring the highest standards in professional practices and focussed on providing comprehensive professional services in corporate law, SEBI regulations, FEMA compliance, and allied fields, delivering strategic solutions to ensure regulatory adherence and operational efficiency.

Mr D Venkateswarlu has given his consent to act as secretarial auditor of the Company and confirmed that his aforesaid appointment, (if approved) would be within the limits specified by the Institute of Company Secretaries of India. Further, Mr D Venkateswarlu, has confirmed that he is not disqualified

and is eligible to be appointed as Secretarial Auditor in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by D Venkateswarlu as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The Board recommends the Ordinary Resolution as set out in Item No. 7 of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 7 of this Notice.

**For and on behalf of Board of Directors of
LABELKRAFT TECHNOLOGIES LIMITED**

Sd/-

Ranjeet Kumar Solanki

Chairman & Managing Director

DIN: 00922338

Address for Correspondence:

14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

Date: 13/08/2025

Place: Bengaluru

ANNEXURE TO THE NOTICE

Annexure I

Item No. 2 & 4:

Details of Director seeking ~~Appointment~~ / Re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name	Mr. Ranjeet Solanki Kumar
Directors Identification Number (DIN)	00922338
Date of Birth (age)	02/09/1972 (52 years)
Qualification	Higher Secondary
Expertise in Specific Area	Overall business operations of the Company including business development, administration and formulation of policies.
Date of first Appointment on the Board of the Company	10/10/2022
Shareholding in Labelkraft Technologies Limited (No. of Shares held) as on 31 st March 2024	22,37,200 shares
List of Directorship held in other companies	1. A.R. Solanki Stocks Private Limited 2. Bangalore Commodities Limited 3. Jito Bangalore South Chapter Foundation
Membership / Chairmanships in Committees	Member of Audit Committee and Stakeholder Relationship Committee in Labelkraft Technologies Limited
Relationship with Other Directors inter se	Husband of Mrs Hemalatha and Father of Ms Shraddha and Ms Raashi Jain
Brief Resume	Mr. Ranjeet Solanki Kumar Designation: Chairman & Managing Director He has an overall experience of 25 years out of which 14 years of experience in the field of manufacturing of label and barcode related industry. He is a visionary entrepreneur and has played a pivotal role in setting up business of the Company.
Terms and Conditions of re-appointment including remuneration payable	Re-appointed for a period of 5 years w.e.f. 20 th December 2025. All other terms and conditions including remuneration are as per original appointment
Number of meetings of Board attended during the year	5

Details of remuneration sought to be paid and last drawn	Rs 1,25,000/- per month Last drawn: Rs 1,25,000/- per month
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He has an overall experience of 26 years out of which 15 years of experience in the field of manufacturing of label and barcode related industry

Annexure II

Item No. 3 & 5:

Details of Director seeking ~~Appointment~~ / Re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name	Ms. Shraddha
Directors Identification Number (DIN)	09759925
Date of Birth (age)	28/05/1994 (30 years)
Qualification	Chartered Accountant
Expertise in Specific Area	Accounting, Auditing, Taxation, Restructuring, Corporate Governance
Date of first Appointment on the Board of the Company	10/10/2022
Shareholding in Labelkraft Technologies Limited (No. of Shares held) as on 31 st March 2024	34,000 shares
List of Directorship held in other companies	NIL
Membership / Chairmanships in Committees	Member of Stakeholder Relationship Committee in Labelkraft Technologies Limited
Relationship with Other Directors inter se	Daughter of Mr Ranjeet Kumar Solanki and Mrs Hemalatha and Sister of Ms Raashi Jain
Brief Resume	Ms Shraddha Designation: CFO & Whole-time Director She has been appointed as Chief Financial Officer of the Company w.e.f. December 20, 2022. She is a Member of the Institute of Chartered Accountant of India. She has an experience of around 7 years in the field of accounting, auditing, taxation, restructuring, corporate governance and allied areas
Terms and Conditions of re-appointment including remuneration payable	Re-appointed for a period of 5 years w.e.f. 20 th December 2025. All other terms and conditions including remuneration are as per original appointment

Number of meetings of Board attended during the year	5
Details of remuneration sought to be paid and last drawn	Rs 40,000/- per month Last drawn: Rs 40,000/- per month
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	She is a Member of the Institute of Chartered Accountant of India and has an experience of around 7 years in the field of accounting, auditing, taxation, restructuring, corporate governance and allied areas.

Item No. 6:

Details of Director seeking ~~Appointment~~ / Re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Name	Ms. Raashi Jain
Directors Identification Number (DIN)	09759926
Date of Birth (age)	23/05/1998 (27 years)
Qualification	Master of Arts (Applied Economics)
Expertise in Specific Area	Overall experience of over 4 years in the field of Operations and Sales.
Date of first Appointment on the Board of the Company	10/10/2022
Shareholding in Labelkraft Technologies Limited (No. of Shares held) as on 31 st March 2024	34,000 shares
List of Directorship held in other companies	NIL
Membership / Chairmanships in Committees	NIL
Relationship with Other Directors inter se	Daughter of Mr Ranjeet Kumar Solanki and Mrs Hemalatha and Sister of Ms Shraddha
Brief Resume	Mr. Raashi Jain Designation: Whole-time Director She has an overall experience of over 5 years in the field of Operations and Sales.
Terms and Conditions of re-appointment including remuneration payable	Re-appointed for a period of 5 years w.e.f. 20 th December 2025. All other terms and conditions including remuneration are as per original appointment

Number of meetings of Board attended during the year	5
Details of remuneration sought to be paid and last drawn	Rs. 60,000/- per month Last drawn: Rs. 60,000/- per month
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	She has an overall experience of over 5 years in the field of Operations and Sales.

**For and on behalf of Board of Directors of
 LABELKRAFT TECHNOLOGIES LIMITED**

Sd/-

Ranjeet Kumar Solanki
Chairman & Managing Director
DIN: 00922338

Address for Correspondence:
 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

Date: 13/08/2025
 Place: Bengaluru

DIRECTORS' REPORT

Dear Shareholders,

The Board of Directors hereby submits the report of the business and operations of your Company ("the Company"), along with the audited financial statements, for the financial year ended March 31, 2025.

1. FINANCIAL HIGHLIGHTS:

(Rs in actuals)

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue From Operations	20,76,48,557	18,43,33,586
Other Income	82,27,113	35,56,860
Total Income	21,58,75,671	18,78,90,446
Less: Total Expenses before Depreciation, Finance Cost and Tax	19,32,97,231	16,84,98,702
Profit before Depreciation, Finance Cost and Tax	2,25,78,440	1,93,91,744
Less: Depreciation	29,01,126	17,99,562
Less: Finance Cost	30,17,431	22,81,240
Profit Before Tax & Extraordinary Item	1,66,59,882	1,53,10,942
Less: Extraordinary Item	0.00	0.00
Profit Before Tax	1,66,59,882	1,53,10,942
Less: Current Tax	29,66,067	41,92,053
Less: Tax of earlier years	0.00	1,22,785
Less: Deferred tax Liability (Asset)	12,99,758	(2,35,341)
Profit after Tax	1,23,94,057	1,12,31,445
Earnings per Share (Basic & Diluted) in Rs.	3.82	3.46

2. STATE OF COMPANY AFFAIRS AND FUTURE OUTLOOK:

For the FY 2024-25, the revenues from operations stood at Rs. 20,76,48,557 as against Rs. 18,43,33,586 last year and other income stood at Rs. 82,27,113 as against Rs. 35,56,860 last year. Further, the Company had incurred total expenses of Rs. 19,32,97,231 during the year as against Rs. 16,84,98,702 last year.

For the FY 2024-25, Profit before Depreciation, Finance Cost and Tax stood at Rs. 2,25,78,440, Profit before tax stood at Rs. 1,66,59,882 and the Net Profit stood at Rs. 1,23,94,057 as against Rs. 1,93,91,744, Rs. 1,53,10,942 and Rs. 1,12,31,445 respectively. Considering the third year of its operations, the Company has made significant increase in the revenues when compared to the last year and made a net profit of Rs. 1,23,94,057 with an EPS of 3.82.

The Board of Directors of your Company is optimistic about the future prospects of the Company. Your directors are of the view that the Company will have a progressive growth in the subsequent financial years and are hopeful for the bright future prospects.

3. DIVIDEND:

With a view to conserve and save the resources for future prospects of the Company, the Directors have not declared any dividend for the financial year 2024-25.

4. TRANSFER TO GENERAL RESERVE:

The Directors do not propose to transfer any amount to the Reserves. Total amount of net profit is carried to the Reserves & Surplus as shown in the Balance Sheet of the Company.

5. CHANGE IN NATURE OF BUSINESS:

During the year, the Company has not changed its business or objects and continues to be in the same line of business as per the main objects of the Company.

6. SHARE CAPITAL:

During the year under review the Company has not made any changes in the share capital of the Company:

Increase in Share Capital	Buy Back of Securities	Sweat Equity	Bonus Shares	Employees Stock Option Plan
Nil	Nil	Nil	Nil	Nil

7. DETAILS OF UTILISATION OF FUNDS & STATEMENT OF DEVIATION(S) OR VARIATION(S):

Pursuant to Regulation 32 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations / LODR') the Company has fully utilised the proceeds of the Initial Public Offering amounting to Rs. 475.20 lakhs for the objects stated in the Prospectus dated 06th March 2023.

8. COMPOSITION OF BOARD AND VARIOUS COMMITTEES AND THEIR MEETINGS:

The Board of Directors along with its committees provide leadership and guidance to the Management and directs and supervises the performance of the Company, thereby enhancing stakeholder value.

• **Composition of Board:**

S No	Name	Category	Designation
1	Ranjeet Solanki Kumar	Executive Director	Chairman & Managing Director
2	Shraddha	Executive Director	Whole-time Director
3	Raashi Jain	Executive Director	Whole-time Director
4	Hemalatha	Non - Executive Director	Director
5	Ramachandran Venkata Subramanian	Independent Director	Independent Director
6	*Ravi Jagetiya	Independent Director	Independent Director
7	Praveen Kumar Kiran Raj	Independent Director	Independent Director

***Mr Ravi Jagetiya ceased to be Director w.e.f. 13th November 2024**

The composition of Board complies with the requirements of the Companies Act, 2013 ("Act"). Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is exempted from the requirement of having composition of Board as per Regulation 17 of Listing Regulations.

None of the Directors of the Company is serving as a Whole-Time Director in any other Listed Company and the number of their directorship is within the limits laid down under Section 165 of the Companies Act, 2013.

Changes in the Board Composition:

- In the Board Meeting held on 12th November 2024:

Mr Ravi Jagetiya (DIN: 08734797), was resigned from the Board as an Independent Director of the Company w.e.f. 13th November 2024.

Appointment / Retirement by rotation and subsequent re-appointment:

- Mr Ranjeet Solanki Kumar (DIN: 00922338), Chairman & Managing Director, is liable to retire by rotation at the ensuing Annual General Meeting, pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and being eligible have offered himself for re-appointment.

Appropriate business for his re-appointment is being placed for the approval of the shareholders of the Company at the ensuing AGM. The brief resume of the Director and other related information has been detailed in the Notice convening the ensuing AGM of the Company.

- Ms Shraddha (DIN: 09759925), Whole-time Director, is liable to retire by rotation at the ensuing Annual General Meeting, pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and being eligible have offered herself for re-appointment.

Appropriate business for her re-appointment is being placed for the approval of the shareholders of the Company at the ensuing AGM. The brief resume of the Director and other related information has been detailed in the Notice convening the ensuing AGM of the Company.

- Mr. Ranjeet Kumar Solanki (DIN: 00922338), was appointed on 20th December 2022 for a period of 3 years till 19th December 2025 as the Chairman and Managing Director of the Company. Hence, the Board of Directors, at its meeting held on August 7, 2025, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Mr. Ranjeet Kumar Solanki (DIN: 00922338) as the Chairman and Managing Director of the Company, for a period of five years commencing from December 20, 2025 to December 19, 2030, subject to approval of the Members.

Appropriate business for his re-appointment as the Chairman and Managing Director of the Company is being placed for the approval of the shareholders of the Company at the ensuing AGM. The brief resume of the Director and other related information has been detailed in the Notice convening the ensuing AGM of the Company

- Ms. Shraddha (DIN: 09759925), was appointed on 20th December 2022 for a period of 3 years till 19th December 2025 as a Whole time Director of the Company. Hence, the Board of Directors, at its meeting held on August 7, 2025, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Ms. Shraddha (DIN: 09759925) as a Whole time Director of the Company, for a period of five years commencing from December 20, 2025 to December 19, 2030, subject to approval of the Members

Appropriate business for her re-appointment as a Whole time Director of the Company is being placed for the approval of the shareholders of the Company at the ensuing AGM. The brief resume of the Director and other related information has been detailed in the Notice convening the ensuing AGM of the Company

- Ms. Raashi Jain (DIN: 09759926), was appointed on 20th December 2022 for a period of 3 years till 19th December 2025 as a Whole time Director of the Company. Hence, the Board of Directors, at its meeting held on August 7, 2025, based on the recommendation of the Nomination and Remuneration Committee (“NRC”), appointed Ms. Raashi Jain (DIN: 09759926) as a Whole time Director of the Company, for a period of five years commencing from December 20, 2025 to December 19, 2030, subject to approval of the Members.

