EXPERIENCES UNFORGETTABLE

Date: August 19, 2025

To,
The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Code: 544248 **Scrip ID: MCEL**

Dear Sir/Madam,

<u>Sub</u>: Integrated Annual Report for the Financial Year 2024-25 and Notice of the 21st Annual General Meeting of the Company

Compliance under Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Please refer to our letter dated 18th August, 2025, intimating that the 21st Annual General Meeting of the Company will be held on Friday, 12th September, 2025 at 16:30 hours, Indian Standard Time (IST) through Video Conferencing/Other Audio Visual Means.

In continuation of the aforesaid letter and pursuant to Regulations 30 and 34 of the SEBI Listing Regulations, please find enclosed the following:

1. Integrated Annual Report for the Financial Year 2024-25.

2. Notice of the 21st Annual General Meeting ("AGM") of the Company (including e-Voting instructions).

The PDF version of the Integrated Annual Report and AGM Notice can be accessed/downloaded from the weblink given below:

https://www.machconferences.com/investors-relations/annual-reports.html

The aforesaid documents are being mailed electronically to those Members whose email IDs are registered with the Company/Registrar and Transfer Agent of the Company or the Depositories and the physical copies of the same will be provided to the Members on request.

Further, in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter is being sent to Members whose e-mail id are not registered with the Company/the Registrar & Share Transfer Agent/the Depository Participant(s) providing the weblink, where the Integrated

EXPERIENCES UNFORGETTABLE

Annual Report for the Financial Year 2024-25 and the Notice of the 21st Annual General Meeting can be accessed on the Company's website.

This is for your information

Yours faithfully,
For **Mach Conferences and Events Limited**

Yashashvi Srivastava Digitally signed by Yashashvi Srivastava Date: 2025.08.19 15:15:33 +05'30'

Yashashvi Srivastava
Company Secretary & Compliance Officer

Encl.: as above

MACH®

CONFERENCES & EVENTS

EXPERIENCES UNFORGETTABLE

ANNUAL REPORT 2024-25

OVERVIEW

This Annual Report of Mach Conferences and Events Limited for the financial year 2024–25 has been prepared in strict compliance with the applicable provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR). It reflects the company's continued commitment to transparency, accountability, and good corporate governance. The report presents a comprehensive overview of the company's financial performance, strategic initiatives, risk management practices, and operational highlights during the year under review. All disclosures and statements contained herein are in accordance with the statutory requirements and regulatory frameworks laid down by the Ministry of Corporate Affairs (MCA) and SEBI, ensuring that shareholders and stakeholders are provided with accurate, consistent, and timely information regarding the company's business and governance practices.

Mach Conferences and Events Limited ("**The Company**" or **"MACH"**) provides comprehensive event management solutions for MICE Sector. MACH is specialized in Conference Management, Exhibition Management and Global Event Planning. This includes venue selection, accommodation arrangements, transportation logistics, local activities, and on-site coordination.

MACH offers end-to-end services for corporate meetings, conferences, trade shows, and other gatherings, facilitating seamless planning, execution, and coordination. The Company's expertise lies in crafting tailored experiences, from conceptualization to logistics, to ensure impactful events that meet their clients' objectives, leveraging innovative design, cost-effective management, and efficient operations. Their experience ranges from arranging small corporate events to large global events.

VISION Statement:

To be the **#1 Brand that delivers benchmark quality MICE solutions** which are unequalled in experiences, while being truly beneficial to businesses.

MISSION Statement:

- Create unforgettable experiences
- Make the unbelievable affordable
- Deliver interactive, immersive & experiential events
- Keep evolving to stay ahead of the curve

TABLE OF CONTENT

Particulars	Page No.
Corporate Information	4
Our leadership	5-7
Chairman's Letter to Shareholders	8-9
Management Discussion & Analysis	10-22
Notice of 21st Annual General Meeting of the Company	23-48
Board Report with Annexures	49-90
FINANCIALS	
Standalone Financial Statements	
Independent Auditor's Report	91-102
Balance Sheet	103-104
Statement of Profit & Loss	105-106
Cash Flow Statement	107-108
Notes forming part of Financial Statements	109-140
Consolidated Financial Statements	
Independent Auditor's Report	141-148
Balance Sheet	149-150
Statement of Profit & Loss	151-152
Cash Flow Statement	153-154
Notes forming part of Financial Statements	155-185

Corporate Information

Corporate Identification Number (CIN): L74110DL2004PLC126130

Registered Office: Office No-4, 2nd/Floor, Master Space Plot No.-27 Kh/Mustatil No-154 Killa No-19/2, Uggarsain Park, Dichaon Road Najafgarh street No- 2, Najafgarh, South West Delhi, New Delhi, Delhi, India, 110043.

Corporate Office: C-127, 2nd Floor, Sector 2, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh, India, 201301.

Email- info@machconferences.com

Contact no.: +91 1204747000

Website: www.machconferences.com

Compliance Officer: Ms. Yashashvi Srivastava (Company Secretary & Compliance Officer)

Chief Financial Officer: Mr. Ravi Kumar Mishra

Register and Transfer Agent (RTA)

Skyline Financial Services Private Limited (SEBI Registered Category –I)

Contact Person: Mr. Virendra Rana

Address – D-153 A, Okhla Industrial Area, Phase -1, New Delhi-110020

Ph. No. – 11-40450193, 26812682

Email – info@skylinerta.com

Listed at

Bombay Stock Exchange-SME Platform

Scrip Code: 544248

Scrip ID: MCEL

Our Leadership

Wealth of experience and expertise…

Board of Directors

Mr. Amit Bhatia (Chairman & Managing Director)

Amit Bhatia is the Chairman & Managing Director and a key promoter of the company, having served as a director since its inception. With over two decades of experience in the MICE (Meetings, Incentives, Conferences, and Events) industry, he is a dynamic and accomplished business leader. His expertise has led him to successfully manage numerous high-profile events globally, demonstrating a focus on innovation, operational excellence, and a strong understanding of client needs in the business travel and event sectors. Additionally, he holds directorships and full-time roles in Mach Conventions and Voyages Private Limited and Mach Horizon LLP.

Mr. Amit Bhatia holds 1,33,37,600 equity shares, which is 63.40 percent of total shareholdings of Mach Conferences and Events Limited.

Mrs. Laveena Bhatia (Whole-time Director)

Laveena Bhatia is the Whole-Time Director and a key promoter of the company, serving as a director since its inception. With over 20 years of experience in the MICE (Meetings, Incentives, Conferences, and Events) industry, she is a visionary leader, known for her expertise in event management, client engagement, and destination event planning. A graduate of the University of Delhi, Laveena has significantly contributed to creating impactful corporate and incentive travel experiences. Her exceptional work was recognized at the India Travel Awards North 2023, where she was honored as a Women Leader in the MICE industry. She also holds directorships and full-time roles in Mach Conventions and Voyages Private Limited and Mach Horizon LLP, where she continues to drive innovation and excellence across operations.

Mrs. Laveena Bhatia holds 14,70,800 equity shares, which is 6.99 percent of total shareholdings of Mach Conferences and Events Limited.

Mr. Bhavya Srivastava (Independent Director)

Bhavya Srivastava is an Independent Director on the Board of the Company, bringing over 11 years of experience as a media professional and strategic communicator in broadcast and digital media. With expertise in audience engagement and content strategy, he provides valuable insights into using media to enhance brand visibility, drive event narratives, and amplify impact within the MICE industry. Bhavya holds a Postgraduate degree in Political Science and a Diploma in Electronic Media & Film Production, blending strategic thinking with creative communication. He has been involved in numerous projects focused on social awareness and cultural engagement. Additionally, he holds directorships at Universe Bridge for Social Change Foundation and Suyogya Media Private Limited, where he contributes to content development, production oversight, and outreach strategies.

Mr. Hemant Koushik (Independent Director)

Hemant Koushik is an Independent Director on the Board of the company and a qualified Chartered Accountant from the Institute of Chartered Accountants of India (ICAI). With over 15 years of experience in accounting, auditing, taxation, and financial consultancy, he is a trusted professional known for providing strategic financial solutions, regulatory compliance, and business advisory services across various sectors. He also holds directorships and full-time roles in Innovana Thinklabs Limited, Innovana Techlabs Limited, and Hemant Business Consultants LLP, where he offers specialized guidance on corporate finance and business structuring.

Mr. Manishkumar Shankarlal Chandak (Independent Director)

Manishkumar Shankarlal Chandak is an Independent Director on the Board of the company and a seasoned legal professional with over 12 years of expertise in corporate law, civil litigation, and regulatory compliance. Holding a Bachelor of Legislative Law (LL.B.), he has extensive experience advising clients on legal strategy, dispute resolution, and statutory frameworks. As an Independent Director, he brings strong legal acumen and a robust ethical foundation to corporate governance, offering valuable insights into risk management and policy adherence. He does not hold directorship or any full-time position in any other Body Corporate.

Key Managerial Personnels (KMPs)

Ms. Yashashvi Srivastava (Company Secretary & Compliance Officer)

Ms. Yashashvi Srivastava serves as the **Company Secretary and Compliance Officer** at Mach Conferences and Events Limited, holding the role on a whole-time basis. Since her appointment on February 9, 2024, she has been instrumental in overseeing the company's governance framework and ensuring adherence to regulatory mandates such as SEBI and corporate compliance requirements, her responsibilities include managing disclosures, liaising with regulators and stock exchanges, and maintaining legal documentation integrity. She is routinely credited as the official compliance spokesperson, underscoring her pivotal role in both internal governance and external stakeholder engagement.

Mr. Ravi Kumar Mishra (Chief Financial Officer [CFO])

Mr. Ravi Kumar Mishra holds the position of **Chief Financial Officer** at Mach Conferences and Events Limited. His responsibilities include overseeing financial planning, treasury, taxation, internal controls, and statutory reporting, ensuring that Mach Conferences maintains fiscal health and compliance. As CFO, he plays a strategic role in guiding budgeting, investor disclosures, and financial risk management, serving as a key partner to the leadership team in advancing the company's growth and profitability objectives.

Senior Managerial Personnels (SMPs)

Mr. Ranjan Ghosh (Vice-President)

Mr. **Ranjan Ghosh** serves as a Senior Management Personnel at Mach Conferences and Events Limited, bringing a wealth of expertise to the leadership team. With a strong background in operations and business strategy, Mr. Ghosh plays a crucial role in ensuring the company's operational efficiency and seamless execution of large-scale events. His responsibilities span across overseeing event management processes, optimizing workflows, and ensuring that all projects align with Mach Conferences' high standards of quality. He is also deeply involved in managing client relationships, ensuring that the company's offerings meet the ever-evolving needs of its diverse clientele. Through his leadership, Mach Conferences has strengthened its position in the events industry, delivering impactful experiences while driving growth and innovation. Mr. Ghosh's contributions make him a key figure in the company's day-to-day operations and long-term success.

Mr. Adit Bhatia (Deputy General Manager – Strategy & Innovation)

Mr. **Adit Bhatia**, a Senior Management Personnel and member of the Promoter Group at Mach Conferences and Events Limited, holds the position of Deputy General Manager – Strategy & Innovation, serving as a whole-time executive. In his strategic role, Mr. Adit Bhatia is tasked with pioneering new business avenues, improving market competitiveness, and embedding innovation across Mach's MICE offerings. His work spans conceptualizing cutting-edge event formats, exploring partnerships in emerging sectors like luxury travel, and aligning innovation initiatives with the company's long-term growth trajectory. As the driving force behind the "Strategy & Innovation" vertical, Mr. Bhatia plays an instrumental role in shaping the company's future direction and enhancing its differentiation within a dynamic events landscape.

Ms. Ankita Gulati (Assistant General Manager- MICE)

Ms. **Ankita Gulati** is a Senior Management Personnel at Mach Conferences and Events Limited, where she plays a key role in optimizing operations and driving client satisfaction. Specializing in client relations and event execution, she ensures seamless project delivery and exceptional service. Her strategic approach and strong coordination skills make her a vital member of the leadership team, contributing to the company's growth and success in the competitive event management industry.

Chairman's Letter to Shareholders

A Year of Momentum: Expanding Horizons, Elevating Experiences

Dear Shareholders,

It is with immense pride and gratitude that I address you at the close of an eventful and transformative financial year for Mach Conferences & Events Limited. The financial year 2024-25 has been marked by a significant diversification into new verticals and the laying of a digital foundation that positions us for sustained growth in the years ahead.

Our flagship MICE (Meetings, Incentives, Conferences, and Exhibitions) operations continue to grow where we organized 156 events during the year. This is a direct result of our relentless focus on client satisfaction, executional excellence, and our deepening engagement across both domestic and international markets.

We successfully added 21 new clients to our portfolio this year, reflecting our growing reputation as a trusted and innovative partner in the events and conferences space. Our international operations, spanning destinations such as Switzerland, Paris, Norway, Vancouver, Peru, New Zealand, and Monte Carlo, reflect our growing global presence.

In addition to strengthening our core, this year marked a strategic leap into the B2C space. We launched our premium religious tourism vertical with carefully curated offerings to the Mahakumbh Mela, as well as Do Dham and Char Dham pilgrimages. In parallel, we are appointed as a key distributor for Cordelia Cruises, India's leading luxury cruise liner. This partnership significantly expands our B2C travel portfolio while also opening doors to high-end B2B opportunities in corporate cruising, group incentives, and bespoke travel.

We have opened a new office in Kolkata, led by an experienced professional with over two decades in the MICE industry, to strengthen our presence in eastern India. Early signs from this region are encouraging. Our operational team has been strengthened from 81 members in March to nearly 100 today, reflecting our commitment to scale with quality.

We also made strategic investments in current year that enhance our competitive edge and widen our service offerings. We have acquired a significant equity stake in Travexel Events and Travel Private Limited, a promising young player in the medical conferences domain with a turnover of ₹1.25 crores in FY25. This move enables us to expand in the growing healthcare travel segment while fostering synergies with existing promoters to build new revenue channels. Furthermore, we launched a new Corporate Travel Desk as part of our digital transformation roadmap, offering a fully integrated solution for enterprise clients. In collaboration with TBO, a leader in travel technology, we have developed a seamless digital implant that will manage all corporate travel needs—flights, hotels, visas, taxis, and more—under one platform, delivering speed, control, and efficiency to our clients.

We are now in the process of transforming Mach Conferences & Events Limited into a full-service B2C Online Travel Agency. Our upcoming platform will offer everything from flights and hotels to cruises and visa services, backed by in-house airline ticketing enabled by IATA accreditation and GDS integration. This infrastructure will allow us to directly access and manage travel inventory, improving our margins and ensuring a seamless user experience. To drive this digital vision forward, we are actively exploring further strategic acquisitions and partnerships with global travel boards to expand both reach and depth.

Financially, despite the absence of a one-time large event worth ₹80 crores that boosted FY’24, we have maintained our revenue at ₹235.75 crores, underpinned by strong organic growth and diversification. In recognition of shareholder confidence and in line with our commitment to value creation, the Board has recommended a dividend of ₹1 per equity share showing the willingness to share the profits.

As we look ahead to FY’26 and beyond, we remain focused on deepening our premium offerings across MICE, luxury travel, spiritual experiences, and digital corporate solutions. With the combination of a strong base, strategic alliances such as Cordelia Cruises, targeted acquisitions like Travexel, and the rollout of our digital travel infrastructure, we believe we are on a firm path to achieving a 25% CAGR over the next three years. We are building not just a company but a trusted brand that shapes the future of premium travel and events from India to the world.

I would like to take this opportunity to extend my heartfelt gratitude to our esteemed Board of Directors, valued shareholders, trusted bankers, financial institutions, dedicated business partners, and all other stakeholders for your continued support, trust, and belief in our journey. As we step into the future, let us continue to move forward together with renewed confidence and shared purpose, building a stronger, brighter, and more prosperous tomorrow for Mach Conferences & Events Limited.

Warm regards,

Sd/-

Amit Bhatia
Chairman & Managing Director
Mach Conferences & Events Limited

MANAGEMENT DISCUSSION & ANALYSIS

GLOBAL ECONOMY:

In **2024**, global growth stabilized but remained subdued. The **World Bank** reported growth at around **2.6%**, up slightly from early-year forecasts, though still below the pre-COVID average (~3.1%). The **IMF**'s April and October Outlooks maintained growth forecasts near **3.1%**, noting that the world economy was "steady but slow," with inflation easing from ~6.8 % in 2023 to **~5.9%** in 2024. During the year, central banks led by the **ECB**, **BoE**, and **Fed** shifted toward easing, acknowledging slowing inflation and sluggish activity.

The **U.S.** outperformed expectations, growing approximately **2.3%**, stronger than forecast, which supported global resilience. In contrast, **Germany** suffered a second consecutive recession, burdened by energy constraints and fiscal strain. **China** continued to slow, with growth moderating to around **4.6–4.8%**, impacted by property-sector weakness. Meanwhile, **Sri Lanka** began recovering—driven by structural reforms and tourism—with GDP rising ~4.4% and inflation dropping sharply.

Looking ahead to **2025–26**, global growth is expected to hover around **2.7–2.8%**, supported by easing policies but restrained by debt, trade tensions, and demographic pressures. The **IMF** projects growth of **2.8% in 2025** and **3.0% in 2026**, while the **World Bank** highlights the weakest decade since the 1960s. Inflation is forecast to decline to **~4.5% by 2025**, allowing central banks to either pause or begin cautious rate cuts, though geopolitical flashpoints and commodity volatility—like tensions in the Middle East—could alter the outlook.

World Economic Outlook, April 2024: Steady but Slow: Resilience amid Divergence
World Economic Situation and Prospects: February 2025 Briefing, No. 187 | Department of Economic and Social Affairs
World Economic Situation and Prospects: June 2024 Briefing, No. 181 | Department of Economic and Social Affairs
Sri Lankan economic crisis (2019–2024) - Wikipedia
Global economy heading for 'worst decade since 1960s'

Indian Economy Outlook

India's economic performance in FY25 has demonstrated resilience amid global uncertainties, with real GDP growth estimated between 6.3% and 6.5%. This steady growth trajectory is underpinned by robust domestic demand, strategic public investments, and a rebound in key sectors.

Deloitte's May 2025 outlook projects India's GDP growth in the range of 6.3% to 6.5% for FY25, with expectations of 6.5% to 6.7% for FY26. This optimistic forecast is attributed to tax incentives boosting consumer spending and strong domestic demand. However, potential headwinds include global trade uncertainties and the impact of international tariff regimes. The services sector continues to be a significant contributor, maintaining its upward trajectory.

Inflationary pressures have moderated, with retail headline inflation softening to 4.9% during April–December 2024. The Reserve Bank of India anticipates aligning consumer price inflation with the target of around 4% in FY26. Additionally, gross FDI inflows increased by 17.9% year-on-year, reaching USD 55.6 billion in the first eight months of FY25.

Looking ahead, India's economic prospects remain favorable, supported by structural reforms, infrastructure development, and a focus on self-reliance. The government is committed to the sustained growth, with aspirations to ascend to the position of the world's third-largest economy in the coming years.

Source - https://www2.deloitte.com/us/en/insights/economy/asia-pacific/india-economic-outlook.html
https://www.pib.gov.in/PressReleasePage.aspx?PRID=2113316
https://www.ey.com/en_in/services/tax/india-economic-pulse

Industry Overview

MEETINGS, INCENTIVES, CONFERENCES, AND EVENTS (MICE) INDUSTRY

The global MICE market was valued at approximately USD 1,051.41 billion in 2024 and is projected to grow from USD 1,148.35 billion in 2025 to USD 2,269.16 billion by 2032, at a compound annual growth rate (CAGR) of 10.22%. Another estimate suggests the market could reach USD 2,309.4 billion by 2032, with a CAGR of 11.6% from 2023 to 2032. The meetings segment dominates, accounting for over 60% of the market share in 2022 due to its frequency and role in corporate activities, while the incentives segment is expected to grow fastest at a CAGR of 9.8% through 2028. Europe holds the largest market share (50.66% in 2024), followed by Asia-Pacific (44%) and North America (38%).

https://www.thebusinessresearchcompany.com/report/meetings-incentives-conferences-and-exhibitions-mice-global-market-report

India’s MICE industry is supported by its extensive infrastructure, which includes over 1,300 star-category hotels and more than 70 world-class convention centres capable of hosting international summits and exhibitions. Major cities such as Delhi, Mumbai, Bangalore, Hyderabad, and Chennai are gaining popularity for their top-tier facilities and strong government support promoting MICE tourism.

India’s Meetings, Incentives, Conferences, and Exhibitions (MICE) sector is witnessing remarkable growth, with an annual expansion rate of around 8, and is currently valued at approximately INR25,000 crore. Hospitality sector in India is expected to grow 7–9% in FY 2025 and 6–8% in FY 2026, with MICE as a key growth driver.

India's MICE industry sees 8% growth, valued at INR 25,000 cr amid technological innovations

INDIAN TRAVEL & TOURISM INDUSTRY:

According to the Tourism Minister of India, the industry is anticipated to grow at a Compound Annual Growth Rate (CAGR) of 20% over the next couple of decades, driven primarily by the rise in the middle-income population and increasing disposable incomes. The Indian travel market is expected to expand from USD 75 billion in FY20 to USD 125 billion by FY27.

In support of this growth, the Union Budget 2025–26 has allocated ₹2,541.06 crore (US$ 291.07 million) to the tourism sector. This funding focuses on infrastructure development, skill enhancement, and better travel facilitation through initiatives such as the identification of 50 top tourist destinations, provision of MUDRA loans for homestays, enhanced connectivity, and the introduction of e-visa facilities. Emphasis has also been placed on sustainable tourism under the Swadesh Darshan Scheme 2.0, medical tourism through the "Heal in India" initiative, spiritual tourism, and heritage conservation via the Gyan Bharatam Mission. Government schemes like **Swadesh Darshan 2.0** and the **RCS-UDAN** initiative are enhancing connectivity and infrastructure, opening doors for investments in transportation and hospitality

Furthermore, the Ministry of Tourism has approved 46 projects under its PRASHAD Scheme, including three in Andhra Pradesh, with 29 sites identified for development under this initiative. India's geographical diversity and rich cultural experiences have positioned it as a leading country in terms of international tourism expenditure. According to the World Travel & Tourism Council (WTTC), the GDP contribution is projected to grow at an average of 7.1% annually over the next decade.
Source: IBEEF https://www.ibef.org/industry/tourism-hospitality-india

INDIA'S TOURISM SECTOR: DRIVING ECONOMIC GROWTH AND GLOBAL INVESTMENT OPPORTUNITIES

India's tourism sector stands as a cornerstone of economic growth and a beacon for global investment opportunities. With its rich cultural heritage, diverse landscapes, and proactive government initiatives, the industry is poised for unprecedented expansion.

Projections indicate that by 2035, the tourism sector's contribution could double to **₹42 trillion**, driven predominantly by domestic travel. This growth trajectory underscores the sector's resilience and its capacity to generate employment and stimulate ancillary industries

With a strategic blend of heritage and innovation, India's tourism sector is on a trajectory of robust growth. The confluence of government support, infrastructural development, and increasing global interest positions India as a premier destination for tourists and investors alike.

https://www.investindia.gov.in/sector/tourism-hospitality

https://www.devdiscourse.com/article/business/3445901-india-a-booming-tourist-economy-with-heritage-and-innovation

FAVOURABLE GOVERNMENT INITIATIVES

The **Central Government** and various state governments actively advanced the MICE ecosystem through infrastructure investment, policy reforms, and targeted promotions. Key national-level initiatives included the **'Meet in India'** campaign under **Incredible India**, supported by dedicated promotional funds, streamlined visa procedures, and a proposed **single-window clearance system** to ease event hosting. In the **2025–26 Union Budget**, there were provisions for enhanced tourism infrastructure spending — covering convention centres and exhibition halls in tier-II/III cities — and tax rationalisation for MICE services, including potential GST reductions and incentives. Additionally, the **Cruise Bharat Mission** launched in late 2024 extended support to cruise-based MICE tourism via infrastructure grants, e-visa provisions, and terminal development across key ports.

At the **state level**, several regional governments bolstered MICE readiness through infrastructure and hosting support. **Rajasthan** earmarked ₹25 crore for a dedicated MICE centre in Jodhpur, committed ₹975 crore in tourism budget for 2025–26, and engaged in major events like the Great Indian Travel Bazaar 2025 to draw business tourism. States like Madhya Pradesh are positioning themselves as hubs for wellness and spiritual tourism, attracting investments in wellness centers, resorts, and related infrastructure. Cities such as Ahmedabad and Gandhinagar are witnessing significant growth in the hospitality sector, with new premium hotel projects underway, reflecting investor confidence

In the **North East**, the Ministry of Tourism leveraged **Swadesh Darshan** funds to develop MICE infrastructure, including a new convention centre in Aizawl, aiming to diversify the MICE market beyond traditional metros. These combined efforts signify a unified push by both central and state governments to transform India into a competitive MICE hub.

FICCI'S ANALYSIS OF UNION BUDGET FOR THE MICE SECTOR - TradeFairTimes
Key Expectations from MICE sector of India from Union Budget 2025 - TradeFairTimes (26 Apr, 2025)
https://travelbizmonitor.com/top-stories/government-push-fuels-enthusiasm-for-mice-tourism-in-northeast-region-stakeholders/?utm_source=chatgpt.com
Government push fuels enthusiasm for MICE tourism in Northeast region: Stakeholders - TravelBiz Monitor: India travel news, travel trends, tourism

INDIAN ONLINE TRAVEL MARKET

In **2024**, the Indian online travel market reached approximately **USD 17.0–17.3 billion**. IMARC forecasts the market to grow to **USD 19.05 billion in 2025**, expanding at a **CAGR of ~10.5%** over 2025–2030. The online accommodation segment alone is projected at **USD 8.95 billion in 2025**, growing at a 10.25% CAGR into 2030.

Mobile-first bookings dominate the landscape, fueled by widespread smartphone usage and affordable data. AI-driven personalization, chatbots, and dynamic pricing are boosting user engagement and conversions. UPI and digital wallets significantly support secure, frictionless payments. Online penetration for travel spend reached ~54% in FY23 and is expected to increase to ~65% by FY28. Market segmentation shows transportation (flights, trains, buses) leading, with expansion into vacation packages and multimodal travel offerings via OTAs.

sphericalinsights.com+2futuremarketinsights.com+2reddit.com+2.
The Rapid Evolution of India's Online Travel Industry in 2024 - Forever NEWS
mordorintelligence.com.
mordorintelligence.com.
imarcgroup.com.
imarcgroup.com+1futuremarketinsights.com+1.
imarcgroup.com+15reddit.com+15reddit.com+15

CRUISE INDUSTRY

India's cruise tourism industry is undergoing a major transformation, shedding its luxury-only image and evolving into an accessible, fast-growing sector backed by strategic government initiatives. With a 7,500 km coastline and 14,500 km of navigable waterways, India is geographically positioned to become a major cruise hub in the Indian Ocean. The **Cruise Bharat Mission**, launched in **September 2024**, targets **5 million cruise passengers by 2047**, up from just **950,000 projected in 2030**. Investments like the **₹556 crore Mumbai International Cruise Terminal (MICT)**—capable of handling **10,000 passengers daily and docking five ships simultaneously—are central to this expansion. Cruise traffic is projected to grow from **208 ships in 2023** to **1,100 by 2047**, with major lines like Royal Caribbean and Costa Cruises now offering India-focused itineraries.