Appropriate business for her re-appointment as a Whole time Director of the Company is being placed for the approval of the shareholders of the Company at the ensuing AGM. The brief resume of the Director and other related information has been detailed in the Notice convening the ensuing AGM of the Company.

- Mr Ramachandran Venkata Subramanian (DIN: 01710799) as Non-executive Independent Director of the Company has completed his previous 2 years term from 20th December 2022 till 19th December 2024. Hence, as recommended by the Nomination and Remuneration Committee, the Board of Directors in their meeting held on 12th November 2025, have considered and approved re-appointment of Mr Ramachandran Venkata Subramanian (DIN: 01710799) as Non-executive Independent Director of the Company for a further period of 3 years from 20th December 2024 to 19th December 2027.

The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard, of the person seeking re-appointment/ appointment as Director are also provided in Explanatory statements annexed to the Notice convening the 3rd Annual General Meeting.

Key Managerial Personnel (KMP):

S No	Name of the KMP	Designation
1	Ranjeet Solanki Kumar	Chairman & Managing Director
2	Shraddha	CFO & Whole-time Director
3	Raashi Jain	Whole-time Director
4	*Riddhi Doshi	Company Secretary & Compliance Officer

* Appointed w.e.f. 27th May 2024

Independent Directors:

S No	Name of the Director	Date of Appointment	Date of Resignation
1	Ramachandran Venkatasubramanian	20/12/2022	-
2	Ravi Jagetiya	08/02/2023	13/11/2024
3	Praveen Kumar Kiran Raj	24/08/2023	-

Board Meetings:

The Board of the Company regularly meets to discuss various Business opportunities. Additional Board meetings are convened, as and when required to discuss and decide on various business policies, strategies and other businesses.

During the year under review, Board of Directors of the Company duly met 5 (Five) times and in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

The dates of the Board Meeting held during the year review is as mentioned hereunder:

27th May 2024; 18th June 2024; 23rd July 2024; 12th November 2024 and on 5th March 2025.

The details of attendance of each Director at the Board Meetings are as given below:

Name of Director	Date of Original Appointment	Date of Cessation	Number of Board Meetings Eligible to attend	Number of Board Meetings attended
Ranjeet Solanki Kumar	10/10/2022	-	5	5
Shraddha	10/10/2022	-	5	5
Raashi Jain	10/10/2022	-	5	5
Hemalatha	10/10/2022	-	5	5
Ramachandran Venkatasubramanian	20/12/2022	-	5	5
Ravi Jagetiya	08/02/2023	13/11/2024	4	2
Praveen Kumar Kiran Raj	24/08/2023	-	5	5

The gap between two consecutive meetings is not more than one hundred and twenty days as provided in Section 173 of the Act.

• Committees of Board:

The Board of Directors, in line with the requirement of the act, has formed various committees, details of which are given hereunder.

a) Audit Committee:

The Company has constituted audit committee in line with the provisions of Section 177 of the Companies Act, 2013 in the Board Meeting held on 06th January 2023. Audit Committee meeting is generally held for the purpose of recommending the half yearly and yearly financial result. Additional meeting is held for the purpose of reviewing the specific item included in terms of reference of the Committee. During the year under review, Audit Committee met 4(Four) times viz on 27th May 2024; 18th June 2024; 23rd July 2024 and 12th November 2024.

Consequent to the resignation of Mr Ravi Jagetiya, Independent Director, the Board of Directors of the Company has reconstituted the Audit Committee of the Board w.e.f. 12th November 2024. The present composition of the Audit Committee is as follows:

Mr Ramachandran Venkatasubramanian, Chairman of the Committee (Independent Director)
Mr Praveen Kumar Kiran Raj, Member (Independent Director)
Mr Ranjeet Solanki Kumar, Member (Executive Director)

The composition of the Committee and the details of meetings attended by its members are given below:

Name	Category	Designation	Number of meetings during the financial year 2024-25	
			Eligible to attend	Attended
Ramachandran Venkatasubramanian	Non-Executive Independent Director	Chairman	4	4
Ranjeet Solanki Kumar	Chairman & Managing Director	Member	4	4
Ravi Jagetiya	Non-Executive Independent Director	Member	4	4
Praveen Kumar Kiran Raj	Non-Executive Independent Director	Member	0	0

Recommendations of Audit Committee, wherever/whenever given, have been accepted by the Board of Directors.

Vigil Mechanism:

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behaviour actual or suspected fraud or violation of Company's Code of Conduct.

Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company.

b) Nomination and Remuneration Committee:

The Company has constituted Nomination and Remuneration committee in line with the provisions of Section 178 of the Companies Act, 2013 in the Board Meeting held on 06th January 2023. Nomination and Remuneration Committee meetings are generally held for identifying the persons who are qualified to become Directors and may be appointed in senior management and recommending their appointments and removal. During the year under review, Nomination and Remuneration Committee met 4 (Four) times, viz on 27th May 2024, 23rd July 2024, 12th November 2024 and 5th March 2025.

Consequent to the resignation of Mr Ravi Jagetiya, Independent Director, the Board of Directors of the Company has reconstituted the Nomination and Remuneration Committee of the Board w.e.f. 12th November 2024.

The present composition of the Audit Committee is as follows:

Mr Ramachandran Venkatasubramanian, Chairman of the Committee (Independent Director)
 Mr Praveen Kumar Kiran Raj, Member (Independent Director)
 Mrs Hemalatha, Member (Non-Executive Director)

The composition of the Committee and the details of meetings attended by its members are given below:

Name	Category	Designation	Number of meetings during the financial year 2024-25	
			Eligible to attend	Attended
Ramachandran Venkatasubramanian	Non-Executive Independent Director	Chairman	4	4
Ravi Jagetiya	Non-Executive Independent Director	Member	3	3
Hemalatha	Non-Executive Director	Member	4	4
Praveen Kumar Kiran Raj	Non-Executive Independent Director	Member	1	1

Nomination and Remuneration Policy:

Nomination and Remuneration Policy in the Company is designed to create a high performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances to its Executive Directors and Key Managerial Personnel. Annual increments are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective from April 1, of each year.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company.

c) Stakeholders and Relationship Committee:

Stakeholders and Relationship Committee is to resolve grievances of security holders of the Company, 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.

The composition of the Committee is as follows:

Name	Category	Designation
Ramachandran Venkatasubramanian	Non-Executive Independent Director	Chairman
Ranjeet Solanki Kumar	Chairman & Managing Director	Member
Shraddha	Non-Executive Director	Member

9. PERFORMANCE EVALUATION:

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

10. DECLARATION BY INDEPENDENT DIRECTORS:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has three Non-Promoter Non- Executive Independent Directors in line with the Act. The Company has received necessary declaration from each Independent Director under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Act. Further, all the Independent Directors of the Company have registered themselves in the Independent Director Data Bank.

11. DIRECTORS' 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:

- In preparation of annual accounts for the year ended March 31, 2025, the applicable accounting standards have been followed and that no material departures have been made from the same;
- The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that year;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors had prepared the annual accounts for the year ended March 31, 2025 on going concern basis.
- The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. PUBLIC DEPOSIT:

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

During the year under review, the Company has borrowed unsecured loans from its directors, and there is outstanding balance of unsecured loan received from its director and disclosure in pursuance of Chapter V, Rule 2 (1) (c) (viii) of Companies (Acceptance of Deposits) Rules, 2014 is furnished hereunder:

(Rs in actuals)					
Sl. No.	Name of the Director	DIN	Outstanding Balance as on 31 st March 2024	Amount of unsecured loan availed during the year	Outstanding Balance as on 31 st March 2025
1.	Ranjeet Kumar Solanki	00922338	0.00	1,29,00,000.00	1,31,00,000.00
2.	Raashi Jain	09759926	0.00	15,00,000.00	13,00,000.00
3.	Hemalatha	03280185	0.00	43,00,000.00	42,00,000.00
	Total		0.00	1,87,00,000.00	1,86,00,000.00

Also, the Company has obtained declarations from the individual directors in compliance with the provisions of Rule 2(1) (c) (viii) of the Companies (Acceptance of Deposits) Rules, 2014.

13. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS & SECURITY:

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

14. ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, the Annual Return as on March 31, 2025 shall be placed on the Company's website on <https://www.labelkraft.com/investor.html>

15. TRANSACTIONS WITH RELATED PARTIES:

There were no contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 for the Financial Year 2024-25 and hence requirement of AOC 2 does not apply.

16. BOOK CLOSURE DATE:

The Register of Members and Share Transfer Books of the Company will be closed from 29th August 2025 to 04th September 2025 (both days inclusive) for the purpose of 3rd Annual General Meeting.

17. MATERIAL CHANGES AND COMMITMENT:

There are no material changes and commitments, affecting the financial position of the Company, have occurred between the end of financial year of the Company i.e. March 31, 2025 to the date of this Report.

18. POLICY FOR PREVENTION OF INSIDER TRADING:

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 came into effect from May 15, 2015 to put in place a framework for prohibition of insider trading in securities and to strengthen the legal framework thereof. Pursuant to Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure") of the Company. The Code of Fair Disclosure is available on the website of the Company <https://www.labelkraft.com/investor.html>

Further, pursuant to Regulation 9 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated and adopted the Code of Conduct for Prevention of Insider Trading. The Code lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them on the consequence of non-compliances. The Company Secretary has been appointed as a Compliance Officer and is responsible for monitoring adherence to the Code. The code of conduct to regulate, monitor and report trading by insiders is also available on the website of the Company <https://www.labelkraft.com/investor.html>

19. PARTICULARS OF EMPLOYEES:

The ratio of the remuneration of each director to the median of employees' remuneration as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as **Annexure-A**.

The statement containing top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to members excluding this annexure. In terms of Section 136 of the Act, the said annexure is open for inspection in electronic mode for Members. Any shareholder interested in obtaining a copy of the same may write to Company Secretary.

20. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at all workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate. The Company has setup an Internal Complaints Committee (ICC) for redressal of Complaints. During the financial year 2024-25:

No. of Sexual Harassment Complaints received: NIL

21. RISK MANAGEMENT:

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

22. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Conservation of Energy:

In its endeavour towards conservation of energy, the Company ensures optimal use of energy, avoid wastages and conserve energy as far as possible.

Technology Absorption:

- a. The effort made towards technology absorption: -No specific activities have been done by the Company.
- b. The benefits derived like product improvement, cost reduction, product development or import substitution: -No specific activity has been done by the Company.
- c. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year: N.A.
- d. The expenditure incurred on Research & Development: Nil

Foreign Exchange Earnings and Outgo:

Earnings – Nil

Outgo – Rs. 30,62,306.00

23. COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARD 1 AND SECRETARIAL STANDARD 2:

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 that such systems are adequate and operating effectively. During the year under review, the Company has complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India, New Delhi.

24. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an effective internal control system, which ensures that all the assets of the Company are safeguarded and protected against any loss from unauthorized use or disposition. The Internal Auditors of the Company carry out review of the internal control systems and procedures. The internal audit reports are reviewed by Audit Committee.

The Company has also put in place adequate internal financial controls with reference to the financial statements commensurate with the size and nature of operations of the Company. During the year, such controls were tested and no material discrepancy or weakness in the Company's internal controls over financial reporting was observed.

25. CORPORATE GOVERNANCE:

The Company strives to incorporate the appropriate standards for corporate governance. However, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily comply with the provisions of certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore the Company has not provided a separate report on Corporate Governance, although few of the information are provided in this report under relevant heading.

26. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of Regulation 34, and Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a review of the performance of the Company, for the year under review, Management Discussion and Analysis Report, is presented in a separate section forming part of this Annual Report.

27. INTERNAL AUDITOR:

Pursuant to Section 138 of the Companies Act 2013, the Board had appointed M/s. J K V S & Co, (FRN: 318086E), as an Internal Auditor of the Company for the FY 2024-25. Further, the Board has appointed M/s. M.K. Bagrecha & Associates, (FRN: 011636S), Chartered Accountants, Bengaluru as an Internal Auditor of the Company for the FY 2025-26.

28. STATUTORY AUDITORS:

The Members of the Company at their 1st Annual General Meeting held on 25th September 2023 had appointed M/s Singhi & Co, (FRN: 302049E), Chartered Accountants, Bengaluru, as the Statutory Auditors of the Company for a term of 5(Five) consecutive years from the conclusion of

the 1st Annual General Meeting until the conclusion of 6th AGM of the Company to conduct statutory audit for the FY from 2023-24 to 2027-28.

29. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE STATUTORY AUDITORS:

In terms of the provisions of Section 134(4) of the Companies Act 2013, your Directors wish to inform you that there are no qualifications, reservation, adverse remark or disclaimer made by the Statutory Auditor of the Company in the Audit Report for the financial year 2024-25.

30. SECRETARIAL AUDITOR AND THEIR REPORT:

Pursuant to the provisions of Section 204 of the Act read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed Mr D Venkateswarlu, FCS 8554 CP No. 7773, Practicing Company Secretary, Bengaluru to conduct the Secretarial Audit of the Company for the financial year 2024-25. The Secretarial Audit Report is annexed herewith as **Annexure – B** to this Report.

31. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE SECRETARIAL AUDITOR IN HIS REPORT:

Reply to the Qualification made in the Secretarial Audit Report:

Sl. No.	Qualification	Board's Reply
a.	The Company has not complied with the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.r.t submission of the Annual Report to the stock exchange with a delay of 2 days.	The Board of the Directors of the Company in their meeting held on 23rd July 2024 have approved the Directors Report and also the Notice of 2nd Annual General Meeting held on 17th August 2024 On 24th July 2024, we have initially tried uploading of the annual report for the FY 2023-24 under "Compliances" Tab of Corporate Announcements, however it is not done due to some technical issues. However, as the due date for dispatch of Notice of AGM and annual report to the shareholders is on 24th July 2024, we have submitted the copy of annual report to the Stock Exchange along with intimation of 2nd Annual General Meeting of the Company on 24th July 2024 under corporate announcements. The Company has submitted the annual report under Compliance Tab on 26th July 2024 with a delay of 2

		days. Further, the Company has paid an amount of Rs. 4,720/- (Rupees Four Thousand Seven Hundred and Twenty Only) towards fine levied by the exchange The Board ensures for the strict compliance of all the SEBI Regulations.
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32. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):

During the period under review, no corporate insolvency resolution process is initiated against the company under the Insolvency and Bankruptcy Code, 2016 (IBC).

33. SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS INTERNAL AUDITOR:

There are no other significant/material orders passed by the Regulators, Courts, Tribunals, Statutory and quasi-judicial body impacting the going concern status of the Company and its operations in future. The details of litigation on tax and other relevant matters are disclosed in the Auditors' Report and Financial Statements which forms part of this Annual Report.

34. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE-TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

The disclosure under this clause is not applicable as the Company has not undertaken any one-time settlement with the banks or financial institutions.

35. REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

36. MAINTENANCE OF COST RECORDS:

Since the company is not falling under prescribed class of Companies, it is not required to maintain cost records.

37. GENERAL DISCLOSURE:

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year. Your Directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review;

- (i) Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
- (ii) Issue of shares (including sweat equity shares) to employees of the Company under any ESOS scheme;
- (iii) Annual Report and other compliances on Corporate Social Responsibility;
- (iv) There is no revision in the Board Report or Financial Statement;
- (v) No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;
- (vi) Information on subsidiary, associate and joint venture companies.

38. MATERNITY BENEFIT:

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

39. APPRECIATIONS AND ACKNOWLEDGEMENT:

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment during the year under review.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from its suppliers, distributors, retailers, business partners and others associated with it as its trading partners. Your Company looks upon them as partners in its progress and has shared with them the rewards of growth. It will be your Company's endeavour to build and nurture strong links with the trade based on mutuality of benefits, respect for and co-operation with each other, consistent with consumer interests.

Your Directors also take this opportunity to thank all Shareholders, Clients, Vendors, Banks, Government and Regulatory Authorities and Stock Exchanges, for their continued support.

**For and on behalf of Board of Directors of
LABELKRAFT TECHNOLOGIES LIMITED**

**Sd/-
Ranjeet Kumar Solanki
Chairman & Managing Director
DIN: 00922338**

**Sd/-
Shraddha
Whole-time Director & CFO
DIN: 09759925**

**Date: 07th August 2025
Place: Bengaluru**

Annexure-A

Particulars of Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules made thereunder

Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

a. Remuneration details of directors and KMP:

S No	Name	Designation	% increase of remuneration in fiscal 2025 as compared to fiscal 2024	Ratio of remuneration to median remuneration of employee's
1	Ranjeet Solanki Kumar	Chairman & Managing Director	Nil	7.58
2	Shraddha	Whole-time Director & CFO	Nil	2.42
3	Raashi Jain	Wholetime Director	Nil	3.94
4	Hemalatha	Non-Executive Director	Nil	Nil
5	Ramachandran Venkatasubramanian	Independent Director	Nil	Nil
6	Praveen Kumar Kiran Raj	Independent Director	Nil	Nil
7	Riddhi Doshi	Company Secretary & Compliance Officer	Nil	0.68

b. Names of the top ten employees in terms of remuneration drawn from the Company in the financial year 2024-25 in terms of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: Nil

c. The percentage increase in the median remuneration of employees in the financial year:

The median remuneration of the employees was ₹ 1,89,765/- and ₹ 1,98,000 during the FY 2023-24 and 2024-25, respectively. The increase in median remuneration of the employees in the FY 2024-25, as compared to the FY 2023-24, is 4.34%.

d. The number of permanent employees on the rolls of the Company:

There were 37 employees on the rolls of the Company during the FY 2024-25.

e. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year is 7.5%. There is no increase in the managerial remuneration when compared with the last financial year.

- f. The Board of Directors of the Company affirmed that remuneration of all the Directors and Key Managerial Personnel and other employees of the Company are as per the Remuneration Policy of the Company.

**For and on behalf of Board of Directors of
LABELKRAFT TECHNOLOGIES LIMITED
(CIN: L31900KA2022PLC166857)**

**Date: 07th August 2025
Place: Bangalore**

**Sd/-
Ranjeet Solanki Kumar
Chairman & Managing Director
DIN: 00922338**

**Sd/-
Shraddha
Whole-time Director & CFO
DIN: 09759925**

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 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members

LABELKRAFT TECHNOLOGIES LIMITED

(CIN: L31900KA2022PLC166857)

14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by LABELKRAFT TECHNOLOGIES LIMITED (“**the Company**”) (CIN: L31900KA2022PLC166857). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s 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, the explanations and clarifications given to us and the representations made by the Management, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March 2025 generally 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Labelkraft Technologies Limited for the financial year ended on 31st March 2025 and made available to me, according to the provisions of:

- i. The Companies Act, 2013 and the Rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye- laws framed thereunder;
- iv. 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;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) to the extent applicable to the Company: -
 - 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;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during the audit period);**
- e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable during the audit period);**
- f. The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - **(Not applicable during the audit period) and**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **No buy - back was done during the year.**
- i. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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

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

I further report that the following are the other laws / guidelines / rules applicable specifically to the Company: NIL

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. as mentioned above subject to the following:

The Company has not complied with the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.r.t submission of the Annual Report to the stock exchange with a delay of 2 days.

I further report that, the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

I further report that:

- a. The Board of Directors of the Company is duly constituted and 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 Companies Act, 2013 & Regulation 17 of LODR.
- b. Adequate notice was given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c. All decisions at Board Meetings are carried out by requisite majority as recorded in the minutes of the meetings of the Board of Directors as the case may be.
- d. I further report that as represented by the Company and relied upon by me there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- e. I further report that during the audit period, there is no events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, Rules, Regulations, Guidelines, Standards taken place.

Place: Bengaluru
Date: 31/07/2025

Sd/-
D VENKATESWARLU
Company Secretary
FCS No. 8554 :: C P No. 7773
UDIN: 008554G000902865
PR No. 1617 / 2021

This Report is to be read along with my letter of even date which is annexed as Annexure A and Forms an integral part of this report.

“Annexure A”

To
The Members
LABELKRAFT TECHNOLOGIES LIMITED
(CIN: L31900KA2022PLC166857)
14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I 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 the management. My examination was limited to the verification of procedures 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.

Place: Bengaluru
Date: 31/07/2025

Sd/-
D VENKATESWARLU
Company Secretary
FCS No. 8554 :: C P No. 7773
UDIN: F008554G000902865
PR No. 1617 / 2021

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management's views on the Company's Performance and outlook are discussed below:

Overall & Business Review:

Our company has been incorporated during the year 2022, prior to the incorporation of the company our promoter Ranjeet Solanki was carrying on the business as a proprietorship concern under the name of "Solanki Enterprises" since the year 1997. Later, our promoter with the mission to offer reasonably priced barcode labels, printing and solutions assuring customer satisfaction, started the business of barcode label in the year 2009. Later, on November 11, 2022, the running business of the above proprietorship concern was taken-over by the company, along with the assets and liabilities of the proprietorship concern. Our Promoter was appointed as Director in the company and since then he has been looking after the overall operations and major business decisions of the company. With our absolute commitment to quality, meticulous attention and level of services, today we have established ourselves as a solution provider to our customers for their needs related to printing of barcode labels, product labels, barcode ribbons, barcode printers, scanners, RFID products, ID card printing products, Patient wrist bands, and self-adhesive tape products which are used in different industries for their multipurpose use including logistic, industrial packaging etc.

Our company is engaged in the business of providing barcode code solutions, catering to many different segments of industries including FMCG, logistics service providers, chemicals, garments etc. We supply barcode printers, software, scanners, mobile computers etc. and are also engaged in the business of manufacturing the regular consumables required for the barcode printers namely the barcode ribbons, self-adhesive barcode and product labels in roll and sheet forms with help of our machines.

Our company has the required infrastructure and set up for manufacturing of both plain labels and preprinted barcode labels with the in-house capabilities. We have installed flat-bed machines, flat-bed printing machines, flexo printing machines with 5 color printing capacity, rotary machines and slitting machines which enable us to meet the requirements of our customer in time. We also have a slitting machine to manufacture thermal transfer ribbons required to print the data on to the labels by the barcode printers.

Apart from the above, we have also installed a self-adhesive tape slicing machine to slit mirror mounting tapes, tissue tapes, masking tapes etc. which are supplied to various industries across the country for their packaging needs. We are also engaged in supply of ID card printers, consumables, patient identification wrist bands, automatic label applicator machines, satin, taffeta rolls for garment companies and self-adhesive tape products. We offer quality products and services at cost effective prices. With our attitude towards quality and service to our customers, we have obtained a long list of reputed clienteles including companies like Wipro GE Healthcare Private Limited, Titan Company Limited, ITC Ltd and Indian Oil Corporation. Further, the company has qualified and experienced service engineers to install, train and repair the barcode machines, this makes the customer to stick to Labelkraft as all their barcoding needs are fulfilled under one roof.

Apart from the above, we have experience in the business of trading of duty credit scrips required to pay customs duty by the importers. These scrips are transferable as per Foreign Trade Policy of Government of India. These are procured from exporters of various products and sold to importers for their customs duty payments.

Over the years, we have established cordial relationships with our customers by providing the desired goods and services. Our customer base includes companies in the garment, automobile, retail, jewellery, FMCG, hospitals, electrical, electronic items, warehousing and logistics industry. Further, in order to reduce the cost and capitalize on the future demand, we have purchased a piece of land for

setting up our manufacturing facility at 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002 and the construction of Company's new premises is completed and it is inaugurated on 17th July 2024.

Industry Structure & Development:

Bar codes are machine-readable symbols used to encode information about a product. They comprise a pattern of lines with varying widths (1D bar codes) or rectangles, dots, hexagons, and other geometric patterns in two dimensions (2D bar codes). The retail sector is continuously growing and evolving. 'Beep' of a barcode scan is heard over 6 billion times a day all across the world. Whether it is a neighbourhood Kirana store, a supermarket or an e-commerce site, the customer wants a seamless shopping experience.

We operate in a competitive and fragmented label die cutting & printing industry with major focus towards barcoding and dealing in all barcode and RFID devices. There are no entry barriers in our industry which puts us to the threat of competition from new entrants. There are numerous players operating in the industry. We face competition in our business from a large number of unorganized and a few organized players. We may have to confront pressures in respect of pricing; product quality etc. from the clients and such pressures may put strain on our profit margins which may consequently affect the financial position of our Company. Our inability to compete with this intense competition; local, national and international will have material adverse impact on our Company's financial position.

Opportunities & Threats:

Opportunities: The growing use of RFID and barcode labels & printers in the supply chain industry fuels growth. The efficient management of the supply chain deliverable goods is the key to successful business management which in turn exerting a positive influence on the barcode labels & printers' market. Reduction in the cost of poorly printed labels with the option of using barcode verifiers is another aspect of opening doors to growth prospects for key players.