By **2029**, the Indian cruise market is forecasted to reach **USD 319 million**, growing at a **CAGR of 8.53%**, with an estimated **1.2 million users** and **average revenue per user (ARPU)** of **USD 490.11**. Infrastructure plans include **10 sea cruise terminals, 100 river cruise terminals**, and **5 marinas**, supported by policy reforms like **e-visa facilities, reduced port fees, and cabotage relaxations**. With global cruise tourism rebounding (projected to hit **37.3 million passengers by 2025**), India is aligned with this momentum, combined with public-private partnerships and sustainability initiatives.

Sources:

- *Statista – Cruise Market India*
- *Swarajya – Indian Cruise Sector*
- *Travel Trends Today*
- *The Ground Zero Post*
- *Rediff & TravelBiz Monitor*

Key Growth Drivers

- **Economic Development:** Strong economic growth in emerging markets, particularly India and China, boosts demand for business events. Increased corporate profits and global business expansion drive the need for meetings, conferences, and exhibitions.
- **Corporate Travel Demand:** The 2024 Deloitte corporate travel study indicates that 21% of frequent business travelers attend sales meetings, and 14% participate in team meetings, underscoring the importance of MICE for networking and collaboration.

- **Government Support:** Initiatives like tax incentives, infrastructure development, and grants (e.g., Australia's USD 50 million for MICE events) encourage industry growth. In India, the Union Budget 2025-26 allocated Rs. 2,541.06 crore (US$ 291.07 million) for tourism infrastructure, enhancing MICE facilities.
- **Technological Advancements:** The rise of hybrid and virtual events, driven by platforms like Cvent and TravelPerk, expands audience reach and engagement. Approximately 63% of MICE events in 2024 were hybrid, with 61% of venues integrating smart technologies.
- **Incentive Travel:** Incentive travel programs, with an average spend of USD 4,900 per person, are increasingly used by industries like finance, insurance, and pharmaceuticals to boost employee morale and retention.

Recent Development and News in Meetings, Incentives, Conventions, And Exhibitions (MICE) Market

- In February 2024, International Exhibition and Convention Center (IECC) Shanghai announced the opening of its new 150,000 square meter expansion, increasing its total exhibition area to 370,000 square meters (Shanghai Daily). This expansion underscores the growing demand for larger and more sophisticated MICE facilities in China.
- In April 2025, C-vent, a leading global event management platform, partnered with Google to integrate Google Meet video conferencing technology into its event management software (Business Wire). This collaboration aims to provide seamless virtual event solutions for organizers, addressing the increasing trend towards hybrid events.
- In June 2025, Hilton Worldwide Holdings Inc. Acquired EventScape, a digital event platform, for USD150 million (Hotel News Now). This acquisition strengthens Hilton's position in the MICE market by offering a comprehensive suite of event solutions, including both physical venues and virtual event technologies.

COMPANY'S OVERVIEW:

Mach Conferences & Events is a leading player in the MICE (Meetings, Incentives, Conferences, and Exhibitions) and Events industry, offering comprehensive and customized event management solutions. Founded by seasoned industry experts **Mr. Amit Bhatia** and **Ms. Laveena Bhatia**, Mach has grown under their visionary leadership. With over two decades of expertise, MACH specialize in conference and exhibition management, global event planning, and destination-specific logistics. Its extensive service offerings include venue sourcing, accommodation arrangements, transportation logistics, ticketing, visa facilitation, on-site coordination, and foreign exchange support, ensuring a seamless experience from planning to execution.

The company maintains an operational presence across more than 18 Indian states and union territories through a network of co-working spaces, with all project execution centralized at its corporate office in **Noida, Uttar Pradesh**. Over the past three years, Mach has successfully executed more than **370+ domestic and international events** in locations such as FRANCE**,** SOUTH AMERICA**,** BUDAPEST**,** SWITZERLAND, GOA, JAIPUR, and SHIMLA. While its core clientele comes from the **Banking,**

Financial Services, and Insurance (BFSI) sector, the company also serves clients in **Hospitality, FMCG, Infrastructure**, and other industries. Mach's commitment to detail, budget management, and creativity ensures high-impact experiences tailored to client needs.

Mach Conferences & Events holds several prestigious certifications and affiliations, including **ISO 9001:2015** for Quality Management Systems, **IATA certification** (2024), and membership in industry bodies such as **PATA** and **IATO**.

SERVICE OFFERING:

We offer a wide array of MICE services, tailored to the unique needs of our B2B clientele:

- **Event & Conference Management**: Professional management of venue selection, agenda creation, speaker coordination, and attendee logistics.
- **Destination Management**: Complete logistical support at domestic and international destinations, including transportation, hotel arrangements, and local activities.
- **Hotel/Venue Bookings**: Preferred partnerships with major hotels and venues ensure added benefits and cost-effective packages for clients.
- **Ticketing & Visa Services**: End-to-end assistance for flight bookings, visa documentation, and embassy facilitation.
- **Logistics**: Comprehensive coordination of event logistics including equipment handling, ground transport, and crew support.

As part of its strategic growth, Mach is expanding into the **B2C segment.** In FY25 it forayed into the **Religious Tourism** space, had a partnership with **Cordelia cruises**, wedding. These initiatives aim to leverage its strong client base and market insights while contributing to India's cultural and tourism landscape.

PERFORMANCE OVERVIEW:

156 Events Executed

The company successfully managed 150+ events in the present Financial Year 2024-25. Additionally, the number of locations serviced were 66. The company covered events in international locations like Budapest, Vietnam, Peru, New Zealand, Switzerland, Monte Carlo etc. and domestic location like Goa, Jabalpur, Bekal, Jaipur, Kovlam, Gangtok etc. Added 15 new clients and have conducted 35+ events in the present Financial Year.

Do Dham & Char Dham Yatra

Launched an exclusive **Char Dham Yatra by Helicopter**, offering devotees a swift, luxurious, and spiritually enriching experience across the four sacred shrines of **Kedarnath**, **Badrinath**, **Yamunotri**, and **Gangotri**. With helicopter transfers, on-ground assistance, and well-curated services, pilgrims can experience the divine energy in record time. This initiative reflects Mach Conferences' commitment to creating **unforgettable experiences**, blending tradition with innovation, and making India's holiest pilgrimages accessible to all.

Acquired 60% Stake in Travexel

The strategic acquisition marks Mach Conferences & Events entry into the specialized domain of medical conferences, further expanding the expertise and service portfolio. Medical conference segment offers long-term planning and predictability. The Revenue of Travexel in FY25 stood at 1.25 Crores with Order book of approximately ₹20 crores.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES, INCLUDING NUMBER OF PEOPLE EMPLOYED

Employees are integral to the growth of our organization. The success and excellence we have achieved are directly attributed to the dedication and motivation of our team members. Our HR practices are designed to encourage employees to maintain a healthy balance between their professional and personal lives, while also fostering a dynamic workforce capable of adapting to challenges.

Our goal is to cultivate a productive, fair, and motivating workplace, where equal opportunities and treatment are available to all, regardless of age, gender, or financial background. We are dedicated to embracing diverse perspectives and experiences, which enrich our company culture. Innovation within our organization is driven by a team of talented employees who bring forward unique and creative ideas.

In FY25 we have added 26 employees and hence our total employee count stands at 81, as on 31st March, 2025. Valuing the employees, the board has approved the ESOP scheme on May 23, 2025 which is subject to approval of shareholders in forthcoming AGM. This move reinforces our commitment to our team and recognizes the critical role they play in our success.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Mach conferences & Events Limited has established a robust internal control framework that is designed to ensure the integrity of financial reporting, safeguard assets against unauthorized use or loss, and promote operational efficiency. The internal control systems are aligned with the Company's strategic and operational objectives, and are continuously reviewed to keep pace with the evolving business environment.

All financial transactions are authorized through clearly defined approval hierarchies and are accurately recorded in accordance with applicable Accounting Standards (AS). The Company maintains comprehensive and well-documented policies and procedures to support sound governance and ensure compliance with statutory requirements.

An independent internal audit function, reporting directly to the Audit Committee of the Board, plays a pivotal role in evaluating the adequacy and effectiveness of internal controls across departments and projects. The internal auditors conduct risk-based audits at regular intervals and submit detailed reports with observations and recommendations. In addition, periodic interactions between the Audit Committee and statutory auditors further strengthen the control environment and help ensure transparency and accountability.

FINANCIAL OVERVIEW:

The consolidated performance of the Company for the financial year ended March 31, 2025, is as follows:

Revenue for the full year was Rs. 235.75 Crores in FY25, a YoY decrease of 0.6%.

Total expenses (including employee and other expenses) for the year were Rs. 217.07 Crores.

EBITDA stood at Rs. 21.96 Crores for FY25, YoY decrease of 40.1%. **EBITDA Margin** was 9.31%.

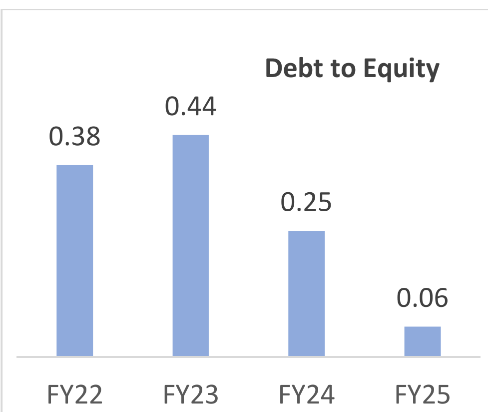
The depreciation during this financial year was Rs. 1.27 Crores, compared with Rs. 0.39 Crores in FY24. Interest cost for the year was reported at Rs. 0.95 Crores, as against Rs. 1.17 Crores in FY24.

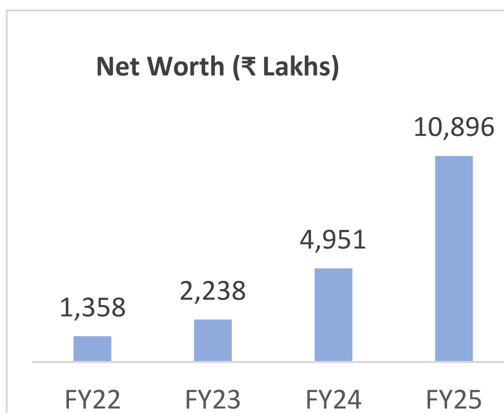
Profit before tax (PBT) came in at Rs. 19.74 Crores, vis-à-vis Rs. 35.09 Crores in the previous fiscal year.

The **PAT** during this year was Rs. 14.17 Crores as against Rs. 26.18 Crores in FY24. **PAT margin** stood at 6.01%.

The **Basic EPS** for this year is Rs. 7.07.

The **board has recommended dividend of Rs. 1.00** per equity share, i.e., 10% of the face value of Rs. 10/- each for FY25, subject to approval of shareholders.





CHANGES IN KEY RATIOS

Sr No	Particulars	FY25	FY24	Y-o-Y
1	Debtors Turnover Ratio	8.21	17.68	(53.6)%
2	Interest Coverage Ratio	21.75	30.90	(29.6)%
3	Current Ratio	4.17	1.77	135.6%

4	**Debt-Equity Ratio**	**0.06**	**0.25**	**(76.0)%**
5	**Operating Profit Margin (%)**	**9.19%**	**15.24%**	**(39.7)%**
6	**Net Profit Margin (%)**	**5.93%**	**10.96%**	**(45.9)%**
7	**Return on Net worth (%)**	**13.01%**	**52.88%**	**(75.4)%**

Explanation:

1. **Debtor Turnover ratio:** The Debtors Collection Ratio has reduced from 17.68 to 8.21 times, indicating a slower rate of collection. There was a shift in credit terms extended to some customers, in an effort to boost sales.

2. **Interest Coverage Ratio:** The Company maintained a healthy Interest Coverage Ratio, reflecting strong operating profits and prudent debt management. This indicates sufficient earnings to comfortably meet interest obligations.

3. **Current Ratio:** Primarily due to increase in trade receivable and repayment of other current liabilities using the proceeds from the Initial Public Offer fund.

4. **Debt-Equity Ratio:** The debt position improved during the year with partial repayment of both long-term and short-term borrowings. As a result, the Debt-to-Equity ratio reduced to 0.06 from 0.25 in the previous year, reflecting a stronger balance sheet and reduced leverage.

5. **Operating Profit Margin (%):** The decline in operating margin during the year is attributable to the acquisition of several new clients at competitive pricing, in line with the Company's growth strategy. Furthermore, a greater number of lower-margin events were executed during the period, which also impacted overall profitability. These initiatives, while affecting short-term margins, are aimed at driving long-term revenue growth and enhancing client base diversification.

6. **Net Profit Margin (%):** The decline in net profit margin is due to the increase in depreciation and decline in operating profit margin.

7. **Return on Net worth (%):** Return on Net worth declined compared to the previous year primarily due to a higher equity base following capital infusion through IPO. While this has impacted the ratio in the short term, it strengthens the Company's balance sheet and will support future growth initiatives.

OPPORTUNITIES AND THREATS

OPPORTUNITIES

Increasing Demand for MICE Services

The global recovery in corporate travel and events post-pandemic has led to a resurgence in demand for in-person conferences, incentive travel, and international exhibitions. With India emerging as a key destination for business events, Mach is well-placed to capture this demand. Its proven track record in executing complex domestic and international events positions the company to attract new clients seeking reliable, full-service MICE solutions.

Expanding the Business from existing customers

Mach has created a good customer base. Being a promoter driven company and the availability of the promoter makes Mach viable option. The company will try to increase the share of business from each customer.

Venturing into the B2C Travel Segment

With the planned launch of a dedicated travel portal, Mach Conferences & Events is strategically entering the B2C travel market. This expansion allows the company to diversify its service portfolio and tap into a broader customer base beyond its core B2B clientele. Leveraging its deep understanding of travel behaviour and preferences gathered from years of MICE operations, the company is well-positioned to offer curated travel experiences to individual consumers, including leisure and religious travel.

Partnership with Cordelia cruises

Mach Conferences becomes a Key Distributor for Cordelia Cruises, reinforcing its leadership in luxury travel and aligning with the Cruise Bharat Mission targeting 5 million passengers by 2047.
The company will *lead the way in offering transformative experiences in India's booming cruise sector*

Growth in Religious Tourism

India's religious tourism market is witnessing strong growth, driven by a rising interest in spiritual travel and increased infrastructural support from the government. Mach's decision to diversify into this segment is both a cultural and commercial opportunity. By designing structured pilgrimage packages and spiritual travel experiences, the company can cater to a vast and loyal audience seeking meaningful journeys, while also contributing to regional tourism development.

Global Client Acquisition Potential

Having successfully managed events in international destinations such as London, Paris, and Singapore, Mach has built a credible global reputation. This international experience enables the company to approach and secure multinational clients looking for experienced partners in Asia. The ability to deliver seamless cross-border event solutions gives Mach a competitive edge in securing high-value, global projects.

THREATS

Economic and Geopolitical Uncertainty

The MICE industry is highly sensitive to macroeconomic factors and geopolitical developments. Fluctuations in economic stability, rising inflation, currency exchange volatility, or international conflicts can impact client budgets, travel feasibility, and overall event demand. These external shocks pose a significant threat to the company's revenue predictability and operational planning.

Intensifying Market Competition

The MICE and travel sector is increasingly competitive, with new entrants—including tech-enabled platforms—offering event and travel services at aggressive pricing. Established competitors with broader global footprints and digital-first capabilities can also pose a challenge. This intensifying competition could pressure margins and require continuous innovation to maintain client loyalty and service differentiation.

Disruptions from Public Health Crises or Natural Disasters

Events such as pandemics, natural disasters, or environmental disruptions can lead to cancellations or postponements, significantly affecting revenue and operations. Although the world is recovering from the COVID-19 crisis, the risk of similar disruptions in the future cannot be ruled out. These events can also cause sudden changes in travel advisories, visa policies, and venue availability.

Technological and Cybersecurity Risks

With increasing digital integration—especially through the planned B2C platform—cybersecurity and data privacy become crucial. Any breach or failure in IT infrastructure could damage the company’s reputation and expose it to regulatory and legal consequences. As more services go online, safeguarding customer data and maintaining secure booking systems will be essential to protect consumer trust.

RISK MANAGEMENT

Comprehensive Risk Monitoring and Planning

Mach has implemented a structured risk management framework that includes continuous monitoring of economic trends, regulatory changes, and industry dynamics. Through scenario planning, event risk assessments, and contingency budgeting, the company remains prepared to mitigate the impact of disruptions on its operations and client commitments.

Service and Client Diversification

To reduce dependency on any single client segment or event type, Mach maintains a diversified portfolio across industries such as BFSI, Hospitality, FMCG, and Infrastructure. The acquisition of Travexel which is into Medical conferences will help the revenue diversification. The upcoming foray into B2C travel and religious tourism further strengthens revenue stability and reduces reliance on corporate events alone.

Operational Excellence and Vendor Relationships

Strong relationships with hotels, transportation providers, and international service partners allow Mach to secure favorable terms, improve service delivery, and reduce supply-side risks. These partnerships, coupled with internal process controls and ISO 9001:2015-certified quality systems, ensure consistently high standards across all events.

Investment in Technology and Data Protection

To support its digital expansion, the company is investing in secure platforms, data privacy protocols, and cybersecurity infrastructure. This ensures that new ventures in B2C Travel are compliant with industry standards and capable of withstanding digital threats, thereby safeguarding both the company and its customers

CAUTIONARY STATEMENT

Forward-looking statements made in this Management Discussion & Analysis report are based on various assumptions and projections of future events over which Mach conferences & events Ltd has no control. The company makes no assurances as to their accuracy or that they will be realized. Actual outcomes may differ significantly from those stated or suggested. Demand, supply, global economic and geopolitical changes, government regulatory and tax framework, market liquidity, and other macroeconomic factors may have an impact on Mach conferences & events Limited's activities.

On behalf of

Mach Conferences and Events Limited

Sd/-

Amit Bhatia

Chairman & Managing Director

NOTICE OF 21ST ANNUAL GENERAL MEETING OF THE COMPANY

NOTICE is hereby given that the **21st Annual General Meeting ("AGM")** of the Members of Mach Conferences and Events Limited (the "**Company**") will be held on Friday, September 12, 2025 at 16:00 hours IST through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**") to transact the Ordinary & Special Businesses mentioned below.

The proceedings of the AGM shall be deemed to be conducted at the registered office of the Company at Office No-4, 2nd/Floor, Master Space, Plot No-27, KH/Mustatil No-154, Killa No-19/2, Uggarsain Park, Dichaon Road, Najafgarh Street No- 2, Najafgarh, South West Delhi, New Delhi, Delhi - 110043.

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Annual Audited Financial Statements (Standalone & Consolidated) of the Company for the financial period ended March 31, 2025 together with the reports of directors and auditors thereon:

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolution**:

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

"RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To declare final dividend of INR 1.00/- on equity shares of face value of INR 10.00/- each for the financial year ended March 31, 2025:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT a dividend at the rate of INR 1.00/- (10%) per equity share of INR 10.00/- each fully paid up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March, 2025."

3. To appoint a director in place of Mrs. Laveena Bhatia (DIN:00351437), who retires by rotation and being eligible, offers herself for re-appointment:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Laveena Bhatia (DIN:00351437), who retires by rotation at this Annual General Meeting be and is hereby re-appointed as a Director of the Company."

4. To consider re-appointment of M/s. Gulati Sandeep & Co., Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration:

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

"RESOLVED THAT pursuant to the provisions of sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Gulati Sandeep & Co. Chartered Accountants (ICAI Firm Registration No. 008694N) be re-appointed as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from the conclusion of this Twenty-First (21st) Annual General Meeting (AGM) until the conclusion of the Twenty-Sixth (26th) AGM to be held in the year 2030, at a remuneration to be determined by the Board of Directors of the Company in addition to out of pocket expenses as may be incurred by them during the course of the audit.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Statutory Auditors, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other requirements resulting in any change in the scope of work, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution.**"**

SPECIAL BUSINESSES:

5. **To approve the Mach Conferences Employee Stock Option Plan for the eligible employees of Mach Conferences & Events Limited**

To consider and if thought fit, to pass with or without modification(s), if any, the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time ('SEBI SBEB & SE Regulations') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the board of directors of the Company ("Board") vide resolution dated 23rd May, 2025, the relevant provisions of the Memorandum of Association and the Articles of Association of the Company and subject to the approval of Bombay Stock Exchange (BSE) Limited where the shares of the company are listed and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the members of the Company be and is hereby accorded to approve the 'MACH CONFERENCES AND EVENTS Employees Stock Option Plan (hereinafter referred to as the "MACH CONFERENCES ESOP 2025") and to the Board (which term shall be deemed to include the Employee Stock Option Plan Committee ("ESOP Committee"), if any, constituted to exercise its powers, including the powers, conferred by this resolution), to offer and grant, up to 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} employee stock options, unless otherwise decided by the Board / ESOP Committee, to the eligible employees of the Company, determined in accordance with the terms of MACH CONFERENCES ESOP 2025, from time to time, in one or more tranches, exercisable in aggregate into not more than 4% of the total post-issue capital as equity shares of the Company, with each such option being exercisable for one equity share of a face value of Rs. 10/- (Rupees Ten only) each fully paid-up on payment of the requisite exercise price to the Company, and on such terms and conditions as may be determined by the Board / NRC Committee in accordance with the provisions of the MACH CONFERENCES ESOP 2025 and provisions of applicable law as may be prevailing at that time.

RESOLVED FURTHER THAT approval of the members of the Company be and is hereby accorded to implement the MACH CONFERENCES ESOP 2025 and to allot such number of equity shares of the Company, not exceeding 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} equity shares of face value of Rs. 10/- (Rupees Ten only) each fully paid up, to the eligible employees pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013, upon due exercise of the options granted to them in accordance with MACH CONFERENCES ESOP 2025, at such price as may be deemed fit, in due compliance with the provisions of the Companies Act, 2013, including any rules framed thereunder.

RESOLVED FURTHER THAT in case of any corporate action(s) such as bonus issue, rights issue and others, the Board be and is hereby authorised to do all acts, deeds, matters and things as it may deem fit in its absolute discretion and as permitted under applicable laws for the purpose of making a fair and reasonable adjustment to the employee stock options granted including issue of any additional equity shares by the Company to the employee stock option grantees and the ceiling of 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} of options / equity shares shall be deemed to increase to the extent of such additional equity shares issued.

Provided that any adjustments made shall ensure that the total value to the grantee remains the same before and after such corporate action, in compliance with the SEBI SBEB & SE Regulations.

RESOLVED FURTHER THAT in case the equity shares of the Company are either sub-divided or consolidated, then the number of options available for being granted under the MACH CONFERENCES ESOP 2025, shall stand modified accordingly, so as to ensure that the cumulative paid up value of the total equity shares arising out of exercise of options that can be issued remains unchanged, without affecting any other rights or obligations of the option grantees.

Provided that no amendment that is considered material under the SEBI SBEB & SE Regulations shall be made to the Scheme without prior approval of the shareholders by way of a special resolution.

RESOLVED FURTHER THAT the Company shall obtain in-principle approval from the relevant stock exchange(s) for listing of equity shares arising from exercise of options, prior to grant of options under the Scheme, in compliance with Regulation 28 of the SEBI LODR Regulations."

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may at its absolute discretion, deem necessary or desirable for such purpose and on behalf of the Company, to settle any question, difficulty or doubt that may arise in regard to such issue or offer, allocation, allotment and to make any consequential modifications, changes, variations, alterations or revisions in MACH CONFERENCES ESOP 2025, in conformity with the provisions of the Companies Act, 2013, the Memorandum of Association and Articles of Association of the Company and other applicable laws and do all such acts, deeds, things as may be necessary or desirable in connection with or incidental to giving effect to these resolutions."

By the order of the Board of Directors
For **Mach Conferences and Events Limited**

Sd/-
Yashashvi Srivasatava
Company Secretary & Compliance Officer

Date: 19th August, 2025
Place: Delhi

NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular Nos. 20/2020 dated 5th May, 2020, and Circular No. 09/2024 dated 19th September, 2024 (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, and Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated 3rd October, 2024 ("SEBI Circulars"), have permitted convening the Annual General Meeting ("AGM") through Video Conferencing ("VC") or any Other Audio Visual Means ("OAVM") without the physical presence of the Members at a common venue.

   In compliance with the said MCA and SEBI Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder and the SEBI Listing Regulations, the 21st AGM of the Company is being conducted through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company as stated in the notice.

2. Pursuant to provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint proxy to attend and vote on his/her/their behalf and a proxy need not be a Member. Pursuant to the applicable MCA Circulars read with Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024, physical attendance of Members has been dispensed with. Further, SEBI vide its Notification dated 12th December, 2024, amended SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations'), whereby the requirement to send proxy forms shall not be applicable to general meetings held only through electronic mode. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by ICSI, Regulation 44 of Listing Regulations, and the Circulars issued by the MCA dated April 8, 2020, April 13, 2020 and May 5, 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 21st AGM and to those Members participating in the 21st AGM, to cast vote through e-Voting system during the AGM. For this purpose, the Company has entered into an agreement with **National Securities Depository Limited** ("**NSDL**") for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting on the date of the AGM will be provided by NSDL.

4. **Route Map:** Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not required to be annexed hereto.

5. **Quorum:** Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. The Board of Directors of the Company has appointed M/s. Dhirender Tripathi and Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize the process of remote e-voting and e-voting during AGM in a fair and transparent manner. The results of the e-voting shall be declared to the Stock Exchanges within the timeframe prescribed under the Act and Listing Regulations. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company:– www.machconferences.com.

7. Corporate/Institutional Members are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Corporate/ Institutional Members intending to authorise their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board resolution/authorisation letter to the Scrutiniser at e-mail ID dhirenderadvocate85@gmail.com with a copy marked to the Company at compliance@machconferences.com, and evoting@nsdl.com, authorising its representative(s) to attend through VC/OAVM and vote on their behalf at the Meeting, pursuant to section 113 of the Act. Also, read the instructions given in heading 'General Guidelines for Shareholders' in this regard.

8. The The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, along with the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, and all relevant documents referred to in this Notice of the AGM and the accompanying Explanatory Statement, are available for inspection. Members who wish to inspect these documents may send a request via email to compliance@machconferences.com.

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

10. The Company's Registrar and Transfer Agent for its Share Registry Work is Skyline Financial Services Private Limited, having their office at D-153A, First Floor, Okhla Industrial Area, Phase-I, New Delhi, Delhi– 110020, India.

11. According to the Regulation 36(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Integrated Annual Report for the financial year 2024-25 comprising of the Audited Financial Statements, reports of the Board of Directors and Statutory Auditors' thereon and other documents required to be attached therewith including the Notice of the 21st AGM of the Company are dispatched only through electronic mode to those Shareholders

whose e-mail address is registered with the Company or the Depositories or the Depository Participant(s) (“DPs”) or with Skyline Financial Services Private Limited, Registrar & Share Transfer Agent (“RTA”).