Threats: Low heating led to fading bar lines, coupled with low compatibility of barcode printers with different operating systems is likely to pose a threat to the market during projection period.

Product wise performance:

The performance of barcode labels & printers depends on a variety of factors, including the quality of the components used, the design and installation of the system. The Company, during the year has given much importance to increase the performance of the products which suits the best for the future operational plans of the Company.

Outlook:

The Indian labels market is anticipated to boost at an 8.9% CAGR over the forecast period. According to the Food and Safety and Standards Authority of India (FSSAI), there is a high demand for packaged food and a plan to present front-of-package (FoP) labelling on packaged foods in India. This may help consumers to choose healthier food.

Advancing demand for perishable frozen packaged products such as meat, poultry and seafood is anticipated to augment labels sales due to the shifting consumer preference for packed & convenient food consumption. India is a fast-emerging economy with surging demand for organized retail outlets, supermarkets and convenience stores that may bolster growth in the labels market. The emergence of numerous quick service restaurants and food delivery services can foster growth in India.

Risk and concern:

The Barcode label sector is dependent on supply chain, which can be affected by geopolitical tensions, trade disputes, and other factors. Supply chain disruptions can lead to higher costs and delays in timely execution of orders. The company has no control over external factors which may adversely affect the company's operation. However, risk factors are continuously monitored by the management and necessary steps are taken to mitigate them.

Internal Control System and their adequacy:

The Company has strong internal control procedures in place that are commensurate with its size and operations. This ensures that all transactions are authorized, recorded and reported correctly. Regular internal audit and checks are carried out to ensure the robustness of the system.

Financial Performance:

During the year under review, the Company has recorded a total revenue of Rs. 21,58,75,671.00 including the other income. Company has generated a Profit of Rs. 1,23,94,057.00 for the year ended 31st March, 2025.

Material Development in Human Resources / Industrial Relations:

Company recognizes the importance of motivated and empowered employees and has a clear employee value proposition focused on employee development, a satisfying work environment, performance appraisal, and appropriate empowerment. Further the Company believes motivated and empowered employees are the cornerstone of competitive advantage.

Key financial Ratios:

Particulars	Numerator	Denominator	Numerator	Denominator	2024-25
Current Ratio	Total Current Assets	Total Current Liability	4,00,71,746	1,48,88,807	2.69
Debt Equity Ratio	Long term borrowings + short term borrowings	Total Shareholders' fund	2,06,60,625	12,02,03,641	0.17
Debt Service-coverage Ratio	PBT + Depreciation + Finance cost	Current maturity of long term loan + Finance Cost	2,25,78,439	1,12,06,757	2.01
Return on Equity Ratio	Profit after tax	Total Shareholders' fund	1,23,94,057	11,40,06,613	0.11
Inventory Turnover Ratio	Cost of goods sold (Cost of materials consumed + Purchases + Changes in inventory)	Closing inventory	16,92,29,271	1,80,80,113	9.36
Trade Receivables Turnover Ratio	Net Credit Sales=Gross credit sales minus returns	Trade receivables	20,76,48,557	1,39,08,521	14.93

Trade Payables Turnover Ratio	Credit Sales=Cost of materials consumed + Purchases minus returns	Trade payables	16,92,62,232	12,79,456	132.29
Net capital turnover ratio	Net Sales	Capital employed (Shareholders' fund + Long term borrowings + short term borrowings)	20,76,48,557	82,07,351	25.30
Net profit ratio	Profit after tax	Net Sales	1,23,94,057	20,76,48,557	0.06
Return on capital employed	Profit before tax + finance cost	Capital employed =Shareholder funds + Borrowings	1,96,77,313	12,01,08,853	0.16
Return on investment	Net gain/ (loss) on sale/ fair value changes of investment	Average Investment	NA	NA	NA

Cautionary Statement:

Statement in this report on Management Discussion & Analysis describing the Company's projections and estimates may be forward looking and are based on certain assumptions and expectations of future events. Actual results may differ from projections due to demand-supply condition, prices of finished goods and raw material, changes in Government regulations, tax structure and other factors. The Company assumes no responsibility in respect of forward-looking statements which may undergo change on the basis of subsequent development events.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF LABELKRAFT TECHNOLOGIES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of LABELKRAFT TECHNOLOGIES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act, read with Companies (Accounting Standards) Rules, 2021, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 its profit and cash flows for the year ended on that date.

Basis for Opinion

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

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 and Shareholder's Information, but does not include the financial statements and our auditor's report thereon

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe actions applicable under the applicable laws and regulations.

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards(AS) specified under section 133 of the Act. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls 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 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, make it probable that the economic decisions of a reasonably knowledgeable user of the 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) evaluating the effect of any identified misstatements in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:

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.

- a. 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.

- b. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- c. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- e. With respect to the adequacy of the internal financial controls over financial reporting of the company and operating effectiveness of such controls, refer to our separate report in “Annexure B” to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting.
- f. With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid/provided by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

- 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 Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company does not have any pending litigations which would impact its financial position.
 - II. The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses.
 - III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - IV. (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall
 - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Company or

- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
 - ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall:
 - directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (“Ultimate Beneficiaries”) by or on behalf of the Funding Party or
 - provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
 - iii) Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (IV) (i) and (d) (ii) contain any material misstatement.
- V. The company has not declared or paid dividend during the year.
- VI. Based on our examination which included test checks, the company has used accounting software ERP for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with except for the single report showing all the changes (edits) done in the books of accounts during the year containing all the relevant details and the audit trail has been preserved by the Company as per the statutory requirements for record retention, where such feature is enabled.

For Singhi & Co.
Chartered Accountants,
(Firm’s Registration No. 302049E)

Sd/-
CA. Vijay Jain
Partner
(Membership No. 077508)
UDIN: 24077508BKCRRR1334

Place: Bengaluru.
Date: 22-05-2025

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report of even date to the Members of Labelkraft Technologies Limited on the financial statements as of and for the year ended March 31, 2025)

(i)

- a) A. The Company has maintained proper records showing full particulars, including quantitative details and situation of property plant and equipment;
B. The Company is maintaining proper records showing full particulars of intangible assets;
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.;
- c) According to the information and explanations given to us, and the records examined by us, the title deeds of all immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company as at the balance sheet date.
- d) According to the information and explanations given to us, and the records examined by us, the Company has not revalued its property plant and equipment or intangible assets or both during the year.
- e) According to the information and explanations given to us, and the records examined by us, there are no proceedings initiated against the Company or are pending against the Company for holding any benami property under Benami Transactions (Prohibited Acts, 1988) and Rules made there under.

(ii) (a) The inventory (excluding inventory in transit) has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as follows by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us, and the records examined by us, the company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the company.

(iii) (a) to (d) and (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided

guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii) (d) & (f) of the Order are not applicable to the Company. (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to same parties.

(iv) In our opinion, and according to the information and explanations given to us, there are no loans, investments, guarantees, and security has been made /provided by the company during the year in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act for any activities carried out by the Company. Accordingly, paragraph 3(vi) of the order is not applicable;

(vii) (a) The Company does not have liability in respect of Sales tax, Service tax, Duty of excise and Value added tax during the year effective 1 July 2017, these statutory dues has been subsumed into GST. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues have generally been regularly deposited in general with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

(b) In our opinion and according to the information and explanations given to us, there are no statutory due as referred to in sub clause (a), which have not been deposited on account of any dispute. Accordingly, clause 3(vii)(b) of the Order is not applicable.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961(43 of 1961) as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix)(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender from whom the loan is borrowed 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 Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management and on the basis of our examination of the records of the Company, the term loans were applied by the company for the purpose for which the loans were obtained

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that the funds raised on short-term basis by the Company has not been used for long term basis and vice versa.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Further, the Company does not hold any investment in any associate or joint ventures (as defined under the Act) during the year ended 31 March 2025. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Further, the Company does not hold any investment in any associate or joint ventures (as defined under the Act) during the year ended 31 March 2025. Accordingly, clause 3(ix)(f) of the Order is not applicable.

(x)(a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3 (x) (a) of the order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made preferential allotment of equity shares and the Company has not made any private placement of shares or fully or partly convertible debentures during the F.Y 2024-25.

(xii)(a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) In our opinion and according to information and explanation given to us, there are no whistle blower complaints received during the year.

(xii) As the Company is not a Nidhi Company, Accordingly, clause 3(xii)(a),(b) and (c) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards.

(xiv)(a) Based on information and explanations provided to us and our audit procedures, the company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion and according to the information and explanations given to us, the company has not entered into a non-cash transaction with a director during the F.Y 2024-25. Accordingly, clause 3(xv) of the Order is not applicable.

(xvi)(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The company has not conducted any Non-Banking Financial or Housing Finance activities. Hence a Certificate of Registration (CoR) is not required as per Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.

(xvii) Based on information and explanations provided to us and our audit procedures, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of assets and payment of liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report 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)As the company does not meet the eligible criteria as specified under section 135 of the Companies Act, 2013. Accordingly, clause 3(xx) of the Order is not applicable.

(xxi)In our opinion and according to the information available to us, the company does not have subsidiaries, associates and Joint Ventures Hence, there is no consolidation applicable to the Company, hence this clause is not applicable

For Singhi & Co.
Chartered Accountants,
(Firm's Registration No. 302049E)

Sd/-
CA. Vijay Jain
Partner
(Membership No 077508)
UDIN: 24077508BKCRRR1334
Place: Bengaluru.
Date: 22-05-2025

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF LABELKRAFT TECHNOLOGIES LIMITED FOR THE YEAR ENDED 31st MARCH 2025

(Referred to in paragraph 2 (e) under 'Report on Other Legal and Regulatory Requirements' section of our Independent Auditor's Report of even date to the Members of **LABELKRAFT TECHNOLOGIES LIMITED** on the Financial Statements as of and for the year ended March 31, 2025)

Report on Internal Financial Controls over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Act

We have audited the internal financial controls over financial reporting of LABELKRAFT TECHNOLOGIES LIMITED ("the Company") as of 31st March 2025 in conjunction with our audit of the financial statements of the Company for the year ended 31st March 2025.

MANAGEMENT'S AND BOARD OF DIRECTORS RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls based on "the internal financial 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 ('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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and 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 with reference to financial statements 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 with reference to these financial statements and their

operating effectiveness. Our audit of internal financial controls over financial reporting with reference to financial statements included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting with reference to these financial statements 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 WITH REFERENCE TO FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to financial statements 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 with respect to these financial statements and such internal financial controls over financial reporting with respect to these financial statements were operating effectively as at 31 March 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 Singhi & Co

Chartered Accountants

Firm Registration No. 302049E

Sd/-

Vijay Jain

Partner

Membership No. 077508

UDIN: 24077508BKCRRR1334

Place: Bangalore

Date: 22-05-2025

LABELKRAFT TECHNOLOGIES LIMITED

Registered Office :14/11, Jayachamarajendra Road, Bangalore Bangalore KA 560002 IN
CIN: L31900KA2022PLC166857.

Balance sheet as at 31 March 2025

(All amounts in lakhs unless otherwise stated)

S No	Particulars	Note no.	As at 31 March 2025	As at 31 March 2024
I	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	3	324.40	324.40
	(b) Reserves and surplus	4	877.61	753.70
			1,202.01	1,078.10
2	Non-current liabilities			
	(a) Long term borrowings	5	186.00	114.38
	(b) Deferred Tax Liability	6	7.51	-
	(c) Long term Provision	7	-	8.61
	(d) Other Long term Liabilities	8	1.00	-
			194.51	122.99
3	Current liabilities			
	(a) Short term borrowings	9	21.38	52.02
	(b) Trade Payables:-			
	(A) Total outstanding dues of micro enterprises and small enterprises		-	1.27
	(B) Total outstanding dues of creditors other than micro enterprises and small enterprises	10	15.26	9.06
	(c) Other current liabilities	11	101.69	101.73
	(d) Short term provisions	12	10.73	10.71
			149.05	174.79
	TOTAL		1,545.57	1,375.88
II	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment and Intangible Assets			
	(i) Property, Plant and Equipment	13	1,132.25	548.00
	(ii) Intangible Assets	13	0.12	0.13
	(iii) Capital work-in-progress	13	-	166.01
	(b) Deferred tax asset(net)	14	-	5.49
	(c) Long term Loans and Advances	15	-	47.04
	(d) Other Non-current Assets	16	12.35	29.85
			1,144.71	796.52
2	Current assets			
	(a) Inventories	17	177.63	183.97
	(b) Trade receivables	18	141.80	136.37
	(c) Cash and cash equivalents	19	57.38	249.69
	(d) Short term Loans and advances	20	13.62	6.53
	(e) Other current assets	21	10.42	2.79
			400.85	579.36
	TOTAL		1,545.57	1,375.88

Summary of significant accounting policies

1 to 2

The accompanying notes are integral part of the financial statements

3 to 38

This is the Balance Sheet referred to in our report of even date.

For Singhi & Co,

Chartered Accountants

FRN.302049E

For and on behalf of the Board of Directors

LABELKRAFT TECHNOLOGIES LIMITED

SD/-

CA. Vijay Jain

Partner

Membership No.:077508

UDIN:25077508BMOVZN2445

Place:- Bengaluru

Date: 22-05-2025

SD/-

Ranjeet Kumar Solanki

Managing Director

DIN: 00922338

Bengaluru

Date: 22-05-2025

SD/-

Raashi Jain

Whole-time director

DIN: 09759926

Bengaluru

Date: 22-05-2025

SD/-

Riddhi Doshi

Whole- time Company Secretary

M No. A61478

Bengaluru

Date: 22-05-2025

SD/-

Shraddha

Chief Financial officer

DIN: 09759925

Bengaluru

Date: 22-05-2025

LABELKRAFT TECHNOLOGIES LIMITED

Registered Office :14/11, Jayachamarajendra Road, Bangalore Bangalore KA 560002 IN
CIN: L31900KA2022PLC166857.

Profit and Loss Statement for the period ended March 31, 2025
(All amounts in lakhs unless otherwise stated)

S No	Particulars	Note no.	Year ended March 31, 2025	Year ended March 31, 2024
I	Revenue from operations	22	2,076.49	1,843.34
II	Other income	23	82.27	35.57
III	Total Income (I+II)		2,158.76	1,878.90
IV	Expenses:			
	Cost of materials consumed	24A	866.34	764.67
	Purchase of Stock-in-Trade	24B	790.01	725.03
	Changes in inventory of finished goods, work-in-progress and Stock-in-Trade	25	35.94	-51.01
	Employee benefits expense	26	116.24	121.17
	Finance Cost	27	30.17	22.81
	Depreciation and amortization Expense	28	29.01	18.00
	Other expenses	29	124.44	125.14
	Total Expenses		1,992.16	1,725.80
V	Profit Before Exceptional, Extraordinary Item and Tax (III-IV)		166.60	153.11
	Exceptional items		-	-
V	Profit Before Extraordinary Item and Tax (III-IV)		166.60	153.11
	Extraordinary Items			
VI	Profit Before Tax (V-VI)		166.60	153.11
VII	Tax Expense			
	(1) Current tax		29.69	41.92
	(2) Tax of earlier year		-	1.23
	(3) Deferred tax		13.00	-2.35
	Total Tax Expense		42.69	40.79
VIII	Profit/ (Loss) (VI + VII)		123.91	112.31
IX	Earnings per equity share of Rs.10 each			
	(1) Basic	30	3.82	3.46
	(2) Diluted	30	3.82	3.46

Summary of significant accounting policies

1 to 2

The accompanying notes are integral part of the financial statements

3 to 38

This is the Profit & loss statement referred to in our report of even date.

For Singhi & Co,

Chartered Accountants

FRN.302049E

For and on behalf of the Board of Directors

LABELKRAFT TECHNOLOGIES LIMITED

Sd/-

CA. Vijay Jain

Partner

Membership No.:077508

UDIN:25077508BMVZN2445

Place:-Bengaluru

Date: 22-05-2025

Sd/-

Ranjeet Kumar Solanki

Managing Director

DIN: 00922338

Bengaluru

Date: 22-05-2025

Sd/-

Raashi Jain

Whole-time director

DIN: 09759926

Bengaluru

Date: 22-05-2025

Sd/-

Riddhi Doshi

Whole- time Company Secretary

M No. A61478

Bengaluru

Date: 22-05-2025

Sd/-

Shraddha

Chief Financial officer

DIN: 09759925

Bengaluru

Date: 22-05-2025

LABELKRAFT TECHNOLOGIES LIMITED

Registered Office :14/11, Jayachamarajendra Road, Bangalore Bangalore KA 560002 IN
CIN: L31900KA2022PLC166857.

Statement of Cash flow for the period ended March 31, 2025
(All amounts in lakhs unless otherwise stated)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A. Cash flows from operating activities		
Profit before tax	166.60	153.11
Adjustments for non cash and non operating items:		
Interest Expense	30.17	22.69
Profit on sale of fixed assets	-	(0.18)
Provision	2.13	-
Interest Income	(6.80)	(16.54)
Depreciation and Amortization expense	29.01	18.00
Operating Profit Before changes in working capital	221.11	177.08
(Increase)/Decrease in other non current assets	17.50	(7.18)
(Increase)/Decrease in loans and advances	(7.09)	6.88
(Increase)/Decrease in trade receivables	(5.43)	28.75
(Increase)/Decrease in Inventory	6.34	(20.79)
(Increase)/Decrease in other current assets	(7.62)	6.68
Increase/(Decrease) in trade payables	4.92	3.89
Increase/(Decrease) in Long term Provision	(8.61)	2.72
Increase/(Decrease) in Short term Provision	(1.14)	1.77
Increase/(Decrease) in other Non current liabilities	1.00	-
Increase/(Decrease) in other current liabilities	(0.04)	18.19
Cash flows from operating activities before taxes paid	220.94	217.99
Less: Income taxes (paid)/refund	(30.67)	(54.70)
Net cash flows from operating activities	190.27	163.30
B. Cash flows from investing activities		
Payment towards purchase of PPE and CWIP	(447.23)	(173.36)
Capital Advances	47.04	(47.04)
Sale of property, plant and equipment	-	0.20
Interest Received	6.80	16.54
Net Cash flows from (used in) investing activities	(393.39)	(203.66)
C. Cash flows from Financing activities		
Proceeds from issue of shares	-	-
Proceeds/Repayment of borrowings	40.98	(91.04)
Interest expense	(30.17)	(22.69)
Net Cash flows from (used in) financing activities	10.81	(113.73)
Net increase in cash and cash equivalents [D]= [A]+[B]+[C]	(192.31)	(154.10)
Cash and cash equivalents at the beginning of the period [E]	249.69	403.79
Cash and bank balances at the end of the period [D]+[E]	57.38	249.69
Components of Cash & bank balances	As at 31 March 2025	As at 31 March 2024
Cash & Cash Equivalents		
- Balances with Banks		
In current accounts	0.35	7.43
in Deposit accounts for less than 3 months		
- Principle Amount	5.79	30.00
- Interest	-	-
- Cash on hand	0.90	0.93
Other bank balances		
Bank deposits for more than 3 months		
- Principle Amount	50.34	211.33
- Interest	-	-
	57.38	249.69

Summary of significant accounting policies

1 to 2

The accompanying notes are integral part of the financial statements

3 to 38

This is the Cash flow statement referred to in our report of even date.

For Singhi & Co,

Chartered Accountants
FRN:302049E

For and on behalf of the Board of Directors

Sd/-

CA. Vijay Jain

Partner

Membership No.:077508

UDIN:25077508BM0VZN2445

Place:-Bengaluru

Date: 22-05-2025

Sd/-

Ranjeet Kumar Solanki

Managing Director

DIN: 00922338

Bengaluru

Date: 22-05-2025

Sd/-

Raashi Jain

Whole-time director

DIN: 09759926

Bengaluru

Date: 22-05-2025

Sd/-

Raashi Jain

Whole-time director

DIN: 09759926

Bengaluru

Date: 22-05-2025

Sd/-

Shraddha

Chief Financial officer

DIN: 09759925

Bengaluru

Date: 22-05-2025

LABELKRAFT TECHNOLOGIES LIMITED

Registered Office :14/11, Jayachamarajendra Road, Bangalore Bangalore KA 560002 IN
CIN: L31900KA2022PLC166857.

NOTES FORMING PART OF FINANCIAL STATEMENT AS AT 31 March 2025

Note 1:

1a Corporate Information

Labelkraft Technologies Limited, was incorporated on 10 Oct 2022 with its registered office at Karnataka. The main object of the company is to carry on and engage in the business of production and development, sell, deal in all types of Scanners, Barcode Scanners & RFID Printers, Computers to run and operate both software and hardware for printing of labels, products labels & barcode labels and to buy & sell all types of duty credit licences like MEIS (Merchandise Exports from India Scheme), SEIS (Service Exports from India Scheme), RODTEP (Remission of Duties or Taxes on Export Products Scheme), ROSCTL (Scheme for Rebate of State and Central Taxes and Levies on Export of Garments and Made-ups) etc, issued by Government of India to the exporters as incentive.

1b Basis Of Preparation Of Financial Statement

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India ("Indian GAAP"). The Company has prepared these financial statements to comply in all material respects with the accounting standards specified under section 133 of the Companies Act, 2013 ("the Act"), read together with rule 7 of the Companies (Accounts) Amendment Rules, 2021. The financial statements have been prepared on an accrual basis and under the historical cost convention.

1c Use Of Estimates

The preparation of financial statements is in conformity with generally accepted accounting principles, requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting periods. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from those estimates. Significant estimates used by management in the preparation of these financial statements include the estimates of the economic useful lives of the fixed assets, provisions for bad and doubtful debts, recognition of deferred tax asset, provision for employee benefits and provision for income taxes.

Note 2:

Significant Accounting Policies:

2a. Revenue recognition

- a) Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- b) Revenue from Sale of services is recognized as and when the services are performed.
- c) Interest income is recognised on time basis determined by amount outstanding and rate applicable.
- d) All other income and expenditure materially affecting financial are accounted on accrual basis to the extent they are ascertainable, in case of unascertainable income and expenditure such as claim towards damages, discount, rate difference, rebate etc., are accounted as and when received and paid.

2b. Property, Plant and Equipments

Property, Plant and Equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price (including all duties and taxes, net of duty credits, if any), borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

All other expenses on existing Property, Plant and Equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from de-recognition of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

2c. Intangible Assets and amortization:-

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the period in which the expenditure is incurred.

Intangible asset is amortized based on management's estimation of its useful economic life i.e. 5 years on straight line basis.

2d. Capital work-in-progress:

Capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

2e. Impairment of assets:-

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Profit and Loss Account. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost.

2f. Depreciation:-

In respect of fixed assets, depreciation is charged on straight line basis so as to write off the cost of the assets over the useful lives as prescribed in the Schedule II of the Companies Act ,2013 ("the Act").

In case of certain classes of PPE, the Company uses different useful lives than those prescribed in Schedule II to the Act. The useful lives have been assessed based on technical advice, taking into account the nature of the PPE and the estimated usage of the asset on the basis of management's best estimation of obtaining economic benefits from those classes of assets, based on technical reports received from Chartered Engineers and relevant industry experts. The estimated useful life is reviewed periodically, with the effect of any changes in estimate being accounted for on a prospective basis.

Such classes of assets and their estimated useful lives are as under:

Asset	Useful Life
Electrical Equipments	10 Years
Buildings	30 Years
Vehicles (Other than two-wheelers)	8 Years
Office Equipments	5 Years
Furniture and fixtures	10 Years
Computers, End user devices	3 Years
Trademark & patents	10 Years
Plant & Machinery	15 Years

2g. Inventories:-

Inventories are valued at lower of cost and the net realisable value. Cost of Inventories is determined on a Weighted average cost method and the cost of inventories of items that are not ordinarily interchangeable are determined by specific identification of their individual costs.

2h. **Cash and Cash Equivalents:-**

Cash and Cash Equivalents for the purposes of cash flow statement comprise cash & cash equivalents and other bank balances. Cash & cash equivalents further comprise of Cash at bank, Cash in hand and short-term investments with an original maturity of three months or less. Bank balances comprise of balances with banks held as margin money or security against borrowings, guarantees, etc. and bank deposits with more than 12 months maturity.

2i. **Taxation:-**

Tax expense comprises current and deferred tax. The current charge for income taxes is calculated in accordance with the relevant tax regulations. Deferred income taxes reflects the impact of current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier periods. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date.

Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profits.

Unrecognized deferred tax assets of earlier periods are re-assessed and recognized to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realized.

2j. **Provisions, Contingent assets & contingent liabilities**

A provision is recognized when an enterprise has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on the Management's estimate of the amount required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the Management's current estimates.

A contingent asset is neither recognised nor disclosed in the financial statements.

Contingent liabilities are not recognised in the financial statements. They are disclosed by way of notes to accounts. Provision is made if it becomes probable that an outflow of future economic benefit will be required for an item previously dealt with as contingent liability.

2k. **Operating cycle**

Assets and liabilities are classified as current and non Current based on the operating cycle which has been estimated to be 12 months. All the assets and liabilities which are expected to be realized and settled, within a period of 12 months from the date of balance sheet have been classified as current and other assets and liabilities are classified as noncurrent.