12. The physical copies of the Notice of AGM and Integrated Annual Report for the financial year 2024-25 will be despatched to those shareholders who request for the same. The Notice of the AGM and Integrated Annual Report for the financial year 2024-25 will also be made available on the Company’s website i.e. **www.machconferences.com** and on the website of Stock Exchange where the equity shares of the Company are listed, i.e., **www.bseindia.com** and on the website of National Securities Depository Limited ("NSDL") at **www.evoting.nsdl.com.**

13. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and is holding shares as of the cut-off date i.e. 5th day of September 2025, may send a request for Login ID and password at evoting@nsdl.com or admin@skylinerta.com quoting their Client ID, DP ID / Folio No.

14. The Company will be sending a letter to shareholders whose email addresses are not registered with Company/RTA/ Depository Participant(s) providing the weblink of the Company’s website from where the Notice of the AGM and Integrated Annual Report for the financial year 2024-25 can be accessed.

15. **Manner of registering/updating email addresses:** In order to receive Notice of AGM and Integrated Annual Report electronically, Members are requested to register/update their email addresses with the Depositories through the concerned Depository Participant(s).

16. Dividend:

The Board of Directors of the Company at their meeting held on Friday, May 23, 2025 have approved and recommended payment of final dividend of INR 1.00/- on equity shares of face value of INR 10/- each for the financial year ended March 31, 2025, subject to approval of shareholders at the ensuing AGM of the Company. The record date for the purpose of final dividend is 5th September, 2025. The final dividend, if approved by the shareholders will be paid electronically after Friday, September 12, 2025 to those members:

a) whose names appear in the Register of Members as at the end of business hours on Friday, 5th September, 2025.
b) whose names appear as Beneficial Owners as at the end of business hours on Friday, 5th September, 2025, in the list of Beneficial Owners to be furnished by NSDL/CDSL in respect of the shares held in electronic form.

To avoid delay in receiving dividend, shareholders are requested to update their KYC Details with their depositories to receive dividend directly into their bank account on the payout date.

17. SEBI has made it mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Transfer Agent for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Member(s) through the National Electronic Clearing Service (NECS)/ National Electronic Fund Transfer (NEFT)/Real Time Gross Settlement (RTGS)/Direct Credit, etc.

    Members holding shares in demat form are requested to update their bank account details with their respective Depository Participants ("DPs"). The Company or RTA cannot act on any request received directly from the Members holding shares in dematerialised form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Shareholders are requested to ensure that their bank account details in their respective demat accounts are updated to enable the Company to provide timely credit of dividend in their bank accounts.

18. **TAX DEDUCTIBLE AT SOURCE / WITHHOLDING TAX (TDS):**

    TDS ON DIVIDEND: Pursuant to the Income-Tax Act, 1961, as amended by the Finance Act, 2020, dividends paid or distributed by a company on or after 1st April, 2020 has become taxable in the hands of the shareholders and therefore, the Company shall be required to deduct tax at source (TDS) from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, shareholders are requested to refer to the Finance Act, 2025 and amendments thereof. Shareholders are requested to update their Permanent Account Number ("PAN") with the Depositories on or before 5th September, 2025.

    For Resident Shareholders: Tax shall be deducted at source under section 194 of the Income-Tax Act, 1961 at the rate of 10% on the amount of Dividend declared and paid by the Company during the Financial Year 2025-26 provided a valid PAN is provided by the shareholder. In case shareholders do not have PAN or have invalid PAN or have not registered their valid PAN details with their DP or shareholder's PAN is not linked with Aadhaar TDS at the rate of 20% shall be deducted under Section 206AA of the Income-Tax Act, 1961.

    a) **For Resident Individual:** No TDS shall be deducted on the Dividend payable to a resident Individual if the total dividend to be received during FY 2025-26 does not exceed Rs. 10,000. Please note that this includes the future dividends, if any, which may be declared by the Board in the FY 2025-26.

       Separately, in cases where the shareholder provides Form 15G (applicable to individuals) / Form 15H (applicable to individuals who are 60 years and above), no tax at source shall be deducted provided that the eligibility conditions are being met. Needless to say, PAN is mandatory. Members are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

    b) For Resident Non-Individual: No tax shall be deducted on the dividend payable to the following resident non-individuals where they provide relevant details and documents:

i. Insurance Companies: Self-declaration that it qualifies as 'Insurer' as per section 2(7A) of the Insurance Act, 1938 and has full beneficial interest with respect to the ordinary shares owned by it along with self-attested copy of PAN card and certificate of registration with Insurance Regulatory and Development Authority of India (IRDAI)/LIC/GIC.
ii. Mutual Funds: Self-declaration that it is registered with SEBI and is notified under section 10 (23D) of the Income-Tax Act, 1961 along with self-attested copy of PAN card and certificate of registration with SEBI.
iii. Alternative Investment Fund (AIF): Self declaration that its income is exempt under section 10 (23FBA) of the Income-Tax Act, 1961 and they are registered with SEBI as Category I or Category II AIF along with self-attested copy of the PAN card and certificate of AIF registration with SEBI.
iv. New Pension System (NPS) Trust: Self declaration that it qualifies as NPS trust and income is eligible for exemption under section 10(44) of the Income-Tax Act, 1961 and is being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
v. Recognized Provident Fund: Self-attested copy of a valid order from Commissioner under Rule 3 of Part A of Fourth Schedule to the Income-Tax Act, 1961 or self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952.
vi. Approved Superannuation Fund: Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Fourth Schedule to the Income-Tax Act, 1961.
vii. Approved Gratuity Fund: Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part C of Fourth Schedule to the Income-Tax Act, 1961.
viii. National Pension Scheme: A declaration that the NPS is exempt under Section 10(44) of the Income-Tax Act, 1961 and registration taken under Pension Fund Regulatory and Development Authority Act, 2013.
ix. Other Non-Individual shareholders: Self attested copy of documentary evidence supporting the exemption along with self-attested copy of PAN card.

For Non-resident Shareholders: Taxes are required to be withheld in accordance with the provisions of section 195 read with section 115A of the Income-Tax Act, 1961 at the rate of 20% (plus applicable surcharge and cess) on the amount of Dividend payable to them. In case of GDRs and Foreign Portfolio Investors (“FPI”)/ Foreign Institutional Investors (“FII”), the withholding tax shall be as per the rates specified in sections 196C and 196D of the Income-Tax Act, 1961 respectively (plus applicable surcharge and cess) on the amount of Dividend payable to them.

However, as per section 90 of the Income-Tax Act, 1961, the non-resident shareholder has the option to be governed by the provisions of the Double Tax Avoidance Agreement (“DTAA”) between India and the country of tax residence of the shareholder, if they are more beneficial to them. For this purpose, i.e. to avail the Tax Treaty benefits, the non-resident shareholder will have to provide the following:

• Self-attested copy of the PAN card allotted by the Indian Income-Tax authorities. • Self-attested copy of Tax Residency Certificate (TRC) for Financial Year 2025-26 obtained from the tax authorities of the country of which the shareholder is a resident.
• Shareholders who have PAN and propose to claim treaty benefit need to mandatorily file the Form 10F online at https://eportal.incometax.gov.in/ with effect from 1st April, 2023 to avail the benefit of DTAA.
• Self-declaration by shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement for Financial Year 2025-26.
• Self-declaration by the non-resident shareholder of having no Permanent Establishment in India in accordance with the applicable Tax Treaty.
• In case of FIIs and FPIs, copy of SEBI registration certificate.
• In case of shareholder being tax resident of Singapore, a letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore DTAA.

Please note that the Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-Resident shareholder.

Declaration Under Rule 37BA

In case the dividend income is assessable to tax in the hands of a person other than the registered shareholder as on September 4, 2025, in terms of Rule 37BA of the Income Tax Rules, 1962, the registered shareholder is required to furnish a declaration containing the name, address, PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person on or before September 5, 2025. No request in this regard would be accepted by the Company after the said date or payment of dividend.

19. Members may submit the aforementioned documents at compliance@machconferences.com, in order to enable the Company to determine and deduct appropriate tax. It may be further noted that in case the tax on said dividend is deducted at a higher rate in the absence of receipt of the aforementioned details/ documents from the shareholders, there would still be an option available with the shareholders to file the return of income and claim an appropriate refund, if eligible.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the shareholder, such shareholder will be responsible to indemnify the Company and also provide the Company with all information/ documents and co-operation in any appellate proceedings.

The Company shall arrange to email the soft copy of TDS certificate to the shareholders at the registered email ID in due course, post payment of the said Dividend.

An email communication informing the shareholders regarding TDS as well as the relevant procedure to be adopted by them to avail the applicable tax rate is being sent by the Company at the registered email IDs of the Shareholders.

20. **IEPF:** Under section 124 of the Act, dividends that are unclaimed/unpaid for a period of seven years are required to be transferred to the Investor Education and Protection Fund ("IEPF") administered by the Central Government.

21. **NOMINATION:** Members holding shares in electronic form may contact their respective DPs for availing this facility.

22. **TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:** As per Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialised form with effect from 1st April, 2019, except in case of transmission or transposition of securities. Further, SEBI vide its Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated 7th May, 2024, has mandated that securities shall be issued only in dematerialised mode while processing duplicate/ unclaimed suspense/ renewal/ exchange/ endorsement/ sub-division/ consolidation/ transmission/ transposition service requests received from physical securities holders.

ANNEXURE TO NOTICE

ADDITIONAL INFORMATION WITH RESPECT TO ITEM NO. 3.

Item No.3

Mrs. Laveena Bhatia (DIN:00351437), Whole-time Director of the company is liable to retire by rotation and being eligible, offers herself for re-appointment.

Brief Profile:

Laveena Bhatia is the Whole-Time Director and a key promoter of the company, serving as a director since its inception. With over 20 years of experience in the MICE (Meetings, Incentives, Conferences, and Events) industry, she is a visionary leader, known for her expertise in event management, client engagement, and destination event planning. A graduate of the University of Delhi in the year 1995, Laveena has significantly contributed to creating impactful corporate and incentive travel experiences. Her exceptional work was recognized at the India Travel Awards North 2023, where she was honored as a Women Leader in the MICE industry. She also holds directorships and full-time roles in Mach Conventions and Voyages Private Limited and Mach Horizon LLP, where she continues to drive innovation and excellence across operations.

Other Details:

Age	50
Qualifications	She is a graduate in Bachelor of Arts from the University of Delhi in the year 1995.
Experience	Laveena Bhatia is an accomplished professional and visionary leader in the MICE industry, bringing over 20 years of rich experience in event management, client engagement, and destination event planning.
Date of first appointment	29-04-2004
Remuneration last drawn (FY 2024-25)	The details of remuneration paid to her for FY2024 is provided in the annual return. The same can be accessed at: https://www.machconferences.com/investors-relations/annual-reports.html
Current Designation	Whole-time Director
Relationship with other directors	Mr. Amit Bhatia, Chairman & Managing Director), is husband of Mrs. Laveena Bhatia.
Directorship in other listed companies	NA

Membership/Chairmanship of Board Committees	Laveena Bhatia is the member of the following committees of the Company: 1. Stakeholders Relationship Committee(SRC) 2. Corporate Social Relationship (CSR) Committee
Shareholding in the Company	Mrs. Laveena Bhatia holds 14,70,800 Number of shares / (6.99 percent) of total shareholdings of Mach Conferences and Events Limited.
Past Performance	Mrs. Laveena Bhatia has made significant contributions during her tenure.
Reason for re-appointment	She has made significant contributions during her tenure.
Non-compliance	There is no instance of non-compliance by Mrs. Laveena Bhatia during her tenure.

EXPLANATORY STATEMENT PURSUANT TO REGULATION 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No.4

To consider re-appointment of M/s. Gulati Sandeep & Co., Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration

M/s. Gulati Sandeep & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company at the 16th Annual General Meeting for a period of five (5) years, until the conclusion of the 21st AGM to be held in the year 2025. M/s. Gulati Sandeep & Co., are eligible for re-appointment for a second term of 5 (five) years and have given their consent for their re-appointment as Statutory Auditors of the Company and have issued a certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of section 139 read with section 141 of the Companies Act, 2013 ('the Act') and the rules made thereunder. M/s. Gulati Sandeep & Co. have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. Further, the Auditors have reported their independence from the Company and its subsidiaries according to the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the ethical requirements relevant to audit. Considering their performance for the last 5 years, the Audit Committee has recommended the re-appointment of M/s. Gulati Sandeep & Co. to the Board of Directors of the Company, which the Board has accepted and approved, subject to the approval of the Members.

Basis of Recommendation:

The recommendation is based on various factors like Audit Methodology, Controls, Knowledge and Reputation of the Firm. It is hereby proposed to re-appoint M/s. Gulati Sandeep & Co., Chartered Accountants (ICAI Firm Registration No. 008694N), as the Statutory Auditors of the Company for a second consecutive term of 5 (five) years, who shall hold office from the conclusion of this Twenty-First AGM (21st) until the conclusion of the Twenty-Sixth (26th) AGM of the Company.

Proposed Remuneration:

The Board of Directors have approved a remuneration not exceeding Rs. 15,00,000/-, for the F.Y. 2025-26 for the following services: Audit of Annual Standalone and Consolidated Financial Statements and Financial Results, Audit of Internal Financial Controls over Financial Reporting, Limited Reviews of quarterly/half-yearly results (as the case may be) as per SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Tax Audit plus applicable taxes and out of pocket expenses, as may be incurred, in connection with the aforesaid.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. The remuneration proposed to be paid to the Statutory Auditors for the subsequent years of the second and final term will be determined judiciously by the

Board of Directors from time to time based on the recommendations of the Audit Committee and in consultation with the Statutory Auditors, which will be commensurate with the services rendered by them during the said tenure. Besides the audit services, the Company would also avail other permitted services from the Statutory Auditors, as may be required from time to time, for which the Auditors will be remunerated separately on mutually agreed terms.

EXPLANATORY STATEMENT TO BE ANNEXED TO THE NOTICE PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT")

SPECIAL BUSINESSES:

<u>Item No. 5</u>

Stock options have been recognized internationally as an effective instrument to incentivize and reward its senior leadership team and key management team ("Key Personnel"), providing an opportunity to eligible employees to share the growth of the company, and to create long term wealth in the hands of the employees. It creates a sense of ownership between the company and its employees, paving the way for a unified approach to the common objective of enhancing overall shareholders value.

In the present competitive economic environment in the country and in the long-term interests of the Company and its shareholders, it is necessary that the Company adopts suitable measures for attracting and retaining qualified, talented and competent personnel.

An employee stock option scheme, designed to foster a sense of ownership and belonging amongst personnel, is a well-accepted approach to this end. It is, therefore, appropriate to consider an Employee Stock Option Scheme for the employees of the Company and subsidiary company(ies).

The Board of Directors of the Company, at its meeting held on **23/05/2025** approved the MACH CONFERENCES Employees Stock Option Plan (hereinafter referred to as the "MACH CONFERENCES ESOP 2025") for the benefit of eligible Employees and subsidiary company(ies).

Disclosure/main features of MACH CONFERENCES ESOP 2025 pursuant to the Companies Act, 2013 are as under:

a. **Brief description of the Scheme:** Based on the Board meeting held on 23/05/2025, the MACH CONFERENCES ESOP 2025 was finalized for eligible employees according to the following criteria:
    - The aggregate number of Options that may be Granted under this ESOP Plan shall not exceed 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} shares (04% of 2,19,13,600 shares) subject to adjustment as may be required due to any Corporate Action or Change in Capital Structure of the Company.

- Each of such Option(s) shall confer upon the Option Holder the right to subscribe 1 Share of the Company of face value Rs. 10 (Ten) each fully paid-up, at the Exercise Price.

b. **Total number of stock options to be granted:**

The total number of stocks granted under the Plan shall not exceed 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} Shares of the Company, unless otherwise determined by the Board / NRC Committee.

c. **Identification of classes of Employees entitled to participate in the Scheme:** As decided by the management on a case-by-case basis, eligibility will be determined by their qualifications or past performance, contribution to the company's growth, and the criticality of the position held within the company.

d. **The appraisal process for determining the eligibility of the Employees for the Scheme:** The appraisal process for determining employee's eligibility for the scheme involves a thorough evaluation of their performance and contributions to the company's growth. Additionally, feedback from supervisors and peers, as well as alignment with the company's strategic goals, will be considered to ensure a holistic assessment.

e. **Maximum number of options to be issued per Employee and in aggregate under the scheme(s)**: 8,76,500 {Eight lakhs, seventy-six thousand and five hundred only} options.

f. **The method which the company shall use to value its options:** As per SEBI regulations for valuation, the company shall follow the regulations and provisions of SEBI (Securities and Exchange Board of India) by using a Category 1 Registered Merchant Banker, as well as comply with the Companies Act, 2013.

g. **The conditions under which option vested in employees may lapse e.g. in case of termination of employment for misconduct:** In the event of abandonment of employment by an Option Holder without the Employer Company's consent or termination of employment "for cause", all Options to such Employee, including the Vested Options, which were not Exercised at the time of abandonment of employment or termination "for cause", shall stand terminated with immediate effect. The term "for cause" shall include the following and any other grounds that may be designated as such under the employment agreement of any Employee:

I. If any information, declaration or testimonials furnished by an Employee are found to be incorrect, incomplete or misleading in any way; or

II. If an Employee is found to have willfully suppressed any material information; or

III. If an Employee acts in contravention any Applicable Law or fail to comply with any of the Company's rules, regulations or policies; or

IV. If an Employee is guilty of misconduct or neglect/ dereliction of duty (including habitual absenteeism, non-adherence to office timings etc.), or has failed to perform his/her employment duties or commit any other breach of any obligations under the employment agreement of the Employee; or

V. If an Employee becomes the subject of bankruptcy, or found to have indulged in any financial irregularities; or

VI. If an Employee has or is accused of having committed an offence involving moral turpitude or engaged in acts involving fraud or dishonesty or commission of an unlawful act; or

VII. If an Employee acts in a manner, or engage in behavior, which is likely to bring the Company into disrepute or prejudice the interests of the Company; or

VIII. If an Employee takes any action which may result in a claim for compensation, damages, censure or the like being asserted against the Company by any person; or

IX. If an Employee has been found not to possess the skills, knowledge and competency for which he/she was hired, or the Employee's demonstrated performance has been found to be below par.

h. **the specified time period within which the employee shall exercise the vested options in the event of a proposed termination of employment or resignation of employee:** All vested Options may be Exercised by the Option Holder within the Exercise Period.

i. **a statement to the effect that the company shall comply with the applicable accounting standards:**

The company shall comply with the relevant Accounting Standard and all applicable provisions of the Companies Act, 2013 with regard to the ESOP Scheme.

The Board recommends the above resolution as given in **Item no. 5** for your approval as **Special Resolution**.

None of the Directors and Key Managerial Personnel or their relatives or any other officials of the Company except to the extent of their shareholding in the Company is in any way, financially or otherwise, concerned or interested in the resolution.

On behalf of the Board of Directors
For **Mach Conferences and Events Limited**

Sd/-
Yashashvi Srivastava
Company Secretary & Compliance Officer

Date: 19th August, 2025
Place: Delhi

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND ACCESS TO THE 21ST ANNUAL GENERAL MEETING OF THE COMPANY: -

The remote e-voting period begins on Tuesday 9 September, 2025, 9:00 hours and ends on Thursday, 11 September, 2025, 17:00 hours. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday 5 September, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 5 September, 2025.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are 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 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user 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 the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &

	voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	**Helpdesk details**
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 - 4886 7000
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. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDeAS, you can log-in at https://eservices.nsdl.com/ *with your existing IDeAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join the Annual General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join Annual General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to dhirenderadvocate85@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliance@machconferences.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@machconferences.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@machconferences.com. The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least three days prior to meeting: mentioning their name, demat account number/folio number, email id, mobile number between Monday, September 08,2025 (9:00a.m. IST) and Wednesday, September 10, 2025 (5:00p.m. IST) and the shareholders who do not wish to speak during the AGM but have queries may send their queries in advance three days prior to meeting mentioning their name, demat account number, folio number, email id, mobile number at compliance@machconferences.com. These queries will be replied to by the company suitably by email.

7. The company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

INFORMATION AT A GLANCE:

Particulars	**Details**
Time & Date of AGM	Friday, 12 September, 2025, 16:00 hours IST
Mode	Video conference and other audio-visual means
Participation through VC/OAVM	https://www.evoting.nsdl.com/
Helpline number for VC participation	Tel: +91 22 4886 7000
Cut-off date for eligibility of remote e-voting and voting at the AGM	Friday, 5 September, 2025
E-voting start time and date	Tuesday, 9 September,2025, 9:00 hours
E-voting end time and date	Thursday, 11 September, 2025, 17:00 hours
E-voting website of NSDL	https://www.evoting.nsdl.com/
Name, address and contact details of e-voting service provider	**Contact name:** Pallavi Mhatre **National Securities Depository Limited,** T301, 3rd Floor, Naman Chambers, G Block, Plot No-C-32, Bandra Kurla Complex, Bandra East, Mumbai-400051 **Email ID's:** pallavid@nsdl.com

	evoting@nsdl.com **Contact number:** 022 - 4886 7000
Name, address and contact details of Registrar and Transfer Agent	**Contact name:** Mr. Virender Kumar Rana **Skyline Financial Services Private Limited** **Unit:** D-153/A, 1st FLOOR, OKHLA INDUSTRIAL AREA, PHASE-I, NEW DELHI-110020 **Email ID:**admin@skylinerta.com **Contact number:** +91-11-40450193-96

On behalf of the Board of Directors
For **Mach Conferences and Events Limited**

Sd/-
Yashashvi Srivastava
Company Secretary & Compliance Officer

Date: 19th August, 2025
Place: Delhi

BOARD'S REPORT

To,
The Members,
Mach Conferences & Events Limited

The Board of Directors (**"Board"**) of your company are pleased to present their 21st Report as a part of the Annual Report of your Company ("the Company" or "MCEL"), on the business and operations of the company together with the Audited Financial Statements (Standalone & Consolidated) for the financial year ended March 31, 2025.

1. FINANCIAL HIGHLIGHTS

A summary of standalone & consolidated financial results of the Company for the Financial Year 2024-25 and Financial Year 2023-24 are as follows:

(Amount in Rs.)

Particulars	Standalone		Consolidated	
	2025	**2024**	**2025**	**2024**
	Financial Year ended on 31.03.2025	**Financial Year ended on 31.03.2024**	**Financial Year ended on 31.03.2025**	**Financial Year ended on 31.03.2024**
Revenue from Operations	2,35,74,72,771	2,37,25,89,449	2,35,74,72,771	2,37,25,89,449
Other Income	3,26,98,753	1,96,25,304	3,28,14,076	1,96,25,304
Total Income	**2,39,01,71,524**	**2,39,22,14,753**	**2,39,02,86,847**	**2,39,22,14,753**
Operating Expenditure	2,13,45,55,838	2,00,29,06,589	2,13,45,55,838	2,00,29,06,589
Depreciation and Amortization Expenses	1,26,89,281	39,01,077	1,26,89,281	39,01,077
Finance Cost	95,13,701	1,16,55,950	95,13,819	1,16,56,186
Other Expenses	3,60,97,534	2,28,40,969	3,61,35,741	2,28,47,419
Total Expenses	**2,19,28,56,354**	**2,04,13,04,585**	**2,19,28,94,679**	**2,04,13,11,271**
Profit before exceptional item, extraordinary and prior period items and tax	**19,73,15,170**	**35,09,10,168**	**19,73,92,168**	**35,09,03,482**
Exceptional Items	0	0	0	0
Extraordinary items	0	0	0	0

Prior period item	0	0	0	0
Profit before tax	**19,73,15,170**	**35,09,10,168**	**19,73,92,168**	**35,09,03,482**
Current Tax	5,20,47,855	8,97,05,865	5,20,48,370	8,97,05,865
Deferred Tax	36,22,225	(6,24,479)	36,22,225	(6,27,329)
Profit & (Loss) after Tax	**14,16,45,090**	**26,18,28,782**	**14,17,21,573**	**26,18,24,946**
Other Comprehensive Income	0	0	0	0
Total Income for the Period	**14,16,45,090**	**26,18,28,782**	**14,17,21,573**	**26,18,24,946**

2. OVERVIEW OF FINANCIAL PERFORMANCE AND STATE OF COMPANY'S AFFAIRS

The Company primarily operates in MICE (Meetings, Incentives, Conferences, and Exhibitions) industry. MCEL has set a high standard in successfully arranging, coordinating and carrying out formal Meetings, Incentives, Conferences and Events across the globe.

During the financial year 2024 –25, the company's standalone revenue from operations stood at ₹2,35,74,72,771/-, as compared to ₹2,37,25,89,449/- in the previous financial year 2023–24. The consolidated revenue from operations of the company for financial year 2024–25 was ₹2,35,74,72,771/- as against ₹2,37,25,89,449/- in financial year 2023–24.

A detailed analysis on the Company's state of affairs and performance is included in the "Management Discussion & Analysis Report" which forms part of the Annual Report.

3. TRANSFER TO RESERVES

During the year under review, the Company has not transferred any amount to General Reserves.

4. DIVIDEND

4.1 DIVIDEND DISTRIBUTION POLICY

In accordance with Regulation 43A of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the top 1,000 listed entities based on market capitalization are required to formulate a Dividend Distribution Policy. Since MCEL does not fall within the top 1000 listed entities, the obligation to formulate a Dividend Distribution Policy does not apply to the Company.

4.2 DIVIDEND

For the financial year 2024-25, the Board has recommended a final dividend of ₹1.00/- (Rupee One Only) per equity share having face value of ₹10.00 each for the financial year 2024-25. The dividend, as recommended above, if approved at the AGM by the members, would be paid within thirty days

from the date of declaration of dividend to those Members/Beneficial holders whose names appear in the Register of Members as on Record date fixed for the said purpose. The total outgo towards dividend on equity shares amounts to Rs. 210.37 Lakhs.
The Board has recommended dividend based on the parameters laid down in the companies Act 2013.

As per the prevailing provisions of the Income Tax Act, 1961, the dividend, if declared, will be taxable in the hands of the shareholders at the applicable rates. For details, shareholders are requested to refer to Notice of 21st Annual General Meeting.

5. SHARE CAPITAL

The Share Capital of the Company comprises of Equity Share Capital only.

5.1 AUTHORISED SHARE CAPITAL

The Authorised Share Capital of the company as on March 31, 2025 is ₹22,00,00,000/- (Rupee Twenty-Two Crores only) divided into 2,20,00,000 (Two Crores, Twenty Lakh only) Equity Shares of ₹10 (Rupees Ten Only) each.

5.2 PAID UP SHARE CAPITAL

As on April 01, 2024, the Issued and Subscribed Share Capital of the Company stood at ₹18,80,81,000/- (Rupees Eighteen Crore, Eighty Lakhs and Eighty-One Thousand Only) divided into 1,88,08,100 (One Crore, Eighty-Eight Lakh, Eight Thousand and One Hundred Only) equity shares of face value ₹10 each.

During the current year FY 2024-25, the Company had successfully launched its Initial Public Offer (IPO) comprising of Fresh issue of 22,29,000 Equity Shares with face value of Rs. 10/- each, by our Company ("Fresh Issue") and Offer for sale of 33,39,000 Equity Shares with face value of Rs. 10/- each, by the Selling Shareholders, namely Mr. Amit Bhatia and Mrs. Laveena Bhatia ("Offer for Sale"). The equity shares of the Company got listed on BSE Ltd on 11th September, 2024.

Further, during the year, your Company has not issued any:
a. shares with differential rights;
b. sweat equity shares; and
c. preference shares
d. shares or instruments convertible into equity shares
e. stock under any scheme

Consequently, the Paid-up Equity Share Capital as on 31st March, 2025 stands at ₹21,03,71,000/- (Rupees Twenty-One Crores, Three Lakhs, Seventy-One Thousand only), consisting of 2,10,37,100 (Two Crores, Ten Lakhs, Thirty-Seven Thousand and One Hundred Only) equity shares of ₹10 each.

6. DEPOSITS

During the Financial Year 2023-24, the Company has not accepted any deposits from public within the meaning of Section 73 and Section 74 of the Companies Act, 2013, therefore the disclosure pursuant to Rule 8 (5)(v) & (vi) of Companies (Accounts) Rules, 2014, is not applicable to the Company.

7. HOLDING & SUBSIDIARIES/ASSOCIATES/JOINT VENTURE

As on last day of the financial year 2024–25, the Company had only one wholly owned subsidiary, **Mach Conventions and Voyages Private Limited.** A statement containing the salient features of financial statements of Subsidiary Companies of the Company is given in the prescribed Form AOC – 1 marked as **Annexure "1",** which forms a part of Consolidated Financial Statements (CFS) in compliance with Section 129 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014.

After closure of the year:

On 23rd May, 2025, the Company signed a Share Subscription and Shareholders' Agreement towards acquisition of 60% equity stake of the entity **"Travexel Events and Travel Private Limited".**

8. MATERIAL CHANGES AND COMMITMENTS

8.1 ALTERATION IN THE COMPANY'S CORPORATE STRUCTURE

During the year under review, the company experienced a major transformation in its corporate structure. In accordance with the provisions of the Companies Act, 2013 and following the approval of its members via a special resolution passed at the Extra-Ordinary General Meeting on March 18, 2024, the company transitioned from a Private Limited Company to a Public Limited Company. Following this, the Company has submitted the required applications and forms, including Form MGT-14 and Form INC-27 to the Registrar of Companies (ROC). After a thorough review and verification, the ROC issued a new Certificate of Incorporation (CIN) on **June 18, 2024**.

The updated Certificate of Incorporation (COI) reflects the company's new name and its status as a Public Company. Consequently, the company's name has been changed from "**Mach Conferences and Events Private Limited**" to "**Mach Conferences and Events Limited.**"

8.2 INITIAL PUBLIC OFFER (IPO)

During the year under review, the company successfully completed its Initial Public Offering (IPO) comprising of Fresh issue of 22,29,000 Equity Shares with face value of Rs. 10/- each, by our Company ("Fresh Issue") and offer for sale of 33,39,000 Equity Shares with face value of Rs. 10/-

each, by the Selling Shareholders, namely Mr. Amit Bhatia and Mrs. Laveena Bhatia ("Offer for Sale").
The Issue opened on Wednesday, September 04, 2024 (with a one-day early opening for Anchor Investors on Tuesday, September 03, 2024) and closed on Friday, September 06, 2024. The basis of allotment was finalized on Monday, September 09, 2024 and the company's equity shares were listed on the SME Platform of the BSE on Wednesday, September 11, 2024, pursuant to the successful completion of the IPO.

Your directors believe that the listing of the Company would provide the right platform to take its brand to greater heights, enhance visibility and provide liquidity to the shareholders. The Company's IPO received an overwhelming response and was oversubscribed, reflecting an investor appetite for the issue. The Equity Shares of the Company were listed with a substantial gain from its offer price. We are gratified and humbled by the trust and faith shown in the Company by the market participants and all the investors.

Note: *Further, in terms of Section 134(3)(l) of the Companies Act, 2013, except as disclosed here and elsewhere in this report, no material changes and commitments that could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.*

8.3 UNCLAIMED SUSPENSE ACCOUNT/DEMAT SUSPENSE ACCOUNT

As on the last day of F.Y. 2024-25, the Company does not have any shares in unclaimed suspense demat account.

9. DIRECTORS AND KEY MANAGERIAL PERSONNELS

9.1 CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNELS

During the year under review, there was no change in Directors and Key Managerial Personnels of the Company.

9.2 RETIREMENT BY ROTATION

In accordance with the provisions of Section 152 of the Companies Act 2013 and the Articles of Association of the Company, Mrs. Laveena Bhatia (DIN: 00351437), Whole-time Director of the Company, retires by rotation at the forthcoming 21st Annual General Meeting and being eligible offers herself for re-appointment.

9.3 STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The Board has received the declaration from all the Independent Directors as per the Section 149(7) of the Companies Act, 2013 and the Board is satisfied that all the Independent Directors meet the criteria of independence as mentioned in Section 149(6) of the Companies Act, 2013, read with the Schedules and Rules issued there under, as well as under Listing Regulations.

9.4 NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

In accordance with the provisions of Section 173 of the Companies Act, 2013 and the applicable rules, a total of 14 (fourteen) Board meetings were held during the financial year 2024-25. The Board Meetings during the year under review were conducted on following dates: -

Serial Number of Board Meeting	Date of the Board Meeting
BM/01/2024-25	April 11, 2024
BM/02/2024-25	May 23, 2024
BM/03/2024-25	June 18, 2024
BM/04/2024-25	June 21, 2024
BM/05/2024-25	July 01, 2024
BM/06/2024-25	July 03, 2024
BM/07/2024-25	July 08, 2024
BM/08/2024-25	July 10, 2024
BM/09/2024-25	August 13, 2024
BM/10/2024-25	August 28, 2024
BM/11/2024-25	September 03, 2024
BM/12/2024-25	September 09, 2024
BM/13/2024-25	November 12, 2024
BM/14/2024-25	March 08, 2025

Details of the attendance of Directors at the Board Meetings for the financial year ended March 31, 2025, are provided below:

Sr. No.	Name of Directors	Category	Total Number of Meetings Held	Total number of Meetings Attended
1.	Mr. Amit Bhatia*	Executive Director	14	14
2.	Mrs. Laveena Bhatia	Executive Director	14	14

3.	Mr. Hemant Koushik	Non-Executive Independent Director	14	13**
4.	Mr. Bhavya Srivastava	Non-Executive Independent Director	14	13**
5.	Mr. Manish Kumar Shankarlal Chandak	Non-Executive Independent Director	14	14

*Mr. Amit Bhatia, Chairman and Managing Director of the company, chaired the Board Meetings held by the Company. Additionally, the Company Secretary and Compliance Officer of the company served as the Secretary for the meetings.

** Mr. Bhavya Srivastava was unable to attend the Board Meeting held on September 09, 2024 and Mr. Hemant Koushik was similarly absent from the meeting held on November 12, 2024. The reasons for their respective absences were duly communicated to the Board, which acknowledged and granted them formal leave of absence.

9.5 COMMITTEES OF THE BOARD & THEIR MEETINGS

The Board Committees forms an integral part of the company's governance framework and are constituted to focus on specific areas of oversight, in accordance with the applicable provisions of the Companies Act, 2013. Each Committee is entrusted with well-defined terms of reference and operates under the delegated authority of the Board.

The Committees facilitate informed and efficient decision-making on matters requiring focused attention, thereby supporting the Board in discharging its responsibilities more effectively. The Chairperson of each Committee apprises the Board of key deliberations and recommendations arising from Committee meetings.

The Committees also have the discretion to invite external experts, senior management personnel, or other invitees to provide inputs, as deemed necessary.

The Company has 4 (four) Board-level Statutory Committees, namely:

- **i.** Audit Committee
- **ii.** Nomination & Remuneration Committee (NRC)
- **iii.** Corporate Social Responsibility (CSR) Committee
- **iv.** Stakeholders' Relationship Committee (SRC)

9.5.1 AUDIT COMMITTEE

The Audit Committee plays a vital role in overseeing the Company's financial reporting process, ensuring accuracy, transparency, and compliances. It monitors the work of management, internal auditors, and statutory auditors, to ensure integrity in financial disclosures. The Committee reviews internal controls, compliance frameworks, and processes in alignment with applicable laws and codes of conduct.

The Committee acts as a guardian of corporate governance upholding high standards of ethical financial reporting and accountability. The statutory auditors are responsible for independently auditing the financial statements, while the Committee supervises the reporting framework.

COMPOSITION OF AUDIT COMMITTEE AND ATTENDANCE OF MEMBERS

The Audit Committee of the company was constituted on June 21, 2024 and its composition fully complies with the requirements set forth under Section 177 of the Companies Act, 2013. During the financial year 2024-25, in accordance with the provisions of Section 177 of the Companies Act, 2013, the Audit Committee meetings were held on the following dates:

- July 05, 2024
- September 06, 2024
- November 12, 2024
- March 08, 2025

The composition of the Committee and the attendance of its members at the meetings are outlined below:

Sr. No.	Name of Members	Designation & Position in the committee	Total Number of Meeting Held	Total Number of Meeting Attended
1.	Mr. Hemant Koushik	Chairman	4	4
2.	Mr. Bhavya Srivastava	Member	4	4
3.	Mr. Amit Bhatia	Member	4	4

9.5.2 NOMINATION & REMUNERATION COMMITTEE (NRC)

The purpose of the Nomination and Remuneration Committee ('NRC') is to oversee the company's nomination process including succession planning for the senior management and the Board. The NRC assists the Board in identifying, evaluating and reviewing individuals qualified to serve as Directors (Executive and Non-Executive).

NRC also determines the role and capabilities required for Independent Directors consistent with the criteria laid down in the Companies Act 2013 and other applicable laws. The NRC and the Board periodically reviews the succession planning process of the company and is satisfied that the Company has adequate process for orderly succession of Board Members and Members of the Senior Management.

The NRC has formulated **Nomination, Remuneration and Evaluation Policy** for Directors, KMPs and Senior Management Personnels of the Company and the same is available on Company's website at:
https://www.machconferences.com/pdf/investors-relations/policies/Nomination-Remuneration-and-Evaluation-Policy.pdf

The criteria for making payments to Non-Executive Directors is available on website at:

https://www.machconferences.com/pdf/investors-relations/disclosures/criteria-for-making-payment-t-non-executive-directors.pdf

COMPOSITION OF NOMINATION & REMUNERATION COMMITTEE AND ATTENDANCE OF MEMBERS

The Nomination & Remuneration Committee of the company was constituted on June 21, 2024 and its composition fully complies with the requirements set forth under Section 178 of the Companies Act, 2013. During the financial year 2024-25, in accordance with the provisions of Section 178 of the Companies Act, 2013, During the financial year 2024–25, a meeting of the Nomination and Remuneration Committee (NRC) was convened on March 08, 2025.

Details of Composition and attendance in meeting are as follows:

Sr. No.	Name of Members	Designation & Position in the committee	Total Number of Meeting Held	Total Number of Meeting Attended
1.	Mr. Hemant Koushik	Chairman	1	1
2.	Mr. Manish Kumar Shankarlal Chandak	Member	1	1
3.	Mr. Bhavya Srivastava	Member	1	1

9.5.3 CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The main objective of the CSR Committee to make a policy to lay down guidelines and make CSR as one of the key business drivers for sustainable development of the environment, society and the overall development of the global community at large.

The purpose of our Corporate Social Responsibility ('CSR') Committee is to formulate and recommend to the Board, a Corporate Social Responsibility Policy, which shall indicate the initiatives to be undertaken by the company, recommend the amount of expenditure the company should incur on Corporate Social Responsibility ('CSR') activities and to monitor from time to time the CSR activities and Policy of the Company.

The CSR Committee provides guidance in formulation of CSR strategy and its implementation and also reviews practices and principles to foster sustainable growth of the Company by creating values consistent with long-term preservation and enhancement of natural, social, intellectual and human capital.

The Corporate Social Responsibility (CSR) Policy of the company is available on the website at https://www.machconferences.com/pdf/investors-relations/policies/Corporate-Social-Responsibility-Policy.pdf

COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE AND ATTENDANCE OF MEMBERS

During the financial year 2024–25, Two (2) meetings of the CSR Committee were held. The first meeting took place on November 12, 2024, followed by the second meeting on March 08, 2025.

Details of Composition of the Committee and attendance in meeting are as follows:

Sr. No.	Name of Member	Designation & Position in the committee	Total Number of Meeting held	Total Number of Meeting Attended
1.	Mr. Amit Bhatia	Chairman	2	2
2.	Mrs. Laveena Bhatia	Member	2	2
3.	Mr. Manish Kumar Shankarlal Chandak	Member	2	2

9.5.4 STAKEHOLDERS' RELATIONSHIP COMMITTEE (SRC)

The Stakeholders' Relationship Committee ('SRC') considers and resolves the grievances of our shareholders, including complaints relating to non-receipt of annual report, transfer and transmission of securities, non-receipt of dividends/interests, issue of new/duplicate certificates, general meetings and such other grievances as may be raised by the security holders from time to time.

The Stakeholders Relationship Committee is empowered to perform the functions of the Board relating to handling of stakeholders' queries and grievances. It primarily focuses to:

- Consider and resolve the grievances of shareholders of the Company with respect to transfer & transmission of shares, non-receipt of annual report, non-receipt of declared dividend, etc.;

• Evaluate performance and service standards of the Registrar and Share Transfer Agent of the Company;

• Provide guidance and make recommendations to improve investor service levels for the investors;

• Any other matter referred to by the Board of Directors.

COMPOSITION OF STAKEHOLDER RELATIONSHIP COMMITTEE (SRC) AND ATTENDANCE OF MEMBERS

The Stakeholders Relationship Committee of the company was constituted on June 21, 2024 and its composition fully complies with the requirements set forth under Section 178 of the Companies Act, 2013. During the financial year 2024-25, in accordance with the provisions of Section 178 of the Companies Act, 2013, During the financial year 2024–25, a meeting of the Stakeholders Relationship Committee (SRC) was convened on March 08, 2025.

Details of Composition of the Committee and attendance in meeting are as follows:

Sr. No.	Name of Member	Designation & Position in the committee	Total Number of Meetings held	Total Number of Meetings Attended
1.	Mr. ManishKumar Shankarlal Chandak	Chairman	1	1
2.	Mr. Amit Bhatia	Member	1	1
3.	Mrs. Laveena Bhatia	Member	1	1

The details of investor complaints received and resolved during the financial year ended March 31, 2025 are given below: -

Complaints opening as on April 01, 2024	NIL
Complaints received during the year	2
Complaints resolved during the year	2
Complaints pending as on March 31, 2025	NIL

9.6 INDEPENDENT DIRECTORS & THEIR MEETING

During the year under review, there were no changes in the composition of Independent Directors on the Board. No Independent Director resigned from their position, nor was any new appointment made in this category. The Company continues to have three Non-Executive Independent Directors, namely:

Sr. No.	Name of Directors	Category	DIN
1.	Mr. Hemant Koushik	Non-Executive Independent Director	08853746
2.	Mr. Bhavya Srivastava	Non-Executive Independent Director	07854811
3.	Mr. ManishKumar Shankarlal Chandak	Non-Executive Independent Director	10550647

9.6.1 MEETING OF INDEPENDENT DIRECTORS

In accordance with Schedule IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations and Secretarial Standard – 1 on Meetings of the Board of Directors, the Independent Directors of the Company are required to hold at least one meeting annually, without the presence of Non-Independent Directors.

The Independent Directors of the Company convened a meeting on **March 08, 2025,** under the Chairmanship of Mr. Hemant Koushik, in the absence of Non-Independent Directors. During the meeting, the Independent Directors reviewed the performance of the Non-Independent Directors, the Board as a whole, its Committees, and the Chairperson. They also assessed the quality, adequacy, and timeliness of the flow of information between the Company's management and the Board.

9.6.2 CODE OF CONDUCT FOR INEPENDENT DIRECTOR

The Company has adopted a Code of Conduct specifically applicable to its Independent Directors. This Code incorporates the duties and responsibilities of Independent Directors as prescribed under the Companies Act, 2013.

The Code of Conduct is available on the website at:
https://www.machconferences.com/pdf/investors-relations/disclosures/code-for-independent-directors-tbr.pdf

9.7 ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to provision of Section 178(2) of the Companies Act, 2013, Nomination and Remuneration Committee (NRC) of the Board in its meeting held on March 08, 2025 had specified the manner for effective evaluation of performance of Board, its Committees and individual Directors. Accordingly, the online link of questionnaires was circulated to the Board Members to receive responses and evaluate them for actions. Thereafter, on basis of responses, the Chairperson of the Committee, in its meeting held on May 23, 2025, confirmed that the performance of all directors was satisfactory.

A meeting of Independent Directors was held on March 08, 2025 without the attendance of Non-Independent Directors or any member of the Management, for evaluation of performance of Non-Independent Directors and Board as a whole and the Chairperson as well as to assess the quality, quantity & timeliness of information between Company's management and Board that was necessary for Board to effectively & reasonably perform their duties. The Chairperson cum Lead Independent Director of the meeting confirmed that the performance of all Non-Independent Directors and Board as a whole and the Chairperson was satisfactory.

10. COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The Nomination and Remuneration Committee ("hereinafter referred as NRC") has put in place the Nomination, Remuneration and Evaluation Policy for appointment of directors, taking into consideration qualification and wide experience of the Directors. The remuneration policy of the Company has been so structured in order to match the market trends of the MICE industry. The Board in consultation with the NRC decides the remuneration policy for Directors. Remuneration payable to Directors is determined by the contributions made by the respective Director for the growth of the Company. The Policy of the Company on Director's appointment and remuneration, including criteria as to qualifications, positive attributes, independence of a Director and other matters as required under Section 178(3) of the Companies Act, 2013, is available on the website of the Company https://www.machconferences.com/pdf/investors-relations/policies/Nomination-Remuneration-and-Evaluation-Policy.pdf and is annexed as **Annexure "2"** forming part of this Report. We affirm that the remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

11. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and ability, confirm in respect of the Audited Annual Accounts for the financial year ended March 31,2025 that:

a) In the preparation of Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any;
b) The Directors had selected such accounting policies and applied them consistently and made Judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
c) 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;

d) The Director had prepared the annual accounts on going concern basis;

e) The Director had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) The Director had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

12. INFORMATION ABOUT RELATED PARTY TRANSACTIONS

All contracts/ arrangements/ transactions entered by the Company during the FY 2024-25 with related parties were on an arm's length basis and in the ordinary course of business and approved by the Audit Committee and omnibus approval was obtained where applicable. None of the transactions with related parties falls under the scope of Section 188(1) of the Act. As the Company does not have any RPTs to report pursuant to Sections 134(3)(h) and 188 of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2, the same is not provided.

The policy on Related Party Transactions was amended during the year and the same is available on the website of the Company at:
https://www.machconferences.com/pdf/investors-relations/policies/Policy-on-dealing-with-elated-Party-Transaction.pdf.

13. REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNELS AND PARTICULARS OF EMPLOYEES

The prescribed particulars of employees required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are attached as **Annexure 3** and form a part of this report. The disclosure pertaining to remuneration and other details, as required under Section 197(12) of the Act, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms a part of this Report. However, as per the first proviso to Section 136(1) of the Act and second proviso of Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Report and Financial Statements are being sent to the Members of the Company excluding the said statement. Any Member interested in obtaining a copy of the said statement may write to the Company Secretary at compliance@machconferences.com.

14. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The company has a Vigil Mechanism/Whistle Blower Policy which has been communicated within the organization to eliminate and help prevent malpractices, to investigate and resolve complaints, to take appropriate action to safeguard the interests of the Company, to ensure that the whistle-blower is protected.

The Company has a Vigil Mechanism that provides a formal channel for all its directors and employees to approach the Chairman of the Audit Committee to make protected disclosures about any ethical misconduct, actual or suspected fraud or violation of the Code of Conduct. No person is denied access to the Chairman of the Audit Committee. This vigil mechanism fosters a culture of trust and transparency among its stakeholders.

The Whistleblower Policies for Directors & Employees encourages Directors, employees, and others to report any actual or possible violation of any event that he/she becomes aware of that could affect the business or reputation of the Company. The policy safeguards the whistle-blowers against any unfair practices, such as retaliation, threats, intimidation, termination, suspension, transfer, demotion, refusal of promotion or any other disciplinary action.

The Whistle Blower Policy is available on the website of the Company at: https://www.machconferences.com/pdf/investors-relations/policies/Whistle-Blower-Policy.pdf

15. AUDIT AND AUDITORS

15.1 STATUTORY AUDIT AND AUDITOR

The Members of the Company at the Annual General Meeting held on December 29, 2020, approved the appointment of M/s. Gulati Sandeep & Co., Chartered Accountants as the Statutory Auditors of the Company, for a period of 5 Years, pursuant to provisions of Section 139 of the Companies Act, 2013.

The Auditors' Report for the financial year ended 31st March, 2025, on the financial statements of the Company forms part of this Annual Report.

There were no qualifications, reservations or adverse remarks or disclaimer made by the Statutory Auditors in respect of financial statements for the year ended 31st March, 2025.

15.2 SECRETARIAL AUDIT AND AUDITOR

In accordance with the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors appointed M/s. Dhirender Tripathi & Associates, Practicing Company Secretaries, as the Secretarial Auditor, to carry out Secretarial Audit of the Company of the Company, for the financial year 2024-25. The Company has complied with Secretarial Standards-1 and 2 issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings respectively.

The Secretarial Audit Report of the Company is annexed to this Report as **Annexure "4".** The Secretarial Audit Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments. The Secretarial Audit Report does not contain any qualification or adverse remarks.

15.3 COST AUDIT AND AUDITOR

The Company is not required to appoint Cost Auditors pursuant to the provisions of Section 148 of the Act read with relevant rules notified thereunder.

15.4 INTERNAL AUDIT AND AUDITOR

The Board of Directors of the Company had appointed M/s. S. K. Tanwar & Associates, Chartered Accountants, as the Internal Auditor of the Company for the financial year 2024–25. Their term concluded at the end of the said financial year.

16. REPORTING OF FRAUD

During the year under review, neither the Statutory Auditors, Secretarial Auditors nor the Internal Auditor have reported any instances of fraud committed by the officers or employees of the Company to the Audit Committee under Section 143(12) of the Companies Act, 2013, that require disclosure in this Report.

17. RISK MANAGEMENT

The Board of Directors of the company recognizes that effective risk management is a critical element for achieving sustainable growth and long-term value creation. In the dynamic business environment in which the company operates, risks—both internal and external—are inherent and unavoidable. Accordingly, the Board is committed to maintaining a proactive and structured approach to identifying, assessing, and mitigating key risks that could potentially affect the Company's operations, financial performance, and reputation and thus in pursuance of the same it has formulated a Risk Management Policy.

There is no legal requirement for constituting a Risk Management Committee in the Company. Accordingly, the Board ensures that risk considerations are embedded in all strategic and operational decision-making processes.

18. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT THE WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The company has zero tolerance for sexual harassment at workplace and has adopted a 'Prevention of Sexual Harassment Policy' in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules, as amended from time to time, thereunder for prevention and redressal of complaints of sexual harassment at workplace.

The policy on **'Prevention of Sexual Harassment'** is available on the website of the Company at https://www.machconferences.com/pdf/investors-relations/policies/Policy-on-Prevention-of-Sexual-Harassment.pdf.

COMPOSITION OF INTERNAL COMPLAINTS COMMITTEE (ICC) OF MACH CONFERENCES AND EVENTS LIMITED

As on April 01, 2024, the following members were part of Internal Complaints Committee (ICC):

Sr. No	Name	Designation
1.	Mrs. Laveena Bhatia	Presiding Officer
2.	Mr. Amit Bhatia	Internal Member
3.	Ms. Sakshi Singh	Internal member
4.	Ms. Madhvi Kalra	External Member

During the year under review, the Internal Complaints Committee (ICC) was reconstituted at the Board Meeting held on March 08, 2025. The reconstituted committee comprises the following members:

Sr. No.	Name	Designation
1.	Mrs. Laveena Bhatia	Presiding Officer
2.	Ms. Yashashvi Srivastava	Internal Member
3.	Ms. Sakshi Singh	Internal member
4.	Mr. Dhirender Tripathi	External Member

During the year under review, no complaints were received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Sr. No.	Particulars	Details
1.	Number of complaints of sexual harassment received in the year	NIL
2.	Number of complaints disposed-off during the year	NIL
3.	Number of cases pending for more than ninety days	NIL
4.	Induction of awareness program during the year	2

Further, the Company affirms that during the year under review, the Company has complied with the provisions relating to Internal Complaints Committee.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as prescribed under section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo etc. are furnished in **"Annexure-5"** which forms part of this Report.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans granted, Guarantees given or Investments made during the year under review which are covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

21. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals which impact the going concern status and the Company's future operations.

22. EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, the Annual Return of the Company in Form MGT-7 as on 31st March, 2025 can be accessed on the Company's website and the web-link to access the same is:
https://www.machconferences.com/investors-relations/annual-returns.html

23. CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES

As a part of its initiatives under "Corporate Social Responsibility" (CSR), the Company has formed a CSR Committee. The objective of the Company's CSR initiatives is to improve the quality of life of communities through long-term value creation for all stakeholders. The Company has in place a CSR policy which provides guidelines to conduct CSR activities of the Company. The CSR policy is available on the website of the Company at www.machconferences.com. The purpose of our CSR Committee is to formulate and recommend to the Board, a CSR Policy, which shall indicate the initiatives to be undertaken by the Company, recommend the amount of expenditure the Company should incur on CSR activities and to monitor from time to time the CSR activities and policy of the Company.

The Annual Report on CSR activities as required to be given under Section 135 of the Companies Act, 2013 and Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended is annexed herewith as **"Annexure-6"**.

24. INTERNAL CONTROL SYSTEMS

The Internal Financial Controls (IFC) with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

The Company has established a robust Financial Controls framework that aligns with its operational size, scale, and complexity. The Board of Directors holds the responsibility for ensuring that the FC (Financial Controls) is effectively implemented and maintained. This framework has been designed to provide reasonable assurance regarding the accuracy of financial and operational reporting, compliance with applicable laws, safeguarding of assets against unauthorized use, proper authorization of transactions, and adherence to corporate policies.

25. MANAGEMENT DISCUSSION AND ANALYSIS

In accordance with Regulation 34 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report for the financial year 2024–25 is presented as a separate section forming an integral part of this Annual Report.

26. SECRETARIAL STANDARDS

The Institute of Company Secretaries of India has issued Secretarial Standard -1 (SS-1) on 'Meetings of the Board of Directors' and Secretarial Standard – 2 (SS-2) on 'General Meeting' and both the Secretarial Standards have been approved by the Central Government under Section 118(10) of the Act. Pursuant to the provisions of Section 118(10) of the Act, it is mandatory for the Company to observe the Secretarial Standards with respect to Board Meeting and General Meeting. The Company has adopted and followed the set of principles prescribed in the respective Secretarial Standards for convening and conducting Meetings of Board of Directors, General Meeting and matters related thereto.

27. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

No application was made or any proceeding is pending against the Company under the Insolvency and Bankruptcy Code, 2016 during the year under review.

28. MATERNITY BENEFIT

The Company provides maternity benefits in accordance with the provisions of the Maternity Benefit Act, 1961. In this regard, the Company has a formal Maternity Benefit Policy in place, in line with the provisions of the Maternity Benefit Act, 1961. The policy ensures eligible female employees receive paid maternity leave, job protection, and additional support during and after pregnancy. The policy is designed to support our employees through the important phase of motherhood, ensuring job security and adequate time for care and recovery.

The company is fully compliant with the Maternity Benefit Act and are committed to providing a supportive and inclusive work environment.

29. ACKNOWLEDGMENT

Your Directors take this opportunity to express their gratitude to all Shareholders, Investors, clients, vendors, bankers, Regulatory and Government authorities, Stock Exchanges, business associates and other stakeholders for their cooperation, encouragement and continued support extended to the Company. The Board sincerely acknowledges the hard work, dedication and commitment of the employees and the faith & confidence reposed by the shareholders in the Company.

For and on behalf of
MACH CONFERENCES AND EVENTS LIMITED
(Erstwhile known as Mach Conferences and Events Private Limited)

Sd/-

Amit Bhatia
(Chairman & Managing Director)
(DIN:00351412)

Date: August 18, 2025
Place: Noida

ANNEXURES TO BOARDS' REPORT

Annexure-1

Form AOC- 1

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures:

Part "A" Subsidiaries

Sr. No.	Number of Subsidiary	1 (One)
1	CIN/ any other registration number of subsidiary company	U74999DL2017PTC321403
2	Name of Subsidiary	Mach Conventions And Voyages Private Limited
3	The date since when subsidiary was acquired	4th March, 2024
4	Provisions pursuant to which the company has become a subsidiary (Section 2(87)(i)/Section 2(87)(ii)	Section 2(87) (ii)
5	Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	1st April,2024 – 31st March,2025 (Holding and Subsidiary both have same reporting period)
6	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	INR (There is no foreign subsidiary)
7	Paid-up Share capital	₹46,00,000/-
8	Reserves and surplus	(₹5,02,844)/-
9	Total assets	₹41,12,671/-
10	Total Liabilities (excluding share capital and reserves and surplus)	₹15,515/-
11	Investment	Nil
12	Turnover	Nil

13	**Profit/(Loss) before taxation**	₹76,998/-
14	**Provision for taxation**	₹515/-
15	**Profit/(Loss) after taxation**	₹76,483/-
16	**Proposed Dividend**	Nil
17	**Extent of shareholding (in percentage)**	100%*

*** Mach Conventions and Voyages Private Limited is a wholly-owned subsidiary of Mach Conferences and Events Limited.**

Names of subsidiaries which are yet to commence operations: **None**
Names of subsidiaries which have been liquidated or sold during the year: **None**

Part "B" Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2O13 related to Associate Companies and Joint Ventures

Name of Associates or Joint Ventures - **None**
Names of Associates or Joint Ventures which are yet to commence operations – **None**
Names of Associates or Joint Ventures which have been liquidated or sold during the year – **None**

For & On behalf of

Mach Conferences & Events Limited

Sd/-
Amit Bhatia
Chairman & Managing Director
DIN:00351412

Sd/-
Laveena Bhatia
Whole-time Director
DIN:00351437

Sd/-
Yashashvi Srivastava
Company Secretary & Compliance Officer

Sd/-
Ravi Kumar Mishra
Chief Financial Officer

Date: August 18, 2025
Place: Noida

Annexure-2

NOMINATION, REMUNERATION AND EVALUATION POLICY

1. PREAMBLE

In terms of Section 178 of the Companies Act, 2013 as amended from time to time, this policy on nomination, remuneration and evaluation of Directors, Key Managerial Personnel (KMP) and the Senior Management Personnel of the Company has been formulated by the Nomination and Remuneration Committee of the Company and approved by the Board of Directors.

2. APPLICABILITY

This Nomination, Remuneration and Evaluation Policy (the 'Policy') applies to the Board of Directors, Key Managerial Personnel and the Senior Management Personnel of Mach Conferences and Events Limited (the "Company" or "MCEL").

3. OBJECTIVE

The objectives and purpose of this Policy are:

3.1. To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a director (Whole-time/non-executive/independent) of the Company ("Director");
3.2. To recommend candidates for appointment as Directors, KMP and Senior Management;
3.3. To establish and review succession plans of the Board of Directors of the Company ("Board"), KMP and Senior Management;
3.4. To recommend policy relating to appointment and removal of Directors, KMP and Senior Management;
3.5. To recommend policy relating to the remuneration of the Directors, KMP and Senior Management/ other employees to the Board;
3.6. (i) To review and approve corporate goals and objectives relevant to the compensation of the whole-time directors, evaluating their performance in light of those goals and objectives and either as a committee or together with the other independent Directors (as directed by the Board)

(ii) To determine and approve whole-time Directors' compensation based on this evaluation; making recommendations to the Board with respect to KMP and Senior Management compensation and recommending incentive-compensation and equity-based plans that are subject to approval of the Board.

The primary objective of the Policy is to provide a framework and set standards for the nomination, remuneration and evaluation of the Directors, Key Managerial Personnel and officials comprising the senior management. The Company aims to achieve a balance of merit, experience and skills amongst its Directors, Key Managerial Personnel and Senior Management.

4. DEFINITIONS

"Act" means Companies Act, 2013 and rules relating thereto.

"Board" means the Board of Directors of the Company.

"Committee" means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

"Company" means “Mach Conferences and Events Limited” "Director" means a director appointed to the Board of the Company.

"Independent Director" means a director referred to in Section 149 (6) of the Companies Act, 2013.

"Key Managerial Personnel" means—

1. Managing Director, Chief Executive Officer or Manager or Whole Time Director;
2. Company Secretary;
3. Chief Financial Officer; and
4. Such other Officer as may be prescribed by the Board.

“Senior Management Personnel” means officers and personnel referred to in Section 178 of the Companies Act, 2013.

5. CONSTITUTION OF THE NOMINATION AND REMUNERATION COMMITTEE AND FORMULATION OF POLICY

The Board has constituted the Nomination and Remuneration Committee (“Committee”) of the Board on June 21, 2024. The composition of the Committee is in line with the requirements under the Applicable Laws. This Policy is integral to the functioning of the Committee.

The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by and independent external agency and review its implementation and compliance.

The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The Nomination and Remuneration Committee shall, while formulating the policy ensure that:

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Such policy shall be placed on the website of the company, if any, and the salient features of the policy and changes therein, if any, along with the web address of the policy, if any, shall be disclosed in the Board's report.

6. GENERAL

This Policy is divided into three parts: -
Part – A covers the matters to be dealt with and recommended by the Committee to the Board;
Part – B covers the appointment and removal of Directors, KMP and Senior Management; and
Part – C covers the remuneration for Directors, KMP and Senior Management

Part – A
Matters to be dealt with, perused and recommended to the Board by the Committee

The following matters shall be dealt with by the Committee: -

a) **Identification and recommendation of candidates for appointment as Directors, KMP and Senior Management:**
The Committee shall identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this Policy and recommend to the Board their appointment and removal. In this regard, the Committee may rely on the Company's management, or external search firm(s), or a mix of both, as the Committee deems fit from time to time.

b) **Size and composition of the Board:**

Periodically reviewing the size and composition of the Board to:

A) have an appropriate mix of executive, non-executive and independent directors to maintain its independence and separate its functions of governance and management and

B) ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company;

c) **Formulation of criteria and recommendation of Policy:**

Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the Directors, KMP and other employees.

For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:

1) use the services of an external agencies, if required;
2) consider candidates from a wide range of backgrounds, having due regard to diversity; and consider the time commitments of the candidates.

d) Succession plans:

Establishing and reviewing succession plans of the Board, KMP and Senior Management in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior Management.

e) Evaluation of performance:

i) make recommendations to the Board on appropriate performance criteria for the Directors.

ii) formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company or engage with a third-party facilitator in doing so.

iii) identify ongoing training and education programs for the Board to ensure that non-executive Directors are provided with adequate information regarding the business, the industry and their legal responsibilities and duties.

f) Remuneration framework and policies:

The Committee is responsible for reviewing and making recommendations to the Board on:

a) Remuneration of whole-time directors to be presented for shareholders' approval including severance, if any.
b) Individual and total remuneration of non-executive Directors and the chairperson (if non-executive), including any additional fees payable for membership of Board committees;
c) the remuneration and remuneration policies for KMP and Senior Management including base pay, incentive payments, equity awards, retirement rights, severance pay, if any, and service contracts having regard to the need to:

i) attract and motivate talent to pursue the Company's long-term growth;
ii) demonstrate a clear relationship between executive compensation and performance;

iii) be reasonable and fair, having regard to best governance practices and legal requirements and
iv) balance between fixed and incentive pay reflecting short and long-term performance objectives as appropriate for the Company and its goals.

d) the Company's incentive compensation and equity-based plans including a consideration of performance thresholds and regulatory and market requirements;

PART – B

Policy for appointment and removal of Directors, KMP and Senior Management

a) Appointment criteria and qualifications

1. The Committee shall ascertain the integrity, qualification, expertise and experience of the person identified for appointment as Director, KMP or Senior Management and recommend to the Board his/her appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
2. A person to be appointed as Director, KMP or Senior Management should possess adequate qualification, expertise and experience for the position he/she is considered for.
3. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors/areas relevant to the Company, ability to contribute to the Company's growth and complementary skills in relation to the other Board members.
4. For every appointment of an independent director, the Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended for such role shall meet the description.
5. The Company shall appoint or continue the employment of a person as managing director/whole-time director and non-executive director who has not attained the maximum age of retirement as prescribed under Applicable Laws.
6. A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a director in any company, with the permission of the Board.
7. The Company shall not appoint any resigning Independent Director, as whole-time director, unless a period of one year has elapsed from the date of resignation as an Independent Director.
8. The term/tenure of the Directors, KMP and Senior Management/ other employees shall be in accordance with the Applicable Laws and their respective contracts/ terms of appointment (and shareholders and/or government approvals, where relevant).

b) Removal

Due to reasons for any disqualification mentioned in the Applicable Laws, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the Applicable Laws.

c) Retirement

The Directors, KMP and Senior Management shall retire as per the applicable provisions of the Applicable Law and relevant policies of the Company. The Board will have the discretion to retain the Directors, KMP and Senior Management in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company, subject to approvals as required under the Applicable Laws.

PART – C

Policy relating to the remuneration for Directors, KMP and Senior Management

a) General

1. The remuneration / compensation / commission etc. to be paid to Directors will be determined by the Committee and recommended to the Board for approval, in accordance with the requirements under the Applicable Laws.
2. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the shareholders in the case of Managing Director/ Whole-time Director.
3. Where any insurance is taken by the Company on behalf of its Directors, KMP and Senior Management for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

b) Remuneration to KMP and Senior Management

The pay program for KMP and Senior Management has been designed around three primary pay components: Base/Fixed Pay, Performance Bonus and Stock Incentives. These three components together constitute the “Total Rewards” of the KMP and Senior Management.

1. Base/ Fixed pay: It is guaranteed pay and paid periodically, usually monthly or bi-monthly or as per payroll policy.
2. Performance Bonus: Cash bonus, payable on the achievement of objective and quantifiable key performance indicators (KPI) as established by the Committee.
3. Stock Incentives: Stock or equity-based incentives can be either time based or performance-based equity grants.

The Total Rewards for KMP and Senior Management is designed to ensure their continued alignment with organizational goals. The Committee aims to ensure that KMP and Senior Management pay is reflective of market pay, consisting of a mix of base / fixed pay, performance bonus etc. The emphasis on stock incentives ensures alignment with shareholders' interests, through a continued focus on the Company's sustainable, long-term performance.

c) Remuneration to other employees

The compensation for other employees would be as per the compensation policy of the Company, as revised through the annual compensation review process from time to time and approved by the Chief Executive Officer, in consultation with the Head- HR.

d) Minimum remuneration to Directors in the event of inadequate / no profits

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Directors including any managing or whole-time director or manager, or any other non-executive director, including an independent director in accordance with the provisions of Schedule V of the Act.

e) Remuneration to the Directors

The remuneration payable to each Director is based on the remuneration structure as determined by the Board, and is revised from time to time, depending on individual contribution, the Company's performance, and the provisions of Applicable Laws.

i. Stock incentive: The Independent Directors shall not be entitled to any stock incentive of the Company.

ii. The remuneration to the non-executive Directors (including Independent Directors) may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

7. REVIEW AND AMENDMENT

The policy shall be reviewed by the Nomination and Remuneration Committee and the Board, from time to time as may be necessary.

In case, there are any regulatory changes requiring modifications to the Policy, the amended regulatory requirements will supersede the existing Policy till the time Policy is suitably amended.

Annexure-3

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

1. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25 and percentage increase in remuneration of each Director, Chief Financial Officer, and Company Secretary for financial Year 2024-25 are mentioned below:

Name of Directors/KMPs	Designation	% increase in remuneration over previous year	Ratio of remuneration to median remuneration of all employees
Mr. Bhavya Srivastava*	Non-Executive Independent Director	NA	NA
Mr. Hemant Koushik*	Non-Executive Independent Director	NA	NA
Mr. Manish Kumar Shankarlal Chandak*	Non-Executive Independent Director	NA	NA
Mr. Amit Bhatia	Executive Director (C&MD)	NA	22.59
Mrs. Laveena Bhatia	Executive Director (WTD)	NA	22.59
Ms. Yashashvi Srivastava#	Company Secretary & Compliance Officer	NA	NA
Mr. Ravi Kumar Mishra#	Chief Financial Officer	NA	NA

**Since the remuneration of these Directors is only for the part of the financial year 23-24, the ratio of their remuneration to median and increase in remuneration is not comparable.*

Also, the Company has not paid any remuneration to its Independent Directors except sitting fees for attending Board and Board Committees meeting. Hence, their ratio to median remuneration is not applicable.

 # Ms. Yashashvi Srivastava has been appointed as Company Secretary and Compliance Officer w.e.f. 15.03.2024. Remuneration was paid for the part of year in Financial Year 2023-24, hence % of increase is not applicable.

Further, Mr. Ravi Kumar Mishra has been appointed as Chief Financial Officer w.e.f. 15.03.2024. Remuneration was paid for the part of year in Financial Year 2023-24, hence % of increase is not applicable.

2. **Percentage increase in the median remuneration of employees during the Financial Year 2024-2025:** Not applicable, as there is no increase in the median remuneration of employees during the Financial Year 2024-2025.

3. **Number of Permanent employees on the rolls of the Company as on 31st March 2025:** 81

4. 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:

    - **Non-managerial:** - 9.86%
    - **Managerial:** - Not applicable, as there is no percentile increase in the managerial remuneration during the Financial Year 2024-2025.

    Average increase in the remuneration of the employees other than the Managerial Personnel is in line with the industry practice and is within the normal range.

5. **The key parameters for any variable component of remuneration availed by the directors-** N.A.

6. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

On Behalf of Board of Director
For **Mach Conferences & Events Limited**

Sd/-
Mr. Amit Bhatia
Chairman & Managing Director
DIN: 00351412

Date: August 18, 2025
Place: Noida

Annexure-4

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

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

To,
The Members,
Mach Conferences and Events Limited
Office No-4, 2nd/Floor, Master Space Plot No-27
Kh/Mustatil No-154 Killa No-19/2, Uggarsain Park,
Dichaon Road Najafgarhstreet No- 2,
Najafgarh, South West Delhi, New Delhi, Delhi, India, 110043

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by MACH CONFERENCES AND EVENTS LIMITED (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our verification of the MACH CONFERENCES AND EVENTS LIMITED'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 authorised representatives during the conduct of Secretarial Audit and the representations made by the Company, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 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:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the company for the Financial Year ended on March 31, 2025 according to the provisions of:

I. The Companies Act, 2013 (the Act) and the rules made there under
II. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under 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'): -
   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) Regulations, 2014;
e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

were applicable to the Company as per the representations made by the Company. However, it has been found that there were no instances requiring compliance with the provisions of the laws indicated at point (d), (e), (g) and (h) of para (v) mentioned hereinabove during the period under review.

VI. We have also examined compliance with the applicable clauses of the following:
i. Secretarial Standards of The Institute of Company Secretaries of India,
ii. The Listing Agreements entered into by the Company with BSE-SME Stock Exchange.

During The year under review, the company has complied with the provisions of the act, rules, regulations and guidelines, standards mentioned above and there is adequate compliance management system for the purpose of other sector specific laws. We have relied on the representations made by the Company and its officers for the systems and mechanisms formed by the Company for compliances under other sector specific laws and regulations applicable to the Company.

We further report that the compliance by the company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent, and a system exists for seeking and obtaining further information and clarifications on the agenda items before and during the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the chairman, the decisions of the board were unanimous and no dissenting views have been recorded.

We further report that 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.

We further report that during the audit period there were no other specific events/ actions having a major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For **DHIRENDER TRIPATHI & ASSOCIATES**
Practising Company Secretaries

Sd/-
Dhirender Tripathi
Proprietor
Membership No.: A25949
CPN: 24927
Reviewer Code No.: 5555/2024
UDIN: A025949G000989142

Place: Delhi
Date: 12.08.2025

"This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report."

"Annexure - A"
Annexure to Secretarial Audit Report

To,
The Members,
Mach Conferences and Events Limited
Office No-4, 2nd/Floor, Master Space Plot No-27
Kh/Mustatil No-154 Killa No-19/2, Uggarsain Park,
Dichaon Road Najafgarhstreet No- 2,
Najafgarh, South West Delhi, New Delhi, Delhi, India, 110043

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of 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.

For **DHIRENDER TRIPATHI & ASSOCIATES**
Practising Company Secretaries
Sd/-
Dhirender Tripathi
Proprietor
Membership No.: A25949
CPN: 24927
Reviewer Code No.: 5555/2024
UDIN: A025949G000989142

Place: Delhi
Date: 12.08.2025

Annexure-5

Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

Information relating to energy conservation, technology absorption, and foreign exchange earnings and outgo forming part of Directors' report in terms of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014

(A) CONSERVATION OF ENERGY

We continue to strengthen our energy conservation efforts. We are always in lookout for energy efficient measures for operation, and value conservation of energy through usage of latest technologies for quality of services. Although the equipments used by the Company being in the business of Meetings, Incentives, Conferences, and Exhibitions ("MICE") are not energy sensitive by their very nature, still the Company is making best possible efforts for conservation of energy by ensuring that the Computers and all other equipments purchased by the Company strictly adhere to environmental standards, and they make optimum utilization of energy.

The Company has also put in place, the continuous process of identifying and replacing in a phased manner, the machinery like Computers, Air Conditioners and UPS etc., which are low in efficiency.

i**. The steps taken or impact on conservation of energy:**

The Operations of the Company are not energy intensive. However, Company continues to implement prudent practices for saving electricity and other energy resources in day-to-day activities.

ii. **Steps taken by the Company for utilizing alternate sources of energy:**

Nil

iii. **The capital investment on energy conservation equipment:**

We constantly evaluate new technologies and make appropriate investments to be energy efficient for example using energy efficient equipment and devices, replacing CFL fittings with LEDs fittings to reduce power consumption, and timely preventive maintenance of equipment. The air conditioned is with energy-efficient compressors for central air conditioning and with split air conditioning for localized areas.

(B) TECHNOLOGY ABSORPTION

i. **The efforts made towards technology absorption** – The Company being in Service Sector has adopted all new technology in terms of new software and hardware and latest machinery with automated processes available in the current Techno-environment and commensurate to the size, scale and complexity of its operations.

ii. **The benefits derived like product improvement, cost reduction, product development or import substitution –** Technology absorption has helped the Company to provide better and more accurate service to the Customers.

iii. **In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) –** We have not imported any technology.

iv. **The expenditure incurred on Research and Development –** During the year under review, the Company did not incur any expenditure on Research and Development.

(C) FOREIGN EXCHANGE EARNING AND OUTGO

S.No.	Particulars	F.Y. 2024-25 (in Rs.)	F.Y. 2023-24 (in Rs.)
1.	Earning in foreign currency	0	0
2.	Expenditure in foreign currency	48,55,96,564/-	63,67,95,095/-

For and on behalf of
Mach Conferences & Events Limited

Sd/-

Amit Bhatia
(Chairman & Managing Director)
(DIN:00351412)

Date: August 18, 2025
Place: Noida

ANNEXURE-6

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014

1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

For Mach Conferences and Events Limited ("MCEL" or "Company"), social and environmental responsibility has always been at the forefront and as a result the Company consistently contributes towards the socially responsible activities. We believe that to succeed, an organization must maintain highest standards of corporate behaviour towards its employees, customers and society in which it operates.

Our Corporate Social Responsibility (CSR) initiatives are governed by our CSR Policy ("the Policy"), originally adopted on June 21, 2024 and subsequently revised on March 08, 2025.

During the year under review, the company undertook CSR initiatives in the area of promoting sports, including the training and development of individuals in rural sports, nationally recognized sports, Paralympic sports, and Olympic sport.

2. COMPOSITION OF CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Sr. No.	Name of Director	Designation & Position in the committee	Number of meetings held during the year	Number of meeting attended during the year
1	Mr. Amit Bhatia	Chairman	2	2
2	Mrs. Laveena Bhatia	Member	2	2
3	Mr. Manish Kumar Shankar Lal Chandak	Member	2	2

3. WEB-LINKS WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR ANNUAL ACTION PLAN APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY

Composition of the CSR Committee:	https://www.machconferences.com/investors-relations/committees.html
CSR Policy:	https://www.machconferences.com/investors-relations/policies.html

CSR Annual Action Plan as approved by the Board:	https://www.machconferences.com/pdf/investors-relations/others/ANNUAL-ACTION-PLAN-OF-CSR

4. **EXECUTIVE SUMMARY ALONG WITH WEB-LINK(S) OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8, IF APPLICABLE**

   The Company is not required to conduct an Impact Assessment as specified under Rule 8(3) of the Companies (Corporate Social Responsibility Policy) Rules, 2014.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any: **Not Applicable**

S.No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
-	-	-	-

6. Average Net Profit of the company as per section 135(5): **₹ 218,359,161/-**

7. (a) 2% of average net profit of the Company as per section 135(5): **₹ 29,12,673.76/-**

   (b) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years: **NIL**

   (c) Amount required to be set off for the financial year, if any: **NIL**

   (d) Total CSR obligation for the financial year (7a+7b-7c): **₹ 29,12,673.76/-**

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.

₹33,16,000/-	NA	NA	NA	NA	NA

(b) Details of CSR amount spent against **ongoing projects** for the financial year:

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/ No).	Mode of Implementation – Through Implementing Agency	
				State	District						Name	CSR Registration number.
1.	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

(c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project		Amount spent for the project (in Rs.)	Mode of implementati on - Direct (Yes/No)	Mode of implementation – Through implementing agency	
				State	District			Name	CSR registration number
1.	Training to promote rural sports, nationally recognized	(vii)	No	Uttar Pradesh	Ghaziabad	₹33,16,000/-	No	Ghazipur Sports Association	CSR00049972

	sports, Paralympic sports and Olympic sports								
	TOTAL								

(d) Amount spent in Administrative Overheads - **Nil**
(e) Amount spent on Impact Assessment, if applicable – **N.A.**
(f) Total amount spent for the Financial Year (8b+8c+8d+8e) - **₹ 33,16,000/-**
(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	₹29,12,673.76/-
(ii)	Total amount spent for the Financial Year	₹33,16,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	₹ 4,03,327/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	₹4,03,327/-

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
1.	2023-24	-	-	-	-	-	-
2.	2022-23	-	-	-	-	-	-
3.	2021-22	-	-	-	-	-	-
	TOTAL						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs).	Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.
1.	-	-	-	-	-	-	-	-
	TOTAL							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details) – **Not Applicable**

(a) Date of creation or acquisition of the capital asset(s)- NA

(b) Amount of CSR spent for creation or acquisition of capital asset- NA

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc- NA

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)- NA

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: NA

For and on behalf of
Mach Conferences & Events Limited

Sd/-
Amit Bhatia
(Chairman and Managing Director)
&
(Chairman of CSR Committee)
DIN:00351412

Date: August 18, 2025
Place: Noida

Independent Auditor's Report

To the Members of **MACH CONFERENCES AND EVENTS LIMITED.**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of **MACH CONFERENCES AND EVENTS LIMITED** ("the Company"), which comprise the balance sheet as at 31st March, 2025 and the statement of Profit and Loss and statement of cash flows for the period 1st April, 2024 to 31st March, 2025 and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2025 its profit/loss and its cash flows for the period 1st April, 2024 to 31st March, 2025.

Basis for Opinion

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

Information other than the financial statements and auditors' 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 Board's Report including Annexures to Board's Report 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.

If, based on the work we have performed, we conclude that there is no material misstatement of this other information. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also 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.

The procedures that we conducted and were required to be conducted form part of this report as Appendix 1.

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 of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143 (3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 4 of the Companies (Accounting Standards) Rules, 2021.
   e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
   f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
   g) Managerial remuneration has been paid and provided by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company 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. The management has represented that, to the best of its knowledge and belief:
         a) no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) no funds have been received by the company from any person(s) or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

v. Since the company has not declared/paid dividend during period, provision of section 123 is not applicable on the company.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account 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 the financial year ended March 31, 2025.

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
FRN: 0008694N
PRC No. 016449

Sd/-
HARI SINGH
(PARTNER)
Membership No. 094782

Place: Noida
Date: 23rd May, 2025
UDIN: 25094782BMLLSF6821

Annexure 'A'

The Annexure referred to in paragraph 1 of the Independent Auditor's Report to the Members of MACH CONFERENCES AND EVENTS LIMITED for the period 1st April, 2024 to 31st March,2025 on "Other Legal and Regulatory Requirements".

On the basis of such checks, as, we considered appropriate and, according to the information and explanations given to us during the course of our audit, we report that:

(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 has maintained 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 Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company,

(d) 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 revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the period.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) **(a)** As explained to us & on the basis of the records examined by us, the company is a service company. Accordingly, it does not hold any physical inventories 0 of matters specified in clause 3(ii) of the order.

(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 sanctioned during any point of time of the period, working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) 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 investments in, nor provided any 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 period. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of the records, the company has not given any loans, investments, guarantees, and security to the parties is covered under provisions of section 185 and 186 of the Companies Act, 2013 during the period. Therefore, the provision of clause 3(iv) is not applicable to the company.

(v) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.

(vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.

(vii) **(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 is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. According to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2025 for a period of more than six months from the date they became payable.

(b) 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 undisputed amount payable in respect of statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at 31st March, 2025 for the period of more than six months from the date they became payable.

(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 transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961. Therefore, reporting under Clause 3(viii) of the order is not applicable.

(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.

(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 willful defaulter by any bank or financial institution or other lender.

(c) According to the information and explanations given to us, the Company has no unutilized money obtained by the way of term loans during the period for the purpose of which they 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 no funds raised on short term basis have been used for long term purposes by the company.

(e) In our opinion and according to the information and explanations given by the management, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly, clause 3(ix)(e) is not applicable.

(f) In our opinion and according to the information and explanations given by the management, the company has not raised loans during the period on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, clause 3(ix)(f) is not applicable.

(x) **(a)** According to the information and explanations given to us, the company has raised money by way of Initial Public Offer during the year have been applied for the purposes for which those raised.

(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 any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the period. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) **(a)**Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on company by its officer or employees noticed or reported during the period, nor have we been informed of such case by the management during the course of audit.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company

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

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

(xiv) In our opinion and based on our examination, according to the size and nature of the business, the company has established the internal audit system as per the provision of section 138 of Companies Act, 2013. Further, we have considered the internal audit report issued to the company by the internal auditor for the year ended 31st March, 2025.

(xv) According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi)

(a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).

(b) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) 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) In our Opinion according to the information and explanations given by the management, the Group does not have CIC as part of the Group.

(xvii) Based on our examination, the company has no incurred cash losses in the period and in the immediately preceding period or not applicable.

(xviii) There has been no resignation of the statutory auditors during the period. 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 financial assets and payment of financial liabilities, 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) Based upon the audit procedures performed, there is no unspent amount under section 135(5) of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the order are not applicable.

(xxi) Our reporting on the matters specified in paragraphs 3(xxi) and 4 read with the proviso to paragraph (2) of the Companies (Auditor's Report) Order, 2020, has been made in paragraph (2) of Other Legal and Regulatory Requirements section of our Auditor's Report on the consolidated audited financial statements.

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
FRN: 0008694N
PRC No. 016449

Sd/-
HARI SINGH
(PARTNER)
Membership No. 094782

Place: Noida
Date: 23rd May, 2025
UDIN: 25094782BMLLSF6821

Annexure 'B'

Report on Internal Financial Controls with reference to financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **MACH CONFERENCES AND EVENTS LIMITED** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
FRN: 0008694N
PRC No. 016449

Sd/-
HARI SINGH
(PARTNER)
Membership No. 094782

Place: Noida
Date: 23rd May, 2025
UDIN: 25094782BMLLSF6821

"Appendix-1" TO THE INDEPENDENT AUDITOR'S REPORT

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- 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 ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the interim condensed standalone 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.

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

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

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

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
FRN: 0008694N
PRC No. 016449

Place: Noida
Date: 23rd May, 2025
UDIN: 25094782BMLLSF6821

HARI SINGH
(PARTNER)
Membership No. 094782

Balance Sheet as at 31st March 2025

₹ in rupees

Particulars	**Note No.**	**As at 31st March 2025**	**As at 31st March 2024**
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	2	21,03,71,000	18,80,81,000
Reserves and surplus	3	87,97,02,449	30,75,91,144
Money received against share warrants		0	0
		1,09,00,73,449	**49,56,72,144**
Share application money pending allotment		**0**	**0**
Non-current liabilities			
Long-term borrowings	4	5,28,66,739	6,24,84,779
Deferred tax liabilities (Net)	5	59,26,354	23,04,129
Other long-term liabilities		0	0
Long-term provisions	6	82,86,949	60,17,570
		6,70,80,042	**7,08,06,478**
Current liabilities			
Short-term borrowings	7	1,27,18,040	6,08,22,609
Trade payables	8		
(A) Micro enterprises and small enterprises		0	0
(B) Others		6,10,62,923	5,26,04,347
Other current liabilities	9	9,32,99,634	24,22,13,757
Short-term provisions		6,68,52,279	9,12,55,876
		23,39,32,876	**44,68,96,589**
TOTAL		**1,39,10,86,367**	**1,01,33,75,211**
ASSETS			
Non-current assets			
Property, Plant and Equipment and Intangible assets	10		
Property, Plant and Equipment		19,74,17,325	21,59,87,780
Intangible assets		0	0
Capital work-in-Progress		0	0
Intangible assets under development		0	0
Non-current investments		46,00,000	46,00,000
Deferred tax assets (net)		0	0
Long-term loans and advances	11	17,21,455	13,02,456

Other non-current assets	12	21,51,84,549	0
		41,89,23,329	**22,18,90,236**
Current assets			
Current investments	13	7,20,06,637	0
Inventories		0	0
Trade receivables	14	42,95,48,126	14,44,27,579
Cash and cash equivalents	15	26,29,64,369	21,55,44,420
Short-term loans and advances	11a	19,54,50,551	43,15,12,976
Other current assets	16	1,21,93,355	0
		97,21,63,038	**79,14,84,975**
TOTAL		**1,39,10,86,367**	**1,01,33,75,211**
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS	**1**		

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For M/s. GULATI SANDEEP & CO.
Chartered Accountant
(FRN: 0008694N)

For and on behalf of the Board of Directors

Sd/-
HARI SINGH
PARTNER
Membership No.: 094782

Sd/-
AMIT BHATIA
Managing Director
DIN: 00351412

Sd/-
LAVEENA BHATIA
Whole-time director
DIN: 00351437

Sd/-
RAVI KUMAR MISHRA
Chief Financial Officer
PAN: BSLPM6474N

Sd/-
YASHASHVI SRIVASTAVA
Company Secretary
PAN: JBBPS9842B

UDIN : 25094782BMLLSF6821
Place: Noida
Date: 23rd May, 2025

Statement of Profit and loss for the year ended 31st March 2025

₹ in rupees

Particulars	Note No.	31st March 2025	31st March 2024
Revenue			
Revenue from operations	17	2,35,74,72,771	2,37,25,89,449
Other income	18	3,26,98,753	1,96,25,304
Total Income		**2,39,01,71,524**	**2,39,22,14,753**
Expenses			
Cost of Sales		2,02,94,65,583	1,92,29,24,822
Employee benefit expenses	19	10,50,90,255	7,99,81,767
Finance costs	20	95,13,701	1,16,55,950
Depreciation and amortization expenses	21	1,26,89,281	39,01,077
Other expenses	22	3,60,97,534	2,28,40,969
Total expenses		**2,19,28,56,354**	**2,04,13,04,585**
Profit before exceptional, extraordinary and prior period items and tax		**19,73,15,170**	**35,09,10,168**
Exceptional items		0	0
Profit before extraordinary and prior period items and tax		**19,73,15,170**	**35,09,10,168**
Extraordinary items		0	0
Prior period item		0	0
Profit before tax		**19,73,15,170**	**35,09,10,168**
Tax expenses			
Current tax	23	5,20,47,855	8,97,05,865
Deferred tax	24	36,22,225	(6,24,479)
Excess/short provision relating earlier year tax		0	0
Profit (Loss) for the period		**14,16,45,090**	**26,18,28,782**
Earning per share			
Basic	**25**		
Before extraordinary Items		7.07	13.92
After extraordinary Adjustment		7.07	13.92
Diluted			
Before extraordinary Items		7.07	13.92
After extraordinary Adjustment		7.07	13.92
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS	**1**		

The accompanying notes are an integral part of the financial statements.
As per our report of even date

For M/s. GULATI SANDEEP & CO.
Chartered Accountant
(FRN: 0008694N)

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
HARI SINGH	**AMIT BHATIA**	**LAVEENA BHATIA**	**RAVI KUMAR MISHRA**	**YASHASHVI SRIVASTAVA**
PARTNER	**Managing Director**	**Whole-time director**	**Chief Financial Officer**	**Company Secretary**
Membership No.: 094782	**DIN: 00351412**	**DIN: 00351437**	**PAN: BSLPM6474N**	**PAN: JBBPS9842B**

UDIN : 25094782BMLLSF6821
Place: Noida
Date: 23rd May, 2025

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2025

₹ in rupees

	PARTICULARS	31st March 2025	31st March 2024
A.	**Cash Flow from Operating Activities**		
	Net Profit before tax and extraordinary items (as per Statement of Profit and Loss)	**19,73,15,170**	**35,09,10,168**
	Adjustments for non-Cash/ Non trade items:		
	Depreciation & Amortization Expenses	1,26,89,281	39,01,077
	Finance Cost	95,13,701	1,16,55,950
	(Profit) / Loss on Sale of Assets	(1,19,02,872)	(23,56,828)
	Dividend income	(2,02,548)	(1,63,335)
	Interest received	(2,02,26,625)	(1,50,17,975)
	Other Inflows / (Outflows) of cash	23,17,163	90,16,687
	Operating profits before Working Capital Changes	**18,95,03,270**	**35,79,45,744**
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(28,51,20,547)	(2,04,38,662)
	Increase / (Decrease) in trade payables	84,58,576	1,52,88,562
	Increase / (Decrease) in other current liabilities	(13,57,07,494)	5,50,90,073
	(Increase) / Decrease in Short Term Loans & Advances	23,60,62,425	(21,20,02,792)
	(Increase) / Decrease in other current assets	(1,21,93,355)	0
	Cash generated from Operations	**10,02,875**	**19,58,82,925**
	Income Tax (Paid) / Refund	(8,97,05,865)	(1,86,69,207)
	Net Cash flow from Operating Activities(A)	**(8,87,02,990)**	**17,72,13,718**
B.	**Cash Flow from Investing Activities**		
	Purchase of tangible assets	(1,98,83,929)	(11,77,01,686)
	Proceeds from sales of tangible assets	3,76,67,975	7,99,00,037
	Non-Current Investments / (Purchased) sold	0	(46,00,000)
	Current Investments / (Purchased) sold	(7,20,06,637)	1,86,86,738
	Interest Received	2,02,26,625	1,50,17,975
	Cash advances and loans made to other parties	(4,18,999)	(9,14,745)
	Dividends received	2,02,548	1,63,335
	Other Inflow / (Outflows) of cash	(21,51,84,549)	0
	Net Cash used in Investing Activities(B)	**(24,93,96,966)**	**(94,48,346)**
C.	**Cash Flow from Financing Activities**		
	Finance Cost	(95,13,701)	(1,16,55,950)
	Increase in / (Repayment) of short-term Borrowings	(4,81,04,569)	(3,87,390)
	Increase in / (Repayment) of long-term borrowings	(96,18,040)	2,48,41,309

	Increase / (Decrease) in share capital	50,15,25,000	21,000
	Other Inflows / (Outflows) of cash	(4,87,68,785)	0
	Net Cash used in Financing Activities(C)	**38,55,19,905**	**1,28,18,969**
D.	**Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)**	**4,74,19,949**	**18,05,84,341**
E.	Cash & Cash Equivalents at Beginning of period	21,55,44,420	3,49,60,079
F.	Cash & Cash Equivalents at End of period	26,29,64,369	21,55,44,420
G.	**Net Increase / (Decrease) in Cash & Cash Equivalents (F-E)**	**4,74,19,949**	**18,05,84,341**

The accompanying notes are an integral part of the financial statements.

As per our report of even date
For M/s. GULATI SANDEEP & CO.
Chartered Accountant
(FRN: 0008694N)

For and on behalf of the Board of Directors

Sd/- **HARI SINGH** **PARTNER** **Membership No.: 094782**	Sd/- **AMIT BHATIA** **Managing Director** **DIN: 00351412**	Sd/- **LAVEENA BHATIA** **Whole-time director** **DIN: 00351437**	Sd/- **RAVI KUMAR MISHRA** **Chief Financial Officer** **PAN: BSLPM6474N**	Sd/- **YASHASHVI SRIVASTAVA** **Company Secretary** **PAN: JBBPS9842B**

UDIN : 25094782BMLLSF6821
Place: Noida
Date: 23rd May, 2025

Note:

1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary
3. Figures in brackets are outflow/deductions

NOTES FORMING PART OF FINANCIAL STATEMENTS

MACH CONFERENCES AND EVENTS LIMITED

Notes to the Standalone Financial Statements for the year ended on March 31st, 2025.
Note No.: 1

Note -1: Significant Accounting Policies, Additional disclosure under the regulatory requirements and Other Explanatory Information

Company Overview
Mach Conferences and Events Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Company is engaged in the business of Event & Conferences (Tourism business that involves meetings, incentives, conferences and exhibitions for corporate groups). The Registered office at "Office No-4, 2nd/Floor, Master Space Plot No-27 Kh/Mustatil No-154 Killa No-19/2, Uggarsain Park, Dichaon Road Najafgarh Street No- 2, Najafgarh, South West Delhi, 110043", Corporate Office: C-127, 2nd Floor, Sector-2, Noida, Uttar Pradesh-201301.

A-Notes on Standalone;

a) Basis of Preparation of Financial Statements

These Standalone financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.
The Standalone financial statements have been prepared under the historical cost convention on accrual basis.

The Standalone financial statements are presented in INR, which is also the Company's functional currency and all values are rounded to the nearest Lakh (INR 00,000), except when otherwise indicated.

Ministry of Corporate Affairs ("MCA") through a notification dated March 24, 2021, amended Division I of Schedule III of the Companies Act, 2013 and applicable for the reporting period beginning on or after April 1, 2021. The amendment encompasses certain additional disclosure requirements. The Company has applied and incorporated the requirements of amended Division I of Schedule III of the Companies Act, 2013, to the extent applicable on it while preparing these financial statements.

b) Background

The Company is engaged in the business of Event & Conferences (Tourism business that involves meetings, incentives, conferences and exhibitions for corporate groups).

c) Summary of Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

i. Basis of Preparation

The financial statements of the Company have been prepared in accordance with 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 notified under relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

ii. Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the reported date and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the managements' best knowledge of current events and actions, actual results could differ from these estimates. Any revision in accounting estimate is recognized prospectively in current and future periods.

iii. Inventory Valuation

The Company is engaged in the business of service provider therefore inventory valuation is not applicable.

iv. Construction Contracts

The company is not involved in any type of construction contracts. Hence this is not applicable.

v. Revenue recognition

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.

Income from service

Revenue from Tour Operator, Sales exclude Goods & Service Tax, sales tax, value added tax and work contract tax but include excise duty. Commission earned is accounted for as part of revenue from operations. Revenue from sale of service is recognized, net of trade discounts and rebates, when the substantial risks and rewards of ownership are transferred to the buyer under the terms of contract.

Interest Income

Income from interest on deposits is recognized on the time proportion method taking into consideration the amount outstanding and the applicable interest rate.

vi. Property, Plant and Equipment's and Depreciation

Fixed asset, Property, Plant & Equipment including intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date. Further:

Tangible Assets

Property, Plants & Equipment's are stated at as per Cost Model i.e., at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the management. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Input tax credit of GST, Grants on capital goods are accounted for by reducing the cost of Capital Goods.

Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with them will flow to the Company and the cost of the expenditure can be measured reliably. Repairs and Maintenance costs are recognised in the Statement of Profit and Loss when they are incurred.

When assets are disposed or retired, their cost is removed from the financial statements. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss for the relevant financial year

Intangible Assets

Intangible assets purchased are initially measured at cost. The cost of an intangible asset comprises its purchase price including any costs directly attributable to making the asset ready for their intended use.

v. Foreign currency Transactions

a) Initial Recognition: Foreign currency transaction, are recorded in the reporting Currency, by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

b) Conversion: Foreign currency monetary items are reported using the closing rate

c) Exchange Difference: Exchange differences arising on the settlement of monetary items at rates different from those at which they are initially recorded during the year or reported in previous financial statement are recognized as income or as expenses at the end of year by applying closing rate

vi. Government Grant

The Company has not received any type of Government grant. Hence this is not applicable.

vii. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets till such time the asset is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Costs incurred in raising funds are amortized equally over the period for which the funds are acquired. All other borrowing costs are charged to profit and loss account.

viii. Provisions, Contingent liabilities and Contingent assets

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the likely future outflow of economic benefits required to settle the obligation at the reporting date.

Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither recognized nor disclosed in the financial statements. However, Contingent assets are assessed continually and when it becomes reasonably certain that inflow of economic benefit will arise.

ix. Depreciation

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Depreciation is not provided on Land & Building as said assets were not put to use during the year.

x. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the long-term investments, if any. On disposal of an investment, the difference between it carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

xi. Employee benefits

a) Provident Fund

The Company's contribution as per Employee Provident Fund Law towards Provident Fund as provided for and payments thereof are made to the relevant authorities on actual basis and relevant employer's contribution are recognized as expenditure and are charged to the Statement of Profit & Loss on accrual basis.

b) Gratuity

Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided on the basis of the actuarial valuation, using the projected unit credit method as at the date of the Balance Sheet.

xii. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non- cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

xiii. Tax on Income

The accounting treatment for the Income Tax in respect of the Company's income is based on the Accounting Standard on 'Accounting for Taxes on Income' (AS-22). The provision made for Income Tax in Accounts comprises both, the current tax and deferred tax. Provision for Current Tax is made on the assessable Income Tax rate applicable to the relevant assessment year after considering various deductions available under the Income Tax Act, 1961.

Deferred tax is recognized for all timing differences; being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. The carrying amount of deferred tax asset/ liability is reviewed at each Balance Sheet date and consequential adjustments are carried out.

xiv. Earnings Per Share

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted Earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

In case of bonus issue the weighted average number of equity shares outstanding during the period and for all periods presented should be adjusted for events, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

General

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

(B) Notes on Standalone Financial Statements

1. The Company has initiated the process to identify the status of its suppliers and asked them to inform the Company if they are a Micro, Medium and Small Enterprise under Micro, Medium and Small Enterprise Act,2006 (MSMED), so that the information regarding dues to MSMED Enterprise could be stated. However, since no response have been received from the suppliers, due to which it is not possible for the Company to disclose exactly, the dues to S.S.I. units included in the Sundry Creditor.
2. Salaries includes director's remuneration on account of salary:

(₹)

Director Remuneration	31/03/2025	31/03/2024
Amit Bhatia	90,00,000	1,20,00,000
Laveena Bhatia	90,00,000	1,20,00,000
Total	**1,80,00,000**	**2,40,00,000**

3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.
4. Payments to Auditors: (₹)

Auditors Remuneration	31/03/2025	31/03/2024
Audit Fees (Including Tax)	11,80,000	5,90,000
Total	**11,80,000**	**5,95,000**

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.
6. Provision for retirement benefits has been made, in view of accounting policy. The impact of the same on Profit & Loss is determined.
7. The Company has not granted any loans or advances to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person and therefore no disclosure is required.

8. **Related Party disclosure as identified by the company and relied upon by the auditors:**

(A) Related Parties and their Relationship

I. Key Management Personnel & their Relatives.

S. No	Name	Designation
1.	Mr. Amit Bhatia	Managing Director
2.	Mrs. Laveena Bhatia	Whole Time Director
3.	Mr. Ravi Kumar Mishra	Chief Financial Officer (CFO)
4.	Ms. Yashashvi Srivastava	Company Secretary (CS)
5.	Mr. Bhavya Srivastava	Non-Executive Independent Director
6.	Mr. Hemant Koushik	Non-Executive Independent Director
7	Mr. Manishkumar Shankarlal Chandak	Non-Executive Independent Director
8	Mr. Yash Pal Bhatia	Relatives of Managing Director
9.	Mrs. Sneh Prabha Bhatia	Relatives of Managing Director
10.	Mr. Adit Bhatia	Relatives of Managing Director
11.	Mr. Sumit Bhatia	Relatives of Managing Director

II. Name of the Holding / Subsidiary / Fellow Subsidiary/ Step down Subsidiary Company

i) Mach Conventions and Voyages Private Limited **(Subsidiary Company)**

Transactions with Related parties (₹)

Particulars	Nature of Relationship	31/03/2025	31/03/2024
Remuneration paid to Executive Directors			
Amit Bhatia	Managing Director	90,00,000	1,20,00,000
Laveena Bhatia	Whole Time Director	90,00,000	1,20,00,000
Remuneration paid to Non-Executive Directors			
Mr. Bhavya Srivastava	Independent Director	3,65,000	0
Mr. Hemant Koushik	Independent Director	3,65,000	0
Mr. Manishkumar Shankarlal Chandak	Independent Director	3,85,000	0
Salary			
Yash Pal Bhatia	Relative of Director	0	3,85,600
Sneh Prabha Bhatia	Relative of Director	0	3,85,600
Adit Bhatia	Relative of Director	17,78,400	11,78,400
Ravi Kumar Mishra	Chief Financial Officer	15,88,320	11,01,600
Yashashvi Srivastava	Company Secretary	6,38,400	83,103
Revenue From Operation			
Amit Bhatia	Managing Director	3,19,13,996	0

Notes:

- The overall remuneration payable to Executive Director does not exceed the ceiling limit as per Section 197 of the Companies Act, 2013
- The remuneration paid to Non-Executive Independent Directors includes sitting fees paid towards attending the Board Meeting, Audit Committee Meeting and Nomination and Remuneration Committee Meetings and other Committee Meetings held during the year. Further, there are no pecuniary relationships or transactions of the Non-Executive Directors with the Company, except those disclosed in the Annual Report.
- Related Parties Transaction within the meaning elaborated under the Companies Act, 2013 & Accounting Standard-18.

Loan Transactions during the year (₹)

Particulars	As on 31st March, 2025		As on 31st March, 2024	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Loans Taken				
Amit Bhatia	50,00,000	0	23,23,00,000	0
Adit Bhatia	0	0	0	8,00,000
Loans Repaid				

Amit Bhatia	3,44,18,644	0	22,15,41,356	0
Adit Bhatia	0	0	0	8,00,000
Mach Conventions and Voyages Private Limited	0	0	0	30,00,000

Related party balances outstanding: **(₹)**

Particulars	**Nature of Relationship**	**As on 31st March, 2025**	**As on 31st March, 2024**
Unsecured Loan			
Amit Bhatia	Managing Director	0	2,94,18,644
Laveena Bhatia	Whole Time Director	0	0
Yash Pal Bhatia	Relative of Director	31,00,000	31,00,000
Director Remuneration			
Amit Bhatia	Managing Director	8,82,764	8,39,188
Laveena Bhatia	Whole Time Director	10,18,089	7,24,807
Salary			
Adit Bhatia	Relative of Director	1,43,292	86,400
Sneh Prabha Bhatia	Relative of Director	0	12,71,664
Yash Pal Bhatia	Relative of Director	0	18,19,064
Ravi Kumar Mishra	Chief Financial Officer	1,12,608	61,800
Yashashvi Srivastava	Company Secretary	66,400	46,400

9. The Company has made no provision in respect of penalty by any government department.
10. **Additional Regulatory Information/disclosures as required by General Instructions to Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.**

i) **Title Deeds of immovable property held in name of company.**

The Company does not hold any immovable property whose title deeds are not held in the name of the company.

ii) **Revaluation of Property, Plant and Equipment.**

No revaluation of Property, Plant and Equipment is carried out during the financial year 2024-25.

iii) **Disclosure regarding Loans and Advances.**

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 on behalf of the Ultimate Beneficiaries

iv) **Disclosure regarding Capital Work in Progress.**

No capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

v) **Property, Plant and Equipment's & Depreciation**

The Company has Tangible assets and complied as per prescribed under the company's act 2013 (for details please refer Note-10 of Standalone Financial Statement).

vi) **Disclosure regarding Intangible Assets**

The Company has no Intangible Assets under development and therefore no disclosure is required.

vii) **Details of Benami property held.**

No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder and therefore no disclosure is required.

viii) **Disclosure regarding borrowings from Banks and financial institution.**

The Company has borrowings from banks on the basis of Hypothecation of Fixed Assets and Fixed Deposit of Company's and Director's. Refer Note- 4 and Note-7 of financial statement.

ix) **Wilful Defaulter**

The Company is not declared wilful defaulter by any bank or financial Institution or other lender and therefore no disclosure is required.

x) **Relationship with Struck off companies**

The company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 and therefore no disclosure is provided.

xi) **Registration of charges or satisfaction with Registrar of companies**

The Company is not required to register charges with Registrar of Companies beyond the statutory period.

xii) **Number of layers of companies**

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

xiii) **Compliance with approved scheme(s) of Arrangements**

No Scheme of Arrangement has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 in respect of the Company, hence no disclosure is required.

xiv) **Utilisation of Borrowed funds and share premium**

a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies) including foreign entities (intermediaries) and therefore no disclosure is required.

b) The Company has 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:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xv) **Undisclosed Income**

During the period, there are no transactions which are not recorded in the books of accounts that has been surrendered or disclosed any transaction as income during the year in the tax assessments under the Income Tax Act, 1961 and therefore no disclosure is required.

xvi) **Corporate Social Responsibility (CSR).**

In accordance with the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR), the Company is covered under the applicability criteria. During the financial year, the Company has incurred a total CSR expenditure of ₹27,74,231 by contributing to the funds specified under Schedule VII of the Companies Act, 2013, thereby complying with the second proviso to sub-section (5) of Section 135 of the said Act.

xvii) **Details of Crypto Currency or Virtual Currency**

The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year and therefore no disclosure is required.

xviii) **Ratio**

Ratio	C.Y Ratio	P.Y Ratio	% Variance
Current Ratio (In Times)	4.16	1.77	135.03
Debt-Equity Ratio (In Times)	0.06	0.25	-76.00
Debt Service Coverage Ratio (In Times)	2.93	2.73	7.33
Return on Equity Ratio (In %)	0.18	0.73	-75.34
Trade Receivables turnover ratio (In Days)	8.21	17.68	-53.57
Net capital turnover ratio	4.35	6.83	-36.30
Net profit ratio	0.06	0.11	-45.45
Return on Capital employed	0.24	0.57	-57.89

xix) The name of Company has been changed to "Mach Conference & Events Limited" from "Mach Conference & Events Private Limited" with the effect from 18th June, 2024

xx) In accordance with AS-17 – there are no separate operating segments hence segment information has not been disclosed as there is only one product and has no separate segments

11. **Earnings Per Share**

12.

Basic and Dilutive Earnings per Share ("EPS") computed in accordance with Accounting Standard (AS) 20 'Earnings per Share'.

Since the company has not issued any convertible preference shares or convertible debentures, the diluted EPS is same as that of Basic EPS. The company has issued bonus shares in the ratio of 360:1 during the period and accordingly the Weighted number of equity shares are calculated and the weighted number of equity shares have been re-casted for the previous year also and EPS for previous year has been re-casted accordingly.

13. **Employee Benefits**

The Management has made of provision for Gratuity in Financial Statements on the basis of Detailed Gratuity Report and Certificate dated 21st April, 2025 issued by Ms. Sapna Malhotra, Fellow Member of Institute of Actuaries of India (M. No.IAI-3766). We have relied on said report and we do not vouch for its accuracy.

1. Gratuity

Introductions

(i) Accounting Standard (AS) 15 Revised issued the Institute of Chartered Accountants of India.

(ii) APS 26 & APS 27 issued by the Institute of Actuaries of India

(iii) Determination of liability for purposes other than financial accounting requirements may be significantly different from the results reported herein. Thus, the use of this report for purposes other than those expressed here may not be appropriate.

2. **Objectives**

The actuarial valuation has been carried out as at 31/03/2025.The purpose of this valuation is to calculate the accrued liability as at the valuation date Scheme Provisions. In compliance with the requirements of 'The Payment of Gratuity Act 1972' the Company currently maintains a Gratuity Scheme covering all its employees. The Scheme provides lump sum benefits linked to final basic salary and completed years of service with the Company at the time of separation. The benefits that are payable to any employee at the time of separation, are in accordance with the Rules laid down in the scheme.

3. **The summary of the employee data**

Employee data and other relevant information, as at 31/03/2025, have been supplied by the Company. In conducting the valuation, we have relied on these.

The information supplied has been reviewed for overall consistency and reasonableness; however, accuracy in respect of each individual case and whether the total data has been supplied is based upon statement of the Company. Any outstanding liability in respect of members who have already left the services of the company and whose details are not included in the data, has not been included in the valuation. Given below is a summary of the membership information as at 31/03/2024 and 31/03/2025 as provided by the Company:

(₹)

Item	**31/03/2025**	**31/03/2024**
Total Number of Employees	81	54
Total Monthly Salary (in 000's) (Basic Salary)	4,060	2,997
Average Monthly Salary (absolute)	50,125	55,493
Average Age (Age last Birthday) (in Years)	34.22	33.46
Average past service (in Years)	2.81	3.19
Average future service (in Years)	23.90	24.72
Discontinuance Liability*	1,03,00,188	84,02,067
Actuarial Liability	90,74,236	67,57,073
Discontinuance/Actuarial	114%	124%

4. **Valuation Assumptions**

4.1 The assumptions and methodology used in compiling this Report are consistent with the requirements of AS15 (Revised 2005).

4.2 Economic assumptions include:

- Discount Rate
- Salary Inflation rate
- Expected return on plan assets

4.3 **Demographic assumptions include:**

- Retirement Age
- Mortality
- Withdrawal/Attrition Rates
- There is no medical cost involved

Following are the major assumptions that have been used in carrying out the valuation:

Per Annum	Year 1	Year 2	Year 3	Year 4	Year 5	Year 5+
Discount Rate	6.71%	6.71%	6.71%	6.71%	6.71%	6.71%
Salary Growth Rate	9.00%	9.00%	9.00%	9.00%	9.00%	9.00%
Withdrawal/Attrition Rate	10.00%	10.00%	10.00%	10.00%	10.00%	10.00%
Mortality Rate	100% of IALM 2012-14					

Major assumption that had been used in last valuation ending at March 31, 2024 are:

Discount Rate	7.35% per annum
Salary Growth Rate	9.00% for all years
Withdrawal/Attrition Rate	10.00% for all years
Mortality Rate	100% of IAB LM 2012-14

4.4 The requirements relating to the major valuation assumptions were made clear as per AS15 (R) and same have been used as provided by the employer. It should be noted that I have not performed any validation checks for the appropriateness and adequacy of the assumptions. The broader professional and accounting standard guidance are that Discount Rate should be based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary increase should take account inflation, seniority, promotion and other relevant factors.

4.5 The Duration of liability is calculated by scientific method called Macaulay duration. The Macaulay duration is the weighted average term to maturity of the cash flows from a bond. The weight of each cash flow is determined by dividing the present value of the cash flow by the price. The duration of the liabilities is approximately 8 years.

4.6 The discount rate as at 31 March 2025 is based on 8 years government bond yields as at 31 March 2025.

4.7 The results are particularly sensitive to some assumptions, such as the Discount Rate, salary increases and mortality. A decrease in the Discount Rate assumed or an increase in salary inflation will lead to an increase in reported cost.

4.8 Reasonableness of Assumptions:

The assumptions used in this report, other than mortality, are the expectations of the company for future year. The responsibility for setting the assumptions for this actuarial valuation rests with the company. The company has chosen a single set of assumptions from a range of possibilities. The results of single scenario is included in the report.

Since it is the Company's prerogative to decide on expected future trends and since the Company is best aware of the various factors affecting the future trends, the assumptions given by the Company have been accepted.

5. Methodology

An actuarial estimation is only a snapshot of a plan's estimated financial condition at a particular point in time; it does not provide the plan's future financial condition or its ability to pay benefit in the future and does not provide any guarantee of future financial soundness of the plan. Over time, a plan's total cost will depend on a number of factors, including the amount of benefit plan pays, the number of people paid benefits, the period of time over which benefits are paid, plan expenses and the amount earned on any assets invested to pay benefits. These amounts and other variables are uncertain and unknowable at the valuation date.

Because modelling all aspects of a situation is not possible or practical, we may use summary information, estimates, or simplifications of estimates to facilitate the modeling future events in an efficient and cost- effective manner. We may also include factor or data that, if used, in our judgment, would not have significantly affected our results. Use of such simplifying techniques does not, in our judgment, affect the reasonableness of valuation results for the plan.

Valuations do not affect the ultimate cost of the plan, only the timing when benefits costs are recognized. Cost recognitions occur over time. If the costs recognized over the period of years are lower or higher than necessary, for whatever reason, normal and expected practice is to adjust future levels to recognize the entire cost of the plan over time.

5.1 The valuation has been carried out using the Projected Unit Credit (PUC) actuarial method to assess the Plan's liabilities, including those related to death-in-service and incapacity benefits.

Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan Liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

The Projected Unit Credit Method requires an enterprise to attribute benefit to the current period (in order to determine current service cost) and the current and prior periods (in order to determine the present value of defined benefit obligations). An enterprise attributes benefit to periods in which the obligation to provide post-employment benefits arises. That obligation arises as employees render services in return for post-employment benefits which an enterprise expects to pay in future reporting periods.

Actuarial techniques allow an enterprise to measure that obligation with sufficient reliability to justify recognition of a liability.

6. Provisions

6.1 The benefits payable under this plan are governed by "Gratuity Act 1972"

6.2 We give below a summary of the principal rules of the Plan;

Type of Plan	Defined Benefit
Employer’s Contribution	100%
Employee’s Contribution	0%
Salary for calculation of gratuity	Last Drawn Basic Salary
Benefits on Normal Retirement	15/26 * Salary * No. of years of completed service
Benefit on early exit due to early retirement/withdrawal/resignation	Same as normal retirement benefit
Benefit on death in service	Same as normal retirement benefit except that no vesting condition applies
Maximum Limit (Capped/Uncapped)	INR 20 Lakhs
Minimum Service Condition (in Years) (Vesting Period)	5 Years
Normal Retirement Age (in Years)	58 Years, one year is added to the current age and considered as retirement age, if current age is more than retirement age.

6.3 We have made full actuarial valuations based on member data and plan information provided by the Company as at Valuation date.

6.4 The definitions of various terms used in the Report are given in the last section

6.5 The full results of our calculations are set out in Disclosure Tables in Section 7.

6.6 We would be pleased to discuss this report with you.

7. Disclosure Format

This section provides the Report under AS 15 (Revised 2005) in respect of Gratuity Plan.

Table I: Assumptions

Assumptions	31/03/2025	31/03/2024
Discount Rate	6.71% per annum	7.13% per annum
Rate of increase in Compensation levels	9.00% per annum	9.00% per annum
Rate of Return on Plan Assets	Not Applicable	Not Applicable
Average future service (in Years)	23.90 Years	24.72 Years

Table II: Change in Present Value of Obligations (₹)

All Figures in INR	31/03/2025	31/03/2024
Present Value of Obligation as at the beginning of the year	67,57,073	6,056,891
Liability Transfer in/(Out)	0	0
Interest Cost	4,81,779	445,181
Past Service Cost	0	0

Current Service Cost	14,52,654	762,365
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Benefits paid	0	0
Actuarial (gain)/ loss on obligations	3,82,730	(507,364)
Present Value of Obligation as at the end of the year	**90,74,236**	**6,757,073**

Table III: Change in Fair Value of Plan Assets **(₹)**

All Figures in INR	**31/03/2025**	**31/03/2024**
Fair value of plan asset at the beginning of year	0	0
Asset Transfer in/ (Out)	0	0
Expected Return on Plan Assets	0	0
Employers' Contributions	0	0
Benefit Paid	0	0
Actuarial Gain /(loss) on Plan Assets	0	0
Fair value of plan assets at the end of year	**0**	**0**

Table IV: Fair Value of Plan Assets **(₹)**

All Figures in INR	**31/03/2025**	**31/03/2024**
Fair value of plan asset at the beginning of year	0	0
Asset Transfer in/ (Out)	0	0
Actual return on plan assets	0	0
Employers' Contributions	0	0
Benefits Paid	0	0
Fair value of plan assets at the end of year	0	0
Funded Status	(67,57,073)	(6,757,073)
Excess of actual over estimated return on plan assets	**0**	**0**

Table V: Actuarial Gain/Loss Recognised **(₹)**

All Figures in INR	**31/03/2025**	**31/03/2024**
Actuarial gain/(loss) for the year - Obligation	(3,82,730)	507,364
Actuarial (gain)/loss for the year - Plan Assets	0	0
Total (gain) / loss for the year	3,82,730	(507,364)
Actuarial (gain) / loss recognized in the year	3,82,730	(507,364)
Unrecognized actuarial (gains)/losses at the end of the year	**0**	**0**

Table VI: The amount to be recognized in Balance Sheet and Statements of Profit and Loss **(₹)**

All Figures in INR	**31/03/2025**	**31/03/2024**
Present Value of Obligation as at the end of the year	90,74,236	6,757,073
Fair Value of Plan Assets as at the end of the year	0	0

Funded Status	(90,74,236)	(6,757,073)
Unrecognized Actuarial (gains) / losses	0	0
Net Asset / (Liability) Recognized in Balance Sheet	**(90,74,236)**	**(6,757,073)**

Table VII: Expense Recognized in Statement of Profit and Loss

(₹)

All Figures in INR	**31/03/2025**	**31/03/2024**
Current Service Cost	14,52,654	762,365
Past Service Cost	0	0
Interest Cost	4,81,779	445,181
Expected Return on Plan Assets	0	0
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Net actuarial (gain)/ loss recognized in the year	3,82,730	(507,364)
Expenses Recognized in the statement of Profit & Loss	**23,17,163**	**700,182**

8. Reconciliation of Expense in Profit and Loss Statement

(₹)

All Figures in INR	**31/03/2023**	**31/03/2024**
Present Value of Obligation as at the end of the year	90,74,236	6,757,073
Present Value of Obligation as at the beginning of the year	67,57,073	(6,056,891)
Benefit Paid	0	0
Actual Return on Assets	0	0
Liability Transfer (In)/Out	0	0
Expenses Recognised in the Statement of Profit and Loss	**23,17,163**	**700,182**

9. Reconciliation of Liability in Balance Sheet

(₹)

All Figures in INR	**31/03/2025**	**31/03/2024**
Opening Net Liability	(67,57,073)	(6,056,891)
Expenses as above	(23,17,163)	(700,182)
Employer Contribution	0	0
Liability Transferred (ln) / Out - Net	0	0
Closing Net Liability	**(90,74,236)**	**(6,757,073)**

The following material developments in the inter-investigation period have led to a significant variation in the liability.

- There has been an increase in the number of employees.
- The average salary over the period has decreased

10. Major Category of Plan Assets (as a % of total assets)

Item	31/03/2025	31/03/2024
Government of India Securities	0%	0%
State Government Securities	0%	0%
High Quality Corporate Bonds	0%	0%
Equity Shares of Listed Companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Fund Managed by Insurer	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	**0%**	**0%**

11. Experience History **(₹)**

All Figures in INR	31/03/2025	31/03/2024	31/03/2023	31/03/2022	31/03/2021
Present value of obligation at the end of the period	9,074,236	6,757,073	6,056,891	4,899,544	3,776,927
Fair value of plan assets at the end of the period	0	0	0	0	0
Funded Status	(9,074,236)	(6,757,073)	(6,056,891)	(4,899,544)	(3,776,927)
Actuarial gain/(loss) in PBO	(382,730)	507,364	(322,385)	(534,914)	2,733,247
Actuarial (gain)/loss for the year - Plan Assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

14. **Disclosure required U/S. 186(4) of The Companies Act, 2013:**
For details of loans and guarantees given to and given by related parties, (refer Note no. 4 & 7 of notes on Standalone Financial Statement).

15. **Approval of the Standalone Financial Statements:**
The Standalone financial statements were approved for issue by the Board of Directors on 23rd May, 2025.

16. **Earning in foreign currency** **(₹)**

Particular	31/03/2025	31/03/2024
Earning in foreign currency	0	0

17. **Expenditure in Foreign Currency** **(₹)**

Particular	31/03/2025	31/03/2024
Transaction in foreign currency	48,55,96,564	63,67,95,095

18. Balances of the parties are subject to confirmation.

19. **According to the information and explanations given to us and on the basis of our examination of the records of the Company:**
    - The total revenue from operations includes unbilled revenue amounting to **₹** 9,95,84,034 for which invoices will be raised in subsequent months.
    - The Tax Collected at Source (TCS) receivable has been accounted for either on the basis of actual net inflows or on an accrual basis, as determined and provided by the management. The same is subject to subsequent confirmation and reconciliation.
    - The Company's proposed trademarks 'BOOKMYYATRA' and 'BOOKMYYATRA.COM' are currently under legal proceedings before the Hon'ble Delhi High Court. The matter is being dealt with in accordance with the guidance provided under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.
    - The company had undertaken a project, which has been completed. Considering the company's strategic direction, the project has been reclassified from "Project under Development" to "Project held for Sale", with a view toward its commercial monetisation.
    - The Company had initially incurred certain expenses related to the IPO . The amounts, attributable to the directors' share of the IPO-related expense, have been subsequently recovered from them.
20. The company had preferred Appeal Filled to Commissioner against Order Passed by AO with Goods & Service Tax Department as follows: - **(₹)**

State	Financial Year	Amount Involved	Case Status	Order Date	Current Status
Delhi	2017-18	1,77,23,232	Order Passed by AO	30/11/2023	Appeal Filled to Commissioner Appeal
Rajasthan	2018-19	20,18,910	Order Passed by AO	21/03/2024	Appeal Filled to Commissioner Appeal

21. The Company is 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.
22. Accounting policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting policies (GAAP).
23. The Previous year's figures have been regrouped/rearranged wherever necessary to confirm with the current year's presentation.
24. Notes 1 to 25 form an integral part of the Balance Sheet and Profit & Loss Accounts.

Signature to notes 1 to 24
In terms of Our Separate Audit Report of Even Date Attached.

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
Firm Registration No. 008694N
PRC No.: 016449

Sd/-
HARI SINGH
PARTNER
Membership No. 094782
PRC No. 016449

For MACH CONFERENCES AND EVENTS LIMITED

Sd/-
AMIT BHATIA
Managing Director
DIN: 00351412

Sd/-
LAVEENA BHATIA
Whole Time Director
DIN: 00351437

Sd/-
RAVI KUMAR MISHRA
Chief Financial Officer
PAN: BSLPM6474N

Sd/-
YASHASHVI SRIVASTAVA
Company Secretary
PAN: JBBPS9842B

UDIN: 25094782BMLLSF6821
Place: Noida
Date: - 23rd May, 2025

Note No. 2 Share Capital **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Authorised :		
22000000 (31/03/2024:22000000) Equity shares of Rs. 10.00/- par value	22,00,00,000	22,00,00,000
Issued :		
21037100 (31/03/2024:18808100) Equity shares of Rs. 10.00/- par value	21,03,71,000	18,80,81,000
Subscribed and paid-up :		
21037100 (31/03/2024:18808100) Equity shares of Rs. 10.00/- par value	21,03,71,000	18,80,81,000
Total	**21,03,71,000**	**18,80,81,000**

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares **₹ in rupees**

	As at 31st March 2025		As at 31st March 2024	
	No. of Shares	**Amount**	**No. of Shares**	**Amount**
At the beginning of the period	1,88,08,100	18,80,81,000	50,000	5,00,000
Issued during the Period	22,29,000	2,22,90,000		
Bonus issue	0	0	1,87,56,000	18,75,60,000
Right Issue	0	0	2,100	21,000
Redeemed or bought back during the period	0	0	0	0
Outstanding at end of the period	**2,10,37,100**	**21,03,71,000**	**1,88,08,100**	**18,80,81,000**

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim 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.

Details of shareholders holding more than 5% shares in the company

Type of Share	Name of Shareholders	As at 31st March 2025		As at 31st March 2024	
		No. of Shares	**% of Holding**	**No. of Shares**	**% of Holding**
Equity	AMIT BHATIA	1,32,17,900	62.83	1,62,23,000	86.26
Equity	LAVEENA BHATIA	14,71,100	6.99	18,05,000	9.60
	Total:	**1,46,89,000**	**69.82**	**1,80,28,000**	**95.86**

Aggregate no. of shares allotted as fully paid up without payment of cash/in bonus and share bought back

Particulars	Year (Aggregate No. Of Shares)						Aggregate No. Of Shares In Last 5 Years	
	2024-25	**2023-24**	**2022-23**	**2021-22**	**2020-21**	**2019-20**	**C.Y.**	**P.Y.**
Equity Shares								
Fully paid up by way of bonus shares	0	1,87,56,000	0	0	0	0	0	1,87,56,000

Details of shares held by Promoters

		Current Year					Previous Year				
		Shares at beginning		Shares at end		% Change	Shares at beginning		Shares at end		% Change
Promoter name	**Particulars**	**Number**	**%**	**Number**	**%**		**Number**	**%**	**Number**	**%**	
AMIT BHATIA	Equity [NV: 10.00]	16223000	86.26	13217900	62.83	-23.43	45000	90.00	16223000	86.26	-3.74
LAVEENA BHATIA	Equity [NV: 10.00]	1805000	9.60	1471100	6.99	-2.61	5000	10.00	1805000	9.60	-0.40
PIYUS KUMAR RATHI	Equity [NV: 10.00]	37905	0.20	37905	0.18	-0.02	0	0.00	37905	0.20	
BAJRANG LAL BAJAJ	Equity [NV: 10.00]	341145	1.81	341145	1.62	-0.19	0	0.00	341145	1.81	
VINEY EQUITY MARKET LLP	Equity [NV: 10.00]	379050	2.02	379050	1.80	-0.22	0	0.00	379050	2.02	
ADIT BHATIA	Equity [NV: 10.00]	11000	0.06	11000	0.05	-0.01	0	0.00	11000	0.06	
SNEH PRABHA BHATIA	Equity [NV: 10.00]	11000	0.06	11000	0.05	-0.01	0	0.00	11000	0.06	
Total		**18808100**		**15469100**			**50000**		**18808100**		

Note No. 3 Reserves and surplus **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Surplus		
Opening Balance	29,76,16,144	22,33,47,362
Add: Profit for the year	14,16,45,090	26,18,28,782
Less: Bonus Share Issued	0	(18,75,60,000)
Closing Balance	**43,92,61,234**	**29,76,16,144**
Securities premium		

Opening Balance	99,75,000	0
Add: Addition during the year	47,92,35,000	99,75,000
Less: Deletion during the year	0	0
Closing Balance	**48,92,10,000**	**99,75,000**
IPO Cost		
Opening Balance	0	0
Add: Addition during the year	0	0
Less: Deletion during the year	4,87,68,785	0
Closing Balance	**(4,87,68,785)**	**0**
Balance carried to balance sheet	**87,97,02,449**	**30,75,91,144**

Note No. 4 Long-term borrowings **₹ in rupees**

	As at 31st March 2025			As at 31st March 2024		
Particulars	**Non-Current**	**Current Maturities**	**Total**	**Non-Current**	**Current Maturities**	**Total**
Term Loan - From banks						
Axis Bank Loan	5,28,66,739	96,18,040	6,24,84,779	6,24,84,779	86,12,165	7,10,96,944
	5,28,66,739	**96,18,040**	**6,24,84,779**	**6,24,84,779**	**86,12,165**	**7,10,96,944**
Loans and advances from related parties						
Loans Directors & relatives Unsecured	0	31,00,000	31,00,000	0	3,25,18,644	3,25,18,644
	0	**31,00,000**	**31,00,000**	**0**	**3,25,18,644**	**3,25,18,644**
The Above Amount Includes						
Secured Borrowings	5,28,66,739	96,18,040	6,24,84,779	6,24,84,779	86,12,165	7,10,96,944
Unsecured Borrowings	0	31,00,000	31,00,000	0	3,25,18,644	3,25,18,644
Amount Disclosed Under the Head "Short Term Borrowings"(Note No. 7)		(1,27,18,040)	(1,27,18,040)		(4,11,30,809)	(4,11,30,809)
Net Amount	**5,28,66,739**	**0**	**5,28,66,739**	**6,24,84,779**	**0**	**6,24,84,779**

Note No. 5 Deferred Tax ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Deferred tax liability		
Deferred tax	59,26,354	23,04,129
Gross deferred tax liability	**59,26,354**	**23,04,129**
Deferred tax assets		
Opening Balance	0	0
Gross deferred tax asset	**0**	**0**
Net deferred tax assets	**0**	**0**
Net deferred tax liability	**59,26,354**	**23,04,129**

Note No. 6 Provisions ₹ in rupees

Particulars	As at 31st March 2025			As at 31st March 2024		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Provision for employee benefit						
Provision for Gratuity	82,86,949	7,87,287	90,74,236	60,17,570	7,39,503	67,57,073
Provision For Leave Encashment	0	2,68,739	2,68,739	0	2,68,739	2,68,739
	82,86,949	**10,56,026**	**93,42,975**	**60,17,570**	**10,08,242**	**70,25,812**
Other provisions						
Current tax provision	0	5,20,47,855	5,20,47,855	0	8,97,05,865	8,97,05,865
Provision For CSR Expenses	0	0	0	0	5,41,769	5,41,769
Provision for Expenses	0	1,37,48,398	1,37,48,398	0	0	0
	0	**6,57,96,253**	**6,57,96,253**	**0**	**9,02,47,634**	**9,02,47,634**
Total	**82,86,949**	**6,68,52,279**	**7,51,39,228**	**60,17,570**	**9,12,55,876**	**9,72,73,446**

Note No. 7 Short-term borrowings ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Loans Repayable on Demands - From banks		
IndusInd Bank Ltd	0	1,96,91,800
	0	**1,96,91,800**
Current maturities of long-term debt	1,27,18,040	4,11,30,809

	1,27,18,040	**4,11,30,809**
Total	**1,27,18,040**	**6,08,22,609**

Note No. 8 Trade payables **₹ in rupees**

Particulars	**As at 31st March 2025**	**As at31st March 2024**
(B) Others	6,10,62,923	5,26,04,347
Total	**6,10,62,923**	**5,26,04,347**

Trade Payables Ageing Schedule **₹ in rupees**

Payment date not defined (Outstanding for following periods from due date of Transaction)										
	Current Year					**Previous Year**				
Particular	**Less than 1 Yrs**	**1-2 Years**	**2-3 Years**	**More than 3 Yrs**	**Total**	**Less than 1 Yrs**	**1-2 Years**	**2-3 Years**	**More than 3 Yrs**	**Total**
MSME					0					0
Others	58791026	1087497	1184400		61062923	51401947	1202400	0	0	52604347
Disputed Dues-MSME					0					0
Disputed-Others					0					0

Note No. 9 Other current liabilities **₹ in rupees**

Particulars	**As at 31st March 2025**	**As at 31st March 2024**
Income Received in Advance		
Advance From Debtors	3,39,25,210	12,82,70,861
	3,39,25,210	**12,82,70,861**
Others payables		
Duties and Taxes	5,00,10,314	8,33,72,787
Salary Payable	85,36,527	80,49,660
EPF Payable	3,45,992	2,56,770
Advance against Property	0	2,13,57,975
Imprest/Advance to Staff	4,81,591	9,05,704
	5,93,74,424	**11,39,42,896**
Total	**9,32,99,634**	**24,22,13,757**

Note No. 10 Property, Plant and Equipment and Intangible assets as at 31st March 2025

₹ in rupees

	Assets		Gross Block					Accumulated Depreciation/ Amortisation				Net Block	
		Useful Life (In Years)	Balance as at 1st April 2024	Additions during the year	Addition on account of business acquisition	Deletion during the year	Balance as at 31st March 2025	Balance as at 1st April 2024	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2025	Balance as at 31st March 2025	Balance as at 31st March 2024
A	Tangible assets												
	Own Assets												
	Air Conditioner	5.00	8,30,264	0	0	0	8,30,264	7,87,203	1,546	0	7,88,749	41,515	43,061
	Office Equipment	5.00	31,10,236	86,482	0	0	31,96,718	28,63,477	54,693	0	29,18,170	2,78,548	2,46,759
	Furniture and Fixtures	10.00	14,56,500	0	0	0	14,56,500	12,87,176	32,890	0	13,20,066	1,36,434	1,69,324
	Vehicles	8.00	4,11,36,209	1,80,16,656	0	1,02,96,460	4,88,56,405	2,11,15,103	79,82,429	97,19,009	1,93,78,523	2,94,77,882	2,00,21,106
	Computers	3.00	49,33,267	15,70,191	0	0	65,03,458	40,83,681	8,51,258	0	49,34,939	15,68,519	8,49,586
	Land and Building-1	0.00	15,27,01,002	0	0	7,71,43,955	7,55,57,047	0	0	0	0	7,55,57,047	15,27,01,002
	Land and Building-3	0.00	2,51,87,652	0	0	2,51,87,652	0	0	0	0	0	0	2,51,87,652
	Land and Building-2	0.00	1,67,69,290	0	0	0	1,67,69,290	0	0	0	0	1,67,69,290	1,67,69,290
	Building	60.00	0	7,73,54,555	0	0	7,73,54,555	0	37,66,465	0	37,66,465	7,35,88,090	0
	Total (A)		24,61,24,420	9,70,27,884	0	11,26,28,067	23,05,24,237	3,01,36,640	1,26,89,281	97,19,009	3,31,06,912	19,74,17,325	21,59,87,780

	P.Y Total		15,12,66,304	9,85,97,766	0	37,39,650	24,61,24,420	2,95,75,958	39,01,077	33,40,396	3,01,36,640	21,59,87,780	12,16,90,345
B	Capital work in progress												
	P.Y Total		5,80,40,035	1,91,03,920	0	7,71,43,955	0	0	0	0	0	0	5,80,40,035
	Current Year Total (A)		24,61,24,420	9,70,27,884	0	11,26,28,067	23,05,24,237	3,01,36,640	1,26,89,281	97,19,009	3,31,06,912	19,74,17,325	21,59,87,780
	Previous Year Total		20,93,06,339	11,77,01,686	0	8,08,83,605	24,61,24,420	2,95,75,958	39,01,077	33,40,396	3,01,36,640	21,59,87,780	17,97,30,380

General Notes:	
1.	No depreciation if remaining useful life is negative or zero.
2.	If asset is used less than 365 days during current financial year then depreciation is equals to w.d.v as on 31-03-2024 less residual value.
3.	Depreciation is calculated on pro-rata basis in case asset is purchased/sold during current F.Y.
4.	If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.

Note No.11

₹ in rupees

Non-current investments

Particulars	As at 31st March 2025	As at 31st March 2024
Trade Investment (Valued at cost unless stated otherwise)		
Investments in equity Instruments (Unquoted)		
In Others		
Investment in subsidiaries unquoted trade (Lower of cost and Market value)	46,00,000	46,00,000
Gross Investment	46,00,000	46,00,000
Net Investment	46,00,000	46,00,000
Aggregate amount of unquoted investments	46,00,000	46,00,000

Note No. 11a Loans and advances ₹ in rupees

Particulars	As at 31st March 2025		As at 31st March 2024	
	Long-term	Short-term	Long-term	Short-term
Other loans and advances				

Unsecured, considered good	17,21,455	9,39,82,994	13,02,456	32,83,15,797
Secured, considered good	0	10,14,67,557	0	10,31,97,179
	17,21,455	19,54,50,551	13,02,456	43,15,12,976
Total	17,21,455	19,54,50,551	13,02,456	43,15,12,976

(a) Other loans and advances: Unsecured, considered good ₹ in rupees

Particulars	As at 31st March 2025		As at 31st March 2024	
	Long-term	Short-term	Long-term	Short-term
Advances to Service Providers	0	2,35,52,415	0	7,37,99,085
Advance To Employees	0	74,63,494	0	86,03,754
Other Recoverables	0	59,40,004	0	1,54,67,538
Prepaid Expenses	0	5,66,37,209	0	1,82,03,180
Salary Advance	0	3,89,872	0	16,35,978
Project Under Development	0	0	0	21,06,06,262
Security Deposit	17,21,455	0	13,02,456	0
Total	17,21,455	9,39,82,994	13,02,456	32,83,15,797

(b) Other loans and advances: Secured, considered good ₹ in rupees

Particulars	As at 31st March 2025		As at 31st March 2024	
	Long-term	Short-term	Long-term	Short-term
Income Tax Deducted at Source	0	6,79,66,392	0	6,90,68,665
GST Input Credit and Advances	0	3,35,01,165	0	3,41,28,514
Total	0	10,14,67,557	0	10,31,97,179

Note No. 12 Other non-current assets ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Other Assets		
Project held for Sale	21,51,84,549	0
Total	21,51,84,549	0

Note No. 13(a) Current investments ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Investments in equity Instruments (Quoted)		
In Others		
Investment in other Indian companies’ equity instruments quoted trade (current investment) (Lower of cost and Market value)	7,20,06,637	0
Gross Investment	7,20,06,637	0
Net Investment	7,20,06,637	0
Aggregate amount of quoted investments (Market Value:6,70,26,424) (2024:0)	7,20,06,637	0
Aggregate amount of unquoted investments		

Note No. 14 Trade receivables ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Secured, Considered good	0	0
Unsecured, Considered Good	42,95,48,126	14,44,27,579
Doubtful	0	0
Allowance for doubtful receivables	0	0
Total	42,95,48,126	14,44,27,579

(Current Year) ₹ in rupees

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables (considered good)	42,63,87,937	21,28,299	10,31,890	0	0	42,95,48,126
(ii) Undisputed Trade Receivables (considered doubtful)	0	0	0	0	0	0
(iii) Disputed Trade Receivables considered good	0	0	0	0	0	0
(iv) Disputed Trade Receivables considered doubtful	0	0	0	0	0	0
(v) Provision for doubtful receivables	0	0	0	0	0	0

(Previous Year) ₹ in rupees

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables (considered good)	14,39,70,488	4,57,091	0	0	0	14,44,27,579
(ii) Undisputed Trade Receivables (considered doubtful)	0	0	0	0	0	0

(iii) Disputed Trade Receivables considered good	**0**	**0**	**0**	**0**	**0**	**0**
(iv) Disputed Trade Receivables considered doubtful	**0**	**0**	**0**	**0**	**0**	**0**
(v) Provision for doubtful receivables	**0**	**0**	**0**	**0**	**0**	**0**

Note No. 15 Cash and cash equivalents **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Balance with banks		
In Current Accounts	9,23,92,694	19,18,07,208
In Cash Credit	47,930	3,000
Total	9,24,40,624	19,18,10,208
Cash in hand		
Cash in hand	17,03,390	15,71,110
Total	17,03,390	15,71,110.
Other		
In Fixed Deposit	16,88,20,355	2,21,63,102
Total	16,88,20,355	2,21,63,102
Total	26,29,64,369	21,55,44,420

Note No. 16 Other current assets **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Other Assets		
Other Current Assets	1,21,93,355	0
Total	1,21,93,355	0

Note No. 17 Revenue from operations **₹ in rupees**

Particulars	31st March 2025	31st March 2024
Sale of services		
Package Tour and Event Services etc	2,34,20,31,714	2,36,61,65,088
	2,34,20,31,714	2,36,61,65,088
Other operating revenues		
Commission Income	1,54,41,057	64,24,361
	1,54,41,057	64,24,361
Net revenue from operations	2,35,74,72,771	2,37,25,89,449

Note No. 18 Other income ₹ in rupees

Particulars	31st March 2025	31st March 2024
Interest Income		
Interest On Fixed Deposit	1,21,55,426	17,24,145
Other Income	80,71,199	1,32,93,830
	2,02,26,625	1,50,17,975
Dividend Income	2,02,548	1,63,335
Net gain/loss on sale of investments	3,66,707	20,87,166
Other non-operating income		
Profit on disposal of tangible fixed assets	1,19,02,873	23,56,828
	1,19,02,873	23,56,828
Total	3,26,98,753	1,96,25,304

Note No. 19 Employee benefit expenses ₹ in rupees

Particulars	31st March 2025	31st March 2024
Salaries and Wages		
Director Remuneration	1,80,00,000	2,40,00,000
Salary and wages	7,96,28,496	5,06,36,833
	9,76,28,496	7,46,36,833
Contribution to provident and other fund		
Employer Contribution to PF	18,07,613	12,66,911
Gratuity	23,17,163	7,00,182
	41,24,776	19,67,093
Staff welfare Expenses	33,36,983	33,77,841
Total	10,50,90,255	7,99,81,767

Note No. 20 Finance costs ₹ in rupees

Particulars	31st March 2025	31st March 2024
Interest		
Interest on short-term loans from banks	17,59,863	28,51,206
Interest on short-term loans from others	5,33,396	7,87,866
Interest on long-term loans from banks	68,31,375	65,75,964
	91,24,634	1,02,15,036
Other Borrowing costs		
Bank & Other Charges	3,31,674	10,56,398
	3,31,674	10,56,398
Gain (Loss) on foreign currency transaction	57,393	3,84,516
Total	95,13,701	1,16,55,950

Note No. 21 Depreciation and amortization expenses ₹ in rupees

Particulars	31st March 2025	31st March 2024
Depreciation on tangible assets	1,26,89,281	39,01,077
Total	1,26,89,281	39,01,077

Note No. 22 Other expenses ₹ in rupees

Particulars	31st March 2025	31st March 2024
Audit fees	11,80,000	5,90,000
Electricity expenses	18,58,227	15,53,772
Business Promotion	27,64,528	6,17,118
Rent	76,64,668	57,04,967
Postage expenses	86,199	1,78,395
Office Maintenance Expenses	5,60,468	6,18,936
Insurance expenses	4,36,167	2,39,151
Commission & Brokerage	34,000	0
Conveyance expenses	11,03,489	10,45,631
Telephone and Internet expenses	13,14,446	9,69,766
Printing and stationery	1,79,226	2,71,278
Mics Expenses	36,52,821	14,46,748
Travelling Expenses	3,48,136	11,42,010
Professional expenses	30,13,987	11,58,177
Repair and Maintenance Expenses	10,66,373	6,24,530
Membership fees	8,51,303	4,53,782
Vehicle Running Expenses	22,17,455	3,95,506
Interest/Demand/Penalties on Service Tax and GST	37,04,620	52,61,733
ROC Expenses	0	27,700
Charges on Shares Purchase	1,72,190	0
CSR Expenses	27,74,231	5,41,769
Director Sitting Fees	11,15,000	0
Total	3,60,97,534	2,28,40,969

Note No. 23 Current tax ₹ in rupees

Particulars	31st March 2025	31st March 2024
Current tax pertaining to current year	5,20,47,855	8,97,05,865
Total	5,20,47,855	8,97,05,865

Note No. 24 Deferred tax ₹ in rupees

Particulars	31st March 2025	31st March 2024
Deferred Tax	36,22,225	(6,24,479)
Total	36,22,225	(6,24,479)

Note No. 25 Earning Per Share ₹ in rupees

Particulars	Before Extraordinary items		After Extraordinary items	
	31st March 2025	31st March 2024	31st March 2025	31st March 2024
Basic				
Profit after tax (A)	14,16,45,090	26,18,28,782	14,16,45,090	26,18,28,782
Weighted average number of shares outstanding (B)	2,00,41,684	1,88,06,321	2,00,41,684	1,88,06,321
Basic EPS (A / B)	7.07	13.92	7.07	13.92
Diluted				
Profit after tax (A)	14,16,45,090	26,18,28,782	14,16,45,090	26,18,28,782
Weighted average number of shares outstanding (B)	2,00,41,684	1,88,06,321	2,00,41,684	1,88,06,321
Diluted EPS (A / B)	7.07	13.92	7.07	13.92
Face value per share	10	10	10	10

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
Firm Registration No. 008694N
PRC No.: 016449

Sd/-
HARI SINGH
PARTNER
Membership No. 094782
PRC No. 016449

UDIN: 25094782BMLLSF6821
Place: Noida
Date: - 23rd May, 2025

For MACH CONFERENCES AND EVENTS LIMITED

Sd/-
AMIT BHATIA
Managing Director
DIN: 00351412

Sd/-
LAVEENA BHATIA
Whole Time Director
DIN: 00351437

Sd/-
RAVI KUMAR MISHRA
Chief Financial Officer
PAN: BSLPM6474N

Sd/-
YASHASHVI SRIVASTAVA
Company Secretary
PAN: JBBPS9842B

Independent Auditor's Report

Independent Auditor's Report on the Consolidated Financial Statements

To the Members of **MACH CONFERENCES AND EVENTS LIMITED.**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **MACH CONFERENCES AND EVENTS LIMITED** (hereinafter referred to as 'the Holding Company'), its subsidiary (the Holding Company and its subsidiary together referred to as the 'Group') comprising of the consolidated Balance sheet as at 31st March 2025, the consolidated Statement of Profit and Loss, including consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the 'consolidated 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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2025 its profit/loss and its cash flows for the period 1st April, 2024 to 31st March, 2025.

Basis for Opinion

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

Information other than the financial statements and auditors' report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The accompanying consolidated financial statements have been approved by the Holding Company's Board of Directors. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including consolidated cash flows of the Group Companies in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group Companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of their respective companies 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 the 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group Companies are responsible for assessing the ability of their respective companies 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 Group or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements 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 ability of the Group Companies to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group Companies to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group Companies of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended 31st March 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Our opinion above on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done by us.

Report on Other Legal and Regulatory Requirements

3. As required by the Companies (Auditor's Report) Order, 2020 (the 'Order' or 'CARO'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on our audit and on the consideration of our reports on separate financial statements and the other financial information of the subsidiary companies, incorporated in India, there are no matters which require reporting as specified as in paragraph 3(xxi) of the Order. The Holding Company did not have any associate company incorporated in India and did not exercise joint control over any entity incorporated in India.
4. As required by Section 143(3) of the Act, based on our audit and on the consideration of our reports on separate financial statements and the other financial information of subsidiary as noted in the 'other matter' paragraph we report, to the extent applicable, that:
   i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   j) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports pertaining to respective companies.

   k) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.

   l) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.

   m) On the basis of the written representations received from the directors of the Holding Company as on 31st March 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group's companies, incorporated in India, is disqualified as on 31st March 2025 from being appointed as a director in terms of Section 164 (2) of the Act; The Holding Company did not have any associate company incorporated in India and did not exercise joint control over any entity incorporated in India.

   n) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary company, incorporated in

India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" to this report. The Holding Company did not have any associate company incorporated in India and did not exercise joint control over any entity incorporated in India.

o) In our opinion, the managerial remuneration for the year ended 31st March 2025 has been paid/provided by the Holding Company and its subsidiary incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act and the rules thereunder. The Holding Company did not have any associate company incorporated in India and did not exercise joint control over any entity incorporated in India.

p) 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:

vii. The company does not have any pending litigation which would impact on its financial position

viii. The Group Companies did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended 31st March 2025.

ix. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary incorporated in India during the year ended 31 March 2025.

x. The management has represented that, to the best of its knowledge and belief:

   d) The respective managements of the Holding Company and its subsidiary which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and to the best of our 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 Holding Company or any of such subsidiary 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, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiary ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   e) The respective managements of the Holding Company and its subsidiary which are companies incorporated in India whose financial statements have been audited under the Act have represented to us that, to the best of our knowledge and belief, no funds have been received by the respective Holding Company or any of such subsidiary from any persons or entities, including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

   f) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

xi. Since the Holding Company and its subsidiary companies incorporated in India during the year, not declared/paid dividend during period, provision of section 123 is not applicable on the company.

xii. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account 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 the financial year ended March 31, 2025.

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
FRN: 0008694N
PRC No. 016449

Sd/-
HARI SINGH
(PARTNER)
Membership No. 094782

Place: -Noida
Date: 23rd May, 2025
UDIN: 25094782BMLLSG5217

Annexure 'A'

Report on Internal Financial Controls with reference to financial statements

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **MACH CONFERENCES AND EVENTS LIMITED** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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 was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of 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

4. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
5. 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
6. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
FRN: 0008694N
PRC No. 016449

Sd/-
HARI SINGH
(PARTNER)
Membership No. 094782

Place: -Noida
Date: 23rd May, 2025
UDIN: 25094782BMLLSG5217

Balance Sheet as at 31st March 2025

₹ in rupees

Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	2	21,03,71,000	18,80,81,000
Reserves and surplus	3	87,91,99,605	30,70,11,817
Money received against share warrants		0	0
		1,08,95,70,605	**49,50,92,817**
Share application money pending allotment		**0**	**0**
Non-current liabilities			
Long-term borrowings	4	5,28,66,739	6,24,84,779
Deferred tax liabilities (Net)	5	59,26,354	23,04,129
Other long-term liabilities		0	0
Long-term provisions	6	82,86,949	60,17,570
		6,70,80,042	**7,08,06,478**
Current liabilities			
Short-term borrowings	7	1,27,18,040	6,08,22,609
Trade payables	8		
(A) Micro enterprises and small enterprises		0	0
(B) Others		6,10,62,923	5,26,04,347
Other current liabilities	9	9,33,14,634	24,22,23,757
Short-term provisions		6,68,52,794	9,12,55,876
		23,39,48,391	**44,69,06,589**
TOTAL		**1,39,05,99,038**	**1,01,28,05,884**
ASSETS			
Non-current assets			
Property, Plant and Equipment and Intangible assets	10		
Property, Plant and Equipment		19,74,17,325	21,59,87,780
Intangible assets		0	0
Capital work-in-Progress		0	0
Intangible assets under development		0	0
Non-current investments		0	0
Deferred tax assets (net)		0	0
Long-term loans and advances	11	22,16,455	17,97,456
Other non-current assets	12	21,51,84,549	0

		41,48,18,329	**21,77,85,236**
Current assets			
Current investments	13	7,20,06,637	0
Inventories		0	0
Trade receivables	14	42,95,48,126	14,44,27,579
Cash and cash equivalents	15	26,65,70,508	21,90,80,093
Short-term loans and advances		19,54,62,083	43,15,12,976
Other current assets	16	1,21,93,355	0
		97,57,80,709	**79,50,20,648**
TOTAL		**1,39,05,99,038**	**1,01,28,05,884**
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS	**1**		

The accompanying notes are an integral part of the financial statements.
As per our report of even date

For M/s. GULATI SANDEEP & CO.
Chartered Accountant
(FRN: 0008694N)
Peer Review Certificate No. 016449

For and on behalf of the Board of Directors

Sd/- **HARI SINGH** **PARTNER** **Membership No.: 094782** **Place: Noida** **Date: 23rd May, 2025** **UDIN: 25094782BMLLSG5217**	Sd/- **AMIT BHATIA** **Managing Director** **DIN: 00351412**	Sd/- **LAVEENA BHATIA** **Whole-time director** **DIN: 00351437**	Sd/- **RAVI KUMAR MISHRA** **Chief Financial Officer** **PAN: BSLPM6474N**	Sd/- **YASHASHVI SRIVASTAVA** **Company Secretary** **PAN: JBBPS9842B**

Statement of Profit and loss for the year ended 31st March 2025

₹ in rupees

Particulars	Note No.	31st March 2025	31st March 2024
Revenue			
Revenue from operations	17	2,35,74,72,771	2,37,25,89,449
Other income	18	3,28,14,076	1,96,25,304
Total Income		**2,39,02,86,847**	**2,39,22,14,753**
Expenses			
Cost of Sales/Operations		2,02,94,65,583	1,92,29,24,822
Employee benefit expenses	19	10,50,90,255	7,99,81,767
Finance costs	20	95,13,819	1,16,56,186
Depreciation and amortization expenses	21	1,26,89,281	39,01,077
Other expenses	22	3,61,35,741	2,28,47,419
Total expenses		**2,19,28,94,679**	**2,04,13,11,271**
Profit before exceptional, extraordinary and prior period items and tax		**19,73,92,168**	**35,09,03,482**
Exceptional items		0	0
Profit before extraordinary and prior period items and tax		**19,73,92,168**	**35,09,03,482**
Extraordinary items		0	0
Prior period item		0	0
Profit before tax		**19,73,92,168**	**35,09,03,482**
Tax expenses			
Current tax	23	5,20,48,370	8,97,05,865
Deferred tax	24	36,22,225	(6,27,329)
Excess/short provision relating earlier year tax		0	0
Profit(Loss) for the period		**14,17,21,573**	**26,18,24,946**
Earning per share			
Basic	**25**		
Before extraordinary Items		7.07	13.92
After extraordinary Adjustment		7.07	13.92
Diluted			
Before extraordinary Items		7.07	13.92
After extraordinary Adjustment		7.07	13.92
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS	**1**		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For M/s. GULATI SANDEEP & CO.
Chartered Accountant
(FRN: 0008694N)
Peer Review Certificate No. 016449

For and on behalf of the Board of Directors

Sd/- **HARI SINGH** **PARTNER** **Membership No.: 094782** **Place: Noida** **Date: 23rd May, 2025** **UDIN: 25094782BMLLSG5217**	Sd/- **AMIT BHATIA** **Managing Director** **DIN: 00351412**	Sd/- **LAVEENA BHATIA** **Whole-time director** **DIN: 00351437**	Sd/- **RAVI KUMAR MISHRA** **Chief Financial Officer** **PAN: BSLPM6474N**	Sd/- **YASHASHVI SRIVASTAVA** **Company Secretary** **PAN: JBBPS9842B**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2025

₹ in rupees

	PARTICULARS	31st March 2025	31st March 2024
A.	**Cash Flow From Operating Activities**		
	Net Profit before tax and extraordinary items(as per Statement of Profit and Loss)	**19,73,92,168**	**35,09,03,482**
	Adjustments for non Cash/ Non trade items:		
	Depreciation & Amortization Expenses	1,26,89,281	39,01,077
	Finance Cost	95,13,819	1,16,56,186
	(Profit) / Loss on Sale Of Assets	(1,19,02,872)	(23,56,828)
	Dividend income	(2,02,548)	(1,63,335)
	Interest received	(2,03,41,948)	(1,50,17,975)
	Other Inflows / (Outflows) of cash	23,17,163	84,41,196
	Operating profits before Working Capital Changes	**18,94,65,063**	**35,73,63,803**
	Adjusted For:		
	(Increase) / Decrease in trade receivables	(28,51,20,547)	(2,04,38,662)
	Increase / (Decrease) in trade payables	84,58,576	1,52,88,562
	Increase / (Decrease) in other current liabilities	(13,57,02,494)	5,51,02,923
	(Increase) / Decrease in Short Term Loans & Advances	23,60,50,893	(21,20,02,792)
	(Increase) / Decrease in other current assets	(1,21,93,355)	0
	Cash generated from Operations	**9,58,136**	**19,53,13,834**
	Income Tax (Paid) / Refund	(8,97,05,865)	(1,86,69,207)
	Net Cash flow from Operating Activities(A)	**(8,87,47,729)**	**17,66,44,627**
B.	**Cash Flow From Investing Activities**		
	Purchase of tangible assets	(1,98,83,929)	(11,77,01,686)
	Proceeds from sales of tangible assets	3,76,67,975	7,99,00,037
	Current Investments / (Purchased) sold	(7,20,06,637)	1,86,86,738
	Interest Received	2,03,41,948	1,50,17,975
	Cash advances and loans made to other parties	(4,18,999)	(14,09,745)
	Dividends received	2,02,548	1,63,335
	Other Inflow / (Outflows) of cash	(21,51,84,549)	0
	Net Cash used in Investing Activities(B)	**(24,92,81,643)**	**(53,43,346)**
C.	**Cash Flow From Financing Activities**		
	Finance Cost	(95,13,819)	(1,16,56,186)
	Increase in / (Repayment) of Short term Borrowings	(4,81,04,569)	(3,87,390)
	Increase in / (Repayment) of Long term borrowings	(96,18,040)	2,48,41,309

	Increase / (Decrease) in share capital	50,15,25,000	18,75,81,000
	Other Inflows / (Outflows) of cash	(4,87,68,785)	(18,75,60,000)
	Net Cash used in Financing Activities(C)	**38,55,19,787**	**1,28,18,733**
D.	**Net Increase / (Decrease) in Cash & Cash Equivalents(A+B+C)**	**4,74,90,415**	**18,41,20,014**
E.	Cash & Cash Equivalents at Beginning of period	21,90,80,093	3,49,60,079
F.	Cash & Cash Equivalents at End of period	26,65,70,508	21,90,80,093
G.	**Net Increase / (Decrease) in Cash & Cash Equivalents(F-E)**	**4,74,90,415**	**18,41,20,014**

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For M/s. GULATI SANDEEP & CO.
Chartered Accountant
(FRN: 0008694N)
Peer Review Certificate No. 016449

For and on behalf of the Board of Directors

Sd/- **HARI SINGH** **PARTNER** **Membership No.: 094782** **Place: Noida** **Date: 23rd May, 2025** **UDIN: 25094782BMLLSG5217**	Sd/- **AMIT BHATIA** **Managing Director** **DIN: 00351412**	Sd/- **LAVEENA BHATIA** **Whole-time director** **DIN: 00351437**	Sd/- **RAVI KUMAR MISHRA** **Chief Financial Officer** **PAN: BSLPM6474N**	Sd/- **YASHASHVI SRIVASTAVA** **Company Secretary** **PAN: JBBPS9842B**

Note:
1. The Cash Flow Statement has been prepared by Indirect Method as per AS-3 issued by ICAI.
2. Figures of previous year have been rearranged/regrouped wherever necessary
3. Figures in brackets are outflow/deductions

NOTES FORMING PART OF FINANCIAL STATEMENTS

MACH CONFERENCES AND EVENTS LIMITED

Notes to the Consolidated Financial Statements for the year ended on March 31st, 2025.

Note -1: Significant Accounting Policies, Additional disclosure under the regulatory requirements and Other Explanatory Information

Company Overview
Mach Conferences and Events Limited ("the Company") is a company limited by shares, incorporated and domiciled in India. The Company is engaged in the business of Event & Conferences (Tourism business that involves meetings, incentives, conferences and exhibitions for corporate groups). The Registered office at "Office No-4, 2nd/Floor, Master Space Plot No-27 Kh/Mustatil No-154 Killa No-19/2, Uggarsain Park, Dichaon Road Najafgarh Street No- 2, Najafgarh, South West Delhi, 110043", Corporate Office: C-127, 2nd Floor, Sector-2, Noida, Uttar Pradesh-201301.

A-Notes on Consolidation;

d) Basis of Preparation of Financial Statements

These Consolidated financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.
The Consolidated financial statements have been prepared under the historical cost convention on accrual basis.
The Consolidated financial statements are presented in INR, which is also the Company's functional currency and all values are rounded to the nearest Lakh (INR 00,000), except when otherwise indicated.
Ministry of Corporate Affairs ("MCA") through a notification dated March 24, 2021, amended Division I of Schedule III of the Companies Act, 2013 and applicable for the reporting period beginning on or after April 1, 2021. The amendment encompasses certain additional disclosure requirements. The Company has applied and incorporated the requirements of amended Division I of Schedule III of the Companies Act, 2013, to the extent applicable on it while preparing these financial statements.

e) Principles of Consolidation

The Consolidated financial statements relate to Mach Conferences and Events Limited ('The Company) and its subsidiary Companies. The Consolidated statements have been prepared on the following basis.
The Financial statements of the company and its subsidiary companies have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, Income

and expenses after fully eliminating intra-group balances and intra-group transactions resulting in unrealized profits or losses.

The Consolidated Financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

f) The Subsidiary (which along with Mach Conferences & Events Limited, the Parent, constitute the group) considered in the preparation of this consolidated financial statements are:

1. **Name of Subsidiary:** Mach Conventions and Voyages Private Limited
   Country of Incorporation: India
   % of Voting as at 31.03.2025: 100%

B. Background

The Company is engaged in the business of Event & Conferences (Tourism business that involves meetings, incentives, conferences and exhibitions for corporate groups).

C. Summary of Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

vii. Basis of Preparation

The financial statements of the Company have been prepared in accordance with 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 notified under relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies have been consistently applied by the Company and are consistent with those used in the previous year.

viii. Use of Estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and contingent liabilities at the reported date and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on the managements' best knowledge of current events and actions, actual results could differ from these estimates. Any revision in accounting estimate is recognized prospectively in current and future periods.

ix. Inventory Valuation

The Company is engaged in the business of service provider therefore inventory valuation is not applicable.

x. Construction Contracts

The company is not involved in any type of construction contracts. Hence this is not applicable.

xi. Revenue recognition

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.

Income from service

Revenue from Tour Operator, Sales exclude Goods & Service Tax, sales tax, value added tax and work contract tax but include excise duty. Commission earned is accounted for as part of revenue from operations. Revenue from sale of service is recognized, net of trade discounts and rebates, when the substantial risks and rewards of ownership are transferred to the buyer under the terms of contract.

Interest Income

Income from interest on deposits is recognized on the time proportion method taking into consideration the amount outstanding and the applicable interest rate.

xii. Property, Plant and Equipment's and Depreciation

Fixed asset, Property, Plant & Equipment including intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date. Further:

Tangible Assets

Property, Plants & Equipment's are stated at as per Cost Model i.e., at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the management. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Input tax credit of GST, Grants on capital goods are accounted for by reducing the cost of Capital Goods.

Subsequent expenditures relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with them will flow to

the Company and the cost of the expenditure can be measured reliably. Repairs and Maintenance costs are recognised in the Statement of Profit and Loss when they are incurred.

When assets are disposed or retired, their cost is removed from the financial statements. The gain or loss arising on the disposal or retirement of an asset is determined as the difference between sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss for the relevant financial year

Intangible Assets

Intangible assets purchased are initially measured at cost. The cost of an intangible asset comprises its purchase price including any costs directly attributable to making the asset ready for their intended use.

xv. Foreign currency Transactions

d) Initial Recognition: Foreign currency transaction, are recorded in the reporting Currency, by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

e) Conversion: Foreign currency monetary items are reported using the closing rate

f) Exchange Difference: Exchange differences arising on the settlement of monetary items at rates different from those at which they are initially recorded during the year or reported in previous financial statement are recognized as income or as expenses at the end of year by applying closing rate

xvi. Government Grant

The Company has not received any type of Government grant. Hence this is not applicable.

xvii. Borrowing Cost

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets till such time the asset is ready for its intended use. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. Costs incurred in raising funds are amortized equally over the period for which the funds are acquired. All other borrowing costs are charged to profit and loss account.

xviii. Provisions, Contingent liabilities and Contingent assets

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the likely future outflow of economic benefits required to settle the obligation at the reporting date.

Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither recognized nor disclosed in the financial statements. However, Contingent assets are assessed