2l. **Operating Leases**

Lease where the Lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating lease. Operating lease payments are recognised as an expense in the Profit and Loss Account on a straight line basis.

2m. **Earnings per share**

Basic earnings/(loss) per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends, if any and attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings/(loss) per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2n. **Retirement and other employee benefits**

i) **Provident Fund**

Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the statement of profit and loss for the period when the contributions are due. The Company has no obligation, other than the contribution payable to the provident fund.

ii) **Gratuity**

Gratuity liability under the Payment of Gratuity Act 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 period. Actuarial gains and losses are recognized in full in the period in which they occur in the statement of profit and loss and are not deferred.

LABELKRAFT TECHNOLOGIES LIMITED

Registered Office :14/11, Jayachamarajendra Road, Bangalore Bangalore KA 560002 IN

CIN: L31900KA2022PLC166857.

Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

3	Share Capital	As at 31 March 2025	As at 31 March 2024
	Authorised		
	Equity shares:		
	35,00,000 Equity shares of Rs. 10/- each	350.00	350.00
	Issued, Subscribed and fully paid up		
	Equity shares:		
	Issued during the period 32,44,000 Equity shares of Rs.10 /-each	324.40	324.40
		324.40	324.40

EQUITY SHARE CAPITAL - Additional details
a)Reconciliation of number of Equity Shares of Rs. 10 each outstanding at beginning and at end of the reporting period:

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number	Amount	Number	Amount
No. of Shares at the beginning of the period	32,44,000	324.40	32,44,000	324.40
Add: Shares issued during the period	-	-	-	-
Less: Shares bought back during the period	-	-	-	-
Shares outstanding at the end of the period	32,44,000	324.40	32,44,000	324.40

b)Rights, preferences and restrictions attached to Equity Shares of Rs. 10 each including restrictions on distribution of dividend and the repayment of capital

The Company has one class of issued shares i.e. Equity Shares having a par value of Rs. 10/- per share. Each Shareholder of Ordinary share is eligible for one vote per share and equal right of dividend.

In the event of liquidation, the Equity Shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

c) The Company does not have any Holding Company/ultimate Holding Company.
d)Details of equity shares held by each shareholder holding more than 5% of shares:

Class of shares / Name of shareholder	As at 31 March 2025		As at 31 March 2024	
	Number	% of Total Shares	Number	% of Total Shares
Ranjeet Kumar Solanki	2,23,720	7%	2,23,720	7%
Others	30,20,280	93%	30,20,280	93%
Total	32,44,000	100%	32,44,000	100%

Shareholding of Promoter/Promoter Group:

Particulars	As at 31 March 2025		As at 31 March 2024		% of Change during the year
	No. Of Shares	% Total Shares	No. Of Shares	% of Total Shares	
Ranjeet Kumar Solanki	22,37,200	68.96%	22,37,200	68.96%	0.00%
Ayush Chopra	34,000	1.05%	34,000	1.05%	0.00%
Shraddha	34,000	1.05%	34,000	1.05%	0.00%
Smt Hemalatha	34,000	1.05%	34,000	1.05%	0.00%
Raashi Jain	34,000	1.05%	34,000	1.05%	0.00%
Total	23,73,200	73%	23,73,200	73%	0%

e) No Equity shares have been reserved for issue under options and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

f)No securities convertible into Equity / Preference shares have been issued by the company during the year.

g)No calls are unpaid by any Director and officer of the company during the period.

4	Reserves And Surplus	As at 31 March 2025	As at 31 March 2024
	Securities Premium Account		
	Beginning of the period	620.80	620.80
	Add: Premium on issue of shares	-	-
	Balance at the end of the period	620.80	620.80
	Surplus in profit and loss account		
	Beginning of the period	132.90	20.58
	Profit (loss) for the period	123.91	112.32
	Balance at the end of the period	256.81	132.90
		877.61	753.70
5	Long term borrowings	As at 31 March 2025	As at 31 March 2024
	Term Loans (secured)		
	From bank	-	114.38
	From Related parties	186.00	-
	Refer Note 37	186.00	114.38

6	Deferred Tax Liability(net)	As at 31 March 2025	As at 31 March 2024			
	Deferred Tax Liability(net)	7.51	-			
		7.51	-			
7	Long term provision	As at 31 March 2025	As at 31 March 2024			
	Provision for employee benefits					
	- Provision for Gratuity	-	8.61			
		-	8.61			
8	Other Non Current Liabilities					
	Security deposit	1.00	-			
		1.00	-			
9	Short Term Borrowings	As at 31 March 2025	As at 31 March 2024			
	-Secured					
	From bank	-	-			
	Cash credit	20.58	42.27			
	Bank Overdraft	0.80	9.75			
	-Unsecured					
	From others	-	-			
		-	-			
		21.38	52.02			
Refer Note 36						
10	Trade Payable	As at 31 March 2025	As at 31 March 2024			
	Outstanding due to micro enterprises and small enterprises	-	1.27			
	Outstanding due of creditors other than micro and small enterprises	15.26	9.06			
		15.26	10.33			
Ageing of Trade Payables (F.Y 2024-25):						
Particulars		Outstanding for following periods from due date of Payment				
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
MSME		-	-	-	-	-
Others		15.26	-	-	-	15.26
Disputed Dues- MSME		-	-	-	-	-
Disputed Dues- others		-	-	-	-	-
Total		15.26	-	-	-	15.26
Ageing of Trade Payables (F.Y 2023-24):						
Particulars		Outstanding for following periods from due date of Payment				
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
MSME		1.27	-	-	-	1.27
Others		7.55	1.51	-	-	9.06
Disputed Dues- MSME		-	-	-	-	-
Disputed Dues- others		-	-	-	-	-
Total		8.82	1.51	-	-	10.33
**Particulars		F.Y 2024-25	F.Y 2023-24			
The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). However the amount is not overdue for more than 45 days as at the reporting date. The disclosures pursuant to the said MSMED Act are as follows:						
1) The principal amount remaining unpaid to any supplier at the end of the period.		-	1.27			
2) Interest due remaining unpaid to any supplier at the end of the period.		-	-			
3) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the period.		-	-			
4) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED Act, 2006.		-	-			
5) The amount of interest accrued and remaining unpaid at the end of each accounting period.		-	-			
6) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprises, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006.		-	-			
		-	1.27			
11	Other Current Liabilities	As at 31 March 2025	As at 31 March 2024			
	Current Maturity of Long Term Borrowings	81.89	82.32			
	Advance from customers	4.06	2.45			
	Interest accrued but not due	0.65	1.56			
	Salary payables	7.66	7.64			
	Statutory Dues Payable	5.92	7.15			
	Provision for expenses	1.51	0.60			
		101.69	101.73			
12	Short term provisions	As at 31 March 2025	As at 31 March 2024			
	Provision for Employee Benefits					
	- Provision for Gratuity	1.69	0.45			
	Other provisions					
	- Provision for audit fees	3.75	4.00			
	- Provision for Tax	5.29	6.26			
		10.73	10.71			

13

Property, Plant & Equipment and Intangible assets
Notes to the standalone financial statements for the year ended March 31, 2025
(All amounts in lakhs unless otherwise stated)

FY 2024-2025:

Particulars	Gross carrying value				Depreciation				Net carrying value	
	Opening Gross Block	Additions	Disposal	Closing Gross Block	Opening Bal. of Acc. Dep	Depreciation during the year	Deductions during the year	Closing Bal. of Acc. Dep	As at 31st March 2025	As at 31st March 2024
Tangible Assets										
Land	480.22	-	-	480.22	-	-	-	-	480.22	480.22
Buildings	2.72	261.34	-	264.06	0.20	4.27	-	4.47	259.59	2.52
Furniture & Fixtures	3.64	30.93	-	34.57	1.21	2.32	-	3.53	31.04	2.43
Vehicles	27.08	-	-	27.08	15.73	1.46	-	17.19	9.88	11.34
Office Equipments	5.16	18.98	-	24.14	3.29	1.82	-	5.11	19.04	1.87
Computer Hardware	1.22	0.64	-	1.86	0.42	1.32	-	1.74	0.11	0.79
Plant & machinery	56.18	258.99	-	315.17	7.36	15.81	-	23.18	291.99	48.81
Electrical Installations and Equipment	-	42.36	-	42.36	-	2.00	-	2.00	40.37	-
Total Tangible Assets (A)	576.21	613.25	-	1,189.46	28.21	29.00	-	57.21	1,132.25	548.00
Intangible Assets										
Software	0.89	-	-	0.89	0.76	0.01	-	0.77	0.12	0.13
Total Intangible Assets (B)	0.89	-	-	0.89	0.76	0.01	-	0.77	0.12	0.13
Capital work-in-progress										
Building under construction	166.01	172.04	-338.06	-	-	-	-	-	-	166.01
Total CWIP (C)	166.01	172.04	-338.06	-	-	-	-	-	-	166.01
Gross Total (A+B+C)	743.11	785.29	-338.06	1,190.34	28.97	29.01	-	57.98	1,132.36	714.14
Previous Year	569.77	173.36	0.03	743.11	10.97	18.00	-	28.97	714.14	-

Capital-Work-in Progress(CWIP) Ageing as on 31st March 2025

Period	Projects in progress	Projects temporarily suspended	Total
Less than 1 year	-	-	-
1 - 2 years	-	-	-
More than 3 years	-	-	-

FY 2023-2024:

Particulars	Gross carrying value				Depreciation				Net carrying value	
	Opening Gross Block	Additions	Disposal	Closing Gross Block	Opening Bal. of Acc. Depreciation	Depreciation during the year	Deductions during the year	Closing Bal. of Acc. Depreciation	As at 31st March 2024	As at 31st March 2023
Tangible Assets										
Land	480.22	-	-	480.22	-	-	-	-	480.22	480.22
Buildings	2.09	0.63	-	2.72	0.03	0.16	-	0.20	2.52	2.06
Furniture & Fixtures	3.64	-	-	3.64	0.48	0.73	-	1.21	2.43	3.16
Vehicles	27.08	-	-	27.08	5.34	10.39	-	15.73	11.34	21.74
Office Equipments	3.99	1.18	-	5.16	2.09	1.20	-	3.29	1.87	1.90
Computer Hardware	0.49	0.72	-	1.22	0.16	0.27	-	0.42	0.79	0.34
Plant & machinery	51.38	4.82	0.03	56.18	2.13	5.23	-	7.36	48.81	49.25
Total Tangible Assets (A)	568.89	7.35	0.03	576.21	10.23	17.98	-	28.21	548.00	558.66
Intangible Assets										
Software	0.89	-	-	0.89	0.74	0.01	-	0.76	0.13	0.14
Total Intangible Assets (B)	0.89	-	-	0.89	0.74	0.01	-	0.76	0.13	0.14
Capital work-in-progress										
Building under construction	-	166.01	-	166.01	-	-	-	-	166.01	-
Total CWIP (C)	-	166.01	-	166.01	-	-	-	-	166.01	-
Gross Total (A+B+C)	569.77	173.36	0.03	743.11	10.97	18.00	-	28.97	714.14	558.80
Previous Year	-	569.77	-	569.77	-	10.97	-	10.97	558.80	-

Capital-Work-in Progress(CWIP) Ageing as on 31st March 2024

Period	Projects in progress	Projects temporarily suspended	Total
Less than 1 year	166.01	-	166.01
1 - 2 years	-	-	-
More than 3 years	-	-	-

LABELKRAFT TECHNOLOGIES LIMITED

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CIN: L31900KA2022PLC166857.

Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

14	Deferred tax asset(net)	As at	As at				
		31 March 2025	31 March 2024				
		-	5.49				
		-	5.49				
15	Long Term Loans & Advances	As at	As at				
		31 March 2025	31 March 2024				
	Other Loans & Advances(Unsecured , considered good)						
	(a) Capital Advances	-	47.04				
		-	47.04				
16	Other Non-current Assets	As at	As at				
		31 March 2025	31 March 2024				
	(a) Security Deposits	12.35	29.85				
		12.35	29.85				
17	Inventory	As at	As at				
		31 March 2025	31 March 2024				
	(As certified by the Management).						
	(a) Raw materials						
	Label material	134.97	98.70				
		134.97	98.70				
	(b) Finished goods						
	Labels & ribbons	5.82	7.89				
		5.82	7.89				
	(c) Stock-in-trade (in respect of goods acquired for trading)						
	Printer, Ribbon	29.86	35.44				
	License	13.65	41.93				
	43.51	77.38					
	Less:-Provision for Redunancy on Inventory	-6.67	-				
		177.63	183.97				
18	Trade receivables	As at	As at				
		31 March 2025	31 March 2024				
	Secured, considered good	-	-				
	Unsecured, considered good	141.80	136.37				
	Doubtful	-	-				
		141.80	136.37				
Aging of Trade Receivables (F.Y 2024-25)							
Particulars		Outstanding for following periods from due date of Payment					
		Less than 6m	6m to 1 Year	1-2 Yrs	2-3 Yrs	More than 3 Yrs	Total
	Undisputed trade receivables- Considered good	139.15	1.43	0.37	1.90	1.30	144.14
	Undisputed trade receivables- Considered Doubtful	-	-	-	-	-	-
	Disputed trade receivables- Considered good	-	-	-	-	-	-
	Disputed trade receivables- Considered Doubtful	-	-	-	-	-	-
							144.14
	Less:						
	Allowance for doubtful trade receivables						2.34
	Grand Total						141.80
Aging of Trade Receivables (F.Y 2023-24)							
Particulars		Outstanding for following periods from due date of Payment					
		Less than 6m	6m to 1 Year	1-2 Yrs	2-3 Yrs	More than 3 Yrs	Total
	Undisputed trade receivables- Considered good	135.02	0.53	2.22	0.98	0.56	139.32
	Undisputed trade receivables- Considered Doubtful	-	-	-	-	-	-
	Disputed trade receivables- Considered good	-	-	-	-	-	-
	Disputed trade receivables- Considered Doubtful	-	-	-	-	-	-
							139.32
	Less:						
	Allowance for doubtful trade receivables						2.95
	Grand Total						136.37
19	Cash and cash equivalents	As at	As at				
		31 March 2025	31 March 2024				
	Balance with bank						
	In current accounts	0.35	7.43				
	In Fixed deposit account for less than 3 months	-	-				
	- Principle Amount	5.79	30.00				
	Cash in hand	0.90	0.93				
	Other bank balances	-	-				
	Bank deposits for more than 3 months less than 12 Months	-	-				
	- Principle Amount	50.34	211.33				
	- Interest	-	-				
		57.38	249.69				
20	Short term loans and advances	As at	As at				
		31 March 2025	31 March 2024				
	Other loans and advances (Unsecured, considered good)						
	- Advances to suppliers	12.79	5.08				
	- Staff Advance	0.83	1.45				
		13.62	6.53				
21	Other Current Assets	As at	As at				
		31 March 2025	31 March 2024				
	Interest Accured but not received	-	1.17				
	TDS Receivable	-0.04	-				
	Balance with Government authorities	8.64	-				
	- Prepaid Expenses	1.79	1.54				
	Other receivables	0.03	0.09				
		10.42	2.79				

LABELKRAFT TECHNOLOGIES LIMITED

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Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

22	Revenue From Operations	Year ended March 31, 2025	Year ended March 31, 2024
	Sale of Products	2,067.84	1,835.01
	Sale of Services	8.64	8.32
	Total	2,076.49	1,843.34

Revenue from operations shown under broad heads	Year ended March 31, 2025	Year ended March 31, 2024
Classification based on goods having 10% of revenue from operation.		
Manufacturing Goods		
Label	1,067.58	1,022.75
Ribbon	-	-
Tape	-	-
Others	172.26	90.74
	1,239.84	1,113.49
Traded Goods		
Scanner	-	-
Printer	69.48	54.20
Printer head	19.14	10.54
Ribbon	-	-
Software	-	-
Others	-	64.31
	88.62	129.06
Licence		
Licence	748.02	600.79
	748.02	600.79

23	Other Income	Year ended March 31, 2025	Year ended March 31, 2024
	Discount Received	73.45	18.85
	Interest on deposits	6.80	16.54
	Profit on sale of fixed assets	-	0.18
	Rent Received	0.40	-
	Balances written back	1.46	-
	Income Tax refund	0.15	-
		82.27	35.57

24A	Cost of Materials Consumed	Year ended March 31, 2025	Year ended March 31, 2024
	A. Raw Material Consumption		
	(i) Raw material at beginning of the period	98.70	128.92
	(ii) Add: Purchases	902.61	734.45
	(iii) Less: Raw Material at end of the period	-134.97	-98.70
		866.34	764.67

Consumption shown under broad heads.	Year ended March 31, 2025	Year ended March 31, 2024
Classification based on goods having 10% of consumptions.		
Raw Materials		
Label Material	780.41	646.18
Consumables	44.49	43.01
Others	48.97	45.25
Ribbon	28.74	-
Tape material	-	-
	902.61	734.45

24B

Purchases of stock-in-trade	Year ended March 31, 2025	Year ended March 31, 2024
Purchases	86.17	106.30
Licence	703.85	618.72
	790.01	725.03

Purchases shown under broad heads	Year ended March 31, 2025	Year ended March 31, 2024
Classification based on goods having 10% of purchases.		
Printer	60.04	50.98
Printer head	14.25	17.39
Licence	703.85	618.72
Ribbon	-	-
Packing material	-	-
Others	11.88	37.93
	790.01	725.03

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Changes in inventory of finished goods, work-in-progress and Stock-in-Trade	Year ended March 31, 2025	Year ended March 31, 2024
Inventories at the end of the period		
(i) Stock-in-Trade	43.51	77.38
(ii) Work-in-progress	-	-
(iii) Finished Goods	5.82	7.89
	49.33	85.27
Inventories at the beginning of the period		
(i) Stock-in-Trade	77.38	23.96
(ii) Work-in-progress	-	-
(iii) Finished Goods	7.89	10.29
	85.27	34.25
(Increase) / Decrease	35.94	-51.01

26

Employee Benefit Expenses	Year ended March 31, 2025	Year ended March 31, 2024
Salaries and Wages	107.70	111.93
Contribution to provident and other funds	6.41	6.23
Gratuity expense	2.13	3.01
	116.24	121.17

1. Defined Benefit Plan

Changes in the present value of the defined benefit obligation in respect of Gratuity (Unfunded)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Defined Benefit Obligation at beginning of the period	9.06	6.05
Current Service Cost	2.03	2.04
Interest Cost	0.64	0.54
Actuarial (Gain) / Loss	-0.54	0.44
Benefits Paid	-0.44	-
Defined Benefit Obligation at end of the period	10.75	9.06

Reconciliation of present value of defined benefit obligation and fair value of assets

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Present value obligation as at the end of the year	10.75	9.06
Fair value of plan assets as at the end of the year	-9.06	-
Asset/(liability) recognized in the balance sheet	1.69	9.06
Amount classified as:		
Short term provision	1.69	0.45
Long term provision	-	8.61

Expenses recognized in Profit and Loss Account

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current service cost	2.03	2.04
Interest cost	0.64	0.54
Expected return on plan assets	-	-
Net actuarial loss/(gain) recognized during the period	-0.54	0.44
Total expense recognised in Profit and Loss	2.13	3.01

Actuarial assumptions

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Discount Rate	0.07	7.25% p.a.
Expected Rate of return on Plan assets	0.07	0.01
Salary escalation rate	7 % p.a.	5% p.a.
Mortality	IALM 2012-14	IALM 2012-14
Average Attained Age	34.97 years	34.8 years
Withdrawal Rate	10.00% p.a.	5.00% p.a.

27 Finance Cost

	Year ended March 31, 2025	Year ended March 31, 2024
Interest Expense		
`-On Working Capital	3.02	0.21
`-On Term Loan	13.93	22.49
`-On Others	13.22	0.12
	30.17	22.81

28 Depreciation and amortization Expense

	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation	29.00	17.98
Amortisation	0.01	0.01
	29.01	18.00

29 Other Expenses

	Year ended March 31, 2025	Year ended March 31, 2024
Audit Fees		
`-for Statutory Audit	2.50	2.00
`-for Tax Audit	0.50	0.50
`-for Certifications	-	-
`- Others	-	-
For others	-	-
Bank Charges	0.40	0.78
Consumption of stores and spare parts	0.67	0.64
Commission paid	0.25	10.26
Insurance	2.23	1.22
Rent	8.32	20.51
Repairs to machinery	0.15	-
Power & Fuel	14.59	7.26
Provision For Bad & Doubtful Debts	-	2.95
Provision For Non Moving Inventory	6.67	-
Professional charges	11.29	14.42
Rates & taxes other than Income Tax	1.79	0.61
Transportation charges	11.08	7.56
Travelling & Conveyance	5.61	2.49
Vehicle Maintenance	1.32	1.91
Software maintenance expenses	2.17	1.08
Miscellaneous Expenses	54.90	50.95
	124.44	125.14

LABELKRAFT TECHNOLOGIES LIMITED

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Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

30 Earnings per share

Particulars	FY 2024-25	FY 2023-24
Profit for the period (in Rs.)	123.91	112.31
Less: Dividend on Preference Shares (in Rs.)	-	-
Profit attributable to equity shareholders (in Rs.)	123.91	112.31
Actual No. of Equity Shares outstanding at the end of the period	32,44,000	32,44,000
Weighted Average Number of Equity Shares at the end of the Period	32,44,000	32,44,000
Actual No. of Equity Shares outstanding at the end of the period (Diluted)	32,44,000	32,44,000
Weighted Average Number of Equity Shares at the end of the Period (Diluted)	32,44,000	32,44,000
Earnings per share basic (in Rs.)	3.82	3.46
Earnings per share diluted (in Rs.)	3.82	3.46
Face value per equity share (Rs in absolute figure)	10	10

31 Related party transactions

List of related parties where control exists

<i>i</i>	Name of the Parties where control exists	Nature of relationship
	Raashi Jain	Director
	Ranjeet Kumar Solanki	Director
	Shraddha	Director
	Smt Hemalatha	Director
<i>ii.</i>	Key Management Personnel	
	Ranjeet Kumar Solanki	Managing Director
	Shraddha	Chief Financial officer

Related Party Transactions	FY 2024-25	FY 2023-24
Remuneration to Raashi Jain	7.20	7.30
Remuneration to Ranjeet Kumar Solanki	15.00	16.25
Remuneration to Shraddha	4.80	5.20
Loan received from Ranjeet Kumar Solanki	129.00	-
Loan repaid to Ranjeet Kumar Solanki	5.83	-
Interest on Loan from Ranjeet Kumar Solanki	8.70	-
Loan received from Raashi Jain	15.00	-
Loan repaid to Raashi Jain	3.15	-
Interest on Loan for loan from Raashi Jain	1.28	-
Loan received from Hemalatha	43.00	-
Loan repaid to Hemalatha	3.92	-
Interest on Loan for loan from Hemalatha	3.25	-
	240.12	28.75

Related Party Balances	As at 31 March 2025	As at 31 March 2024
Remuneration payable to Raashi Jain	0.56	0.58
Loan Payable to Raashi Jain	13.00	-
Loan Payable to Ranjeet Kumar Solanki	131.00	-
Loan Payable to Hemalatha	42.00	-
Remuneration payable to Ranjeet Kumar Solanki	1.10	0.79
Remuneration payable to Shraddha	0.40	0.40
	188.05	1.77

LABELKRAFT TECHNOLOGIES LIMITED

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Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

32 Segment Reporting

A business segment is a distinguishable component of an enterprise that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments.

The entity has identified two business segment basis the nature of products or services provided. The business segments comprise of Labels & ribbons and

Revenue and expenses directly attributable to segments are reported under each reportable segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable or allocable to segments are disclosed under each reportable segment. All other assets and liabilities are used interchangeably amongst segments. Allocation of such assets and liabilities is not practicable and any forced allocation would not result in any meaningful segregation. Hence assets and liabilities have not been identified to any of the reportable segments and are disclosed as unallocable.

Summarised segment information is as follows:

Segment revenue and profits for the period ended March 31,2025

Particulars	Business Segments		
	Labels & ribbons	Licences	Total
Segment revenue	1,328.46	748.02	2,076.49
Segment expense	1,038.43	703.85	1,742.28
Raw material purchases	902.61	-	902.61
Purchases	86.17	703.85	790.01
Consumption of stores and spare parts	0.67	-	0.67
Power & fuel	14.59	-	14.59
Transportation & Freight charges	11.08	-	11.08
Repair to machinery	0.15	-	0.15
P&M depreciation	23.18	-	23.18
Segment Opening Stock	142.04	41.93	183.97
Segment Closing Stock	163.99	13.65	177.63
Segment results	311.98	15.89	327.87
Total unallocable expenses			243.54
Operating Income			84.33
Other Income			82.27
Profit before Exceptional items and tax			166.60
(-) Exceptional items			-
Profit before tax			166.60
(-)Tax expense			42.69
Profit after tax			123.91

Segment Assets & Liabilities as at 31st March 2025

Particulars	Business Segments		
	Labels & ribbons	Licences	Total
Segment Assets	318.58	13.65	332.22
PPE	-	-	-
Advance to suppliers	12.79	-	-
Trade receivables	141.80	-	-
Inventories	163.99	13.65	177.63
Unallocable assets			1,035.71
Total Assets			1,545.57
Segment Liabilities	19.32	-	19.32
Advance from customers	4.06	-	-
Trade Payables	15.26	-	-
Unallocable liabilities			324.25
Total Liabilities			343.56

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Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

Segment revenue and profits for the period ended March 31,2024

Particulars	Business Segments		
	Labels & ribbons	Licences	Total
Segment revenue	1,242.55	600.79	1,843.34
Segment expense	870.62	628.98	1,499.61
Raw material purchases	734.45	-	734.45
Purchases	106.30	618.72	725.03
Consumption of stores and spare parts	0.64	-	0.64
Power & fuel	7.26	-	7.26
Transportation & Freight charges	10.19	-	10.19
Repair to machinery	4.41	-	4.41
P&M depreciation	7.36	-	7.36
Comission Paid		0.00	
Segment Opening Stock	162.31	0.87	163.17
Segment Closing Stock	142.04	41.93	183.97
Segment results			364.53
Total unallocable expenses			246.98
Operating Income			117.54
Other Income			35.57
Profit before Exceptional items and tax			153.11
(-) Exceptional items			-
Profit before tax			153.11
(-)Tax expense			40.79
Profit after tax			112.31

Segment Assets & Liabilities as at 31st March 2024

Particulars	Business Segments		
	Labels & ribbons	Licences	Total
Segment Assets	332.30	41.93	374.24
PPE	48.81	-	
Advance to suppliers	5.08	-	
Trade receivables	136.37	-	
Inventories	142.04	41.93	
Unallocable assets			1,001.64
Total Assets			1,375.88
Segment Liabilities	12.79	-	12.79
Advance from customers	2.45		
Trade Payables	10.33		
Unallocable liabilities			285.00
Total Liabilities			297.78

- 33 In the opinion of the Board of directors, adequate provision has been made in the accounts for all known liabilities and the current assets, loans and advances have a value on realization in the ordinary course of business at least equal to the value stated in the balance sheet.

34 **Expenditure or Earnings in foreign currency**

Particulars	As at 31 March 2025	As at 31 March 2024
a) Value of imports on CIF basis		
- Traded goods	30.62	22.41
b) Expenditure in foreign currency	-	0.08
c) Earning in foreign currency	-	-

35 **Contingent Liabilities and Commitments**

a) **Contingent Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
a) Claims against the Company not acknowledged as debt	-	-
b) Guarantees	-	-
c) Other money for which the company is contingently liable	-	-

b) **Commitments**

Particulars	As at 31 March 2025	As at 31 March 2024
Estimated amount of contracts remaining to be executed on capital accounts and not provided for	-	-
Uncalled liability on investments partly paid	-	-
Other Commitments	-	-

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Notes to the standalone financial statements for the year ended March 31, 2025

(All amounts in lakhs unless otherwise stated)

37 Terms & conditions, repayment and nature of security of non-current and current borrowings

(i)

Lender Name	Loan	Amount of Loan/ Sanction Limit	Interest Rate	Tenure (in months)	EMI Start date	Amount outstanding as at	
						March 31, 2025	March 31, 2024
Non-current:							
Secured term loans from banks (refer footnote ii & iv)							
Kotak Mahindra Bank	Loan 1	325.00	9.10%	48 Months	31-01-2023	81.89	196.70
Total term loans from banks						81.89	196.70
Unsecured Loans							
Unsecured Loans from Related Parties	Loan 2	186.00	9.00%	NA	NA	186.00	-
Total Unsecured Loans from Related Parties						186.00	-
Total non-current borrowings						267.89	196.70

Lender Name	Loan	Amount of Loan/ Sanction Limit	Interest Rate	Tenure (in months)	EMI Start date	Amount outstanding as at	
						March 31, 2025	March 31, 2024
Current (refer footnote iii):							
Bank Overdraft							
Karur Vysha Bank (Refer-iii)	Loan 3	22.50	10.30%	12 Months	NA	0.80	9.75
Total Bank Overdraft from banks						0.80	9.75
Cash credits from banks							
Kotak Mahindra Bank (Refer-ii)	Loan 4	150.00	9.25%	12 Months	NA	20.58	42.27
Total Cash credits from banks						20.58	42.27
Total Current Borrowings						21.38	52.02
Total Borrowings						289.27	248.72

Footnotes:

(ii) Security given for Term loans to Kotak Mahindra Bank (Loan 1)

Primary:

- Hypothecation of Current Assets of the Company

Collateral:

- Mortgage of various immovable properties held in the name of the Company ie "Site no.14/12,Sudhama Nagar ,Jaya Chamarajendra Road Cross ,Bangalore-560002" owned by M/s Labelkraft Technologies Ltd ,the same is collateral for WC exposure also.

- Mortgage of Movable Fixed Assets held in the name of the Company

Personal Guarantee:

Promoters

- Shraddha - Director

- Rashi Jain - Director

Corporate Guarantee:

- Solanki Enterprises

(iii) The Company has availed working capital loan & cash credit facility from banks (Loan 3 to 4)

The Company has availed Bank Overdraft from Karur Vysha Bank against the facility of Fixed deposit (Loan-3)

(iv) Secured term loans from Kotak Mahindra Bank are inclusive of current maturities.

LABELKRAFT TECHNOLOGIES LIMITED
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Notes to the standalone financial statements for the year ended March 31, 2025
(All amounts in lakhs unless otherwise stated)

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OTHER STATUTORY INFORMATION

(i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

Particulars	31 March 2025	31 March 2024
(a) Details of such property, including year of acquisition,	NA	NA
(b) Amount there of	NA	NA
(c) Details of Beneficiaries	NA	NA
(d) If property is in the books, then reference to the item in the Balance Sheet	NA	NA
(e) If property is not in the books, then the fact shall be stated with reasons,	NA	NA
(f) Where there are proceedings against the company under this law as an abettor of the transaction or as the transferor then the details shall be provided	NA	NA
(g) Nature of proceedings, status of same and company's view on same.	NA	NA

(ii) The Company do not have any transactions with companies struck off.

Name of the Struck of company	Nature of Transaction with struck of company	Balance Outstanding as on 31st March 2025	Balance Outstanding as on 31st March 2024	Relationship with the struck off company if any to be disclosed
NA	Investment in securities	Nil	Nil	NA
NA	Receivables	Nil	Nil	NA
NA	Payables	Nil	Nil	NA
NA	Shares held by struck off company	Nil	Nil	NA
NA	Other outstanding balance (If any to be specified)	Nil	Nil	NA

(iii) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

Charge Holder	Charge ID	Date of creation	Date of Modification	Date of Satisfaction	Amount
Kotak Mahindra Bank Limited	100659936	30-12-2022	17-05-2023	NA	4,750

(iv) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

Particulars	31 March 2025	31 March 2024
(a) profit or loss on transactions involving Crypto currency or Virtual Currency	NA	NA
(b) amount of currency held as at the reporting date	NA	NA
(c) deposits or advances from any person for the purpose of trading or investing in Crypto Currency/ virtual currency	NA	NA

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), 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.

(vi) The Company have not received any fund from any person(s) or entity(ies), 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 to or on behalf of the Ultimate Beneficiaries.

(vii) The Company has not been declared as Willful defaulter by any Banks, Financial institution or Other lenders.

Particulars	31 March 2025	31 March 2024
(a) Date of declaration as wilful defaulter,	NA	NA
(b) Details of defaults (amount and nature of defaults),	NA	NA

(viii) During the year, the Company has not surrendered or disclosed any income 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). Accordingly, there are no transaction which are not recorded in the books of accounts.

(ix) During the year the Company has not availed any borrowings from banks or financial institutions on the basis of security of current assets.

Quarter	Name of the Bank	Particulars	Amount as per books of account	Amount as reported in the quarterly return / statement	Amount of difference	Reason for material discrepancy
Jun-23	NA	NA	NA	NA	-	NA
Sep-23	NA	NA	NA	NA	-	NA
Dec-23	NA	NA	NA	NA	-	NA
Mar-24	NA	NA	NA	NA	-	NA
Jun-24	NA	NA	NA	NA	-	NA
Sep-24	NA	NA	NA	NA	-	NA
Dec-24	NA	NA	NA	NA	-	NA
Mar-25	NA	NA	NA	NA	-	NA

(x) During the year no scheme of arrangements has been approved by the Competent Authority in terms of section 230 to 270 of the Companies Act 2013.

(xi) During the year the company has complied with section 2(87) of the Companies Act 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

(xii) During the year Section 135 of the Companies Act 2013 is not applicable for the Company.

(xiii) Pursuant to the notification issued by the Ministry of Corporate Affairs dated March 24, 2021, in respect of changes incorporated in Schedule III of the Companies Act, 2013, the figures for the corresponding previous periods/year have been regrouped/reclassified wherever necessary to make them comparable.

Summary of significant accounting policies 1 to 2
The accompanying notes are integral part of the financial statements 3 to 38

For Singhi & Co.
Chartered Accountants
FRN 302049E

For and on behalf of the Board of Directors
LABELKRAFT TECHNOLOGIES LIMITED

Sd/-
CA. Vijay Jain
Partner
Membership No.:077508
UDIN:25077508BMVZ2445
Place:-Bengaluru
Date: 22-05-2025

Sd/-
Ranjeet Kumar Solanki
Managing Director
DIN: 00922338
Bengaluru
Date: 22-05-2025

Sd/-
Raashi Jain
Whole-time director
DIN: 09759926
Bengaluru
Date: 22-05-2025

Sd/-
Riddhi Doshi
Whole- time Company Secretary
M No. A61478
Bengaluru
Date: 22-05-2025

Sd/-
Shraddha
Chief Financial officer
DIN: 09759925
Bengaluru
Date: 22-05-2025

LABELKRAFT TECHNOLOGIES LIMITED

(CIN: L31900KA2022PLC166857)

Regd. Office: 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002.
Tel: 080-40927665 E-mail: cs@labelkraft.com Website: www.labelkraft.com

Form No. MGT-11 PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) :	
Registered address:	
E-mail Id:	
Folio No./D.P. ID. and Client ID No.*	

*Applicable for members holding shares in electronic form.

I/We being the member(s) of _____ shares of Labelkraft Technologies Limited, hereby appoint:

1. Name:	E-mail Id:
Address:	
Signature:	or failing him/her,
2. Name:	E-mail Id:
Address:	
Signature:	or failing him/her,
3. Name:	E-mail Id:
Address:	
Signature:	or failing him/her,

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 3rd Annual General Meeting of the Company, to be held on Thursday, 04th September 2025 at 11:30 a.m. at the registered office of the Company at 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002, Karnataka, India and at any adjournment thereof in respect of such resolutions and in such manner as indicated below:

Resolution No.	Description	For	Against
ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint a director in place of Mr Ranjeet Solanki Kumar (DIN: 00922338), who retires by rotation and being eligible, offers himself for re-appointment.		

3.	To appoint a director in place of Ms Shraddha (DIN: 09759925), who retires by rotation and being eligible, offers herself for re-appointment		
SPECIAL BUSINESS			
4.	Re-appointment of Mr. Ranjeet Kumar Solanki (DIN: 00922338), as the Chairman and Managing Director of the Company.		
5.	Re-appointment of Ms. Shraddha (DIN: 09759925) as a Whole time Director of the Company.		
6.	Re-appointment of Ms. Raashi Jain (DIN: 09759926) as a Whole time Director of the Company.		
7.	To appoint Secretarial Auditors of the Company.		

Signed this _____ day of _____ 2025 (Affix Revenue Stamp)

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

1. Please put a "X" in the Box in the appropriate column against the respective resolutions. if you leave the 'For' or 'Against' Column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
2. This form of Proxy in order to be effective should be duly completed and deposited at the Registered office of the Company at Office 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002 not less than 48 hours before the commencement of the meeting.

LABELKRAFT TECHNOLOGIES LIMITED

(Corporate Identification No.: L31900KA2022PLC166857)

Regd. Office: 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002.
Tel: 080-40927665 **E-mail:** cs@labelkraft.com **Website:** www.labelkraft.com

ATTENDANCE SLIP

3rd ANNUAL GENERAL MEETING ON THURSDAY, 04TH SEPTEMBER, 2025

Please complete this Attendance Slip and hand over at the entrance of the Meeting Hall

DP & Client ID*		No. of Shares	
Registered Folio			
Name and Address of the Shareholder(s)/Proxy			
Joint Holder 1			
Joint Holder 2			

*Applicable for Members holding shares in an electronic form.

I hereby record my presence at the 3rd Annual General Meeting held on at the registered office of the Company at 14/11, GNT Tyre Compound, Jayachamarajendra Road, Bangalore 560 002, Karnataka, India

SIGNATURE OF THE SHARE HOLDER/PROXY

ROUTE MAP TO THE VENUE



Google Link: <https://maps.app.goo.gl/39BVFWjZECTjgVgR8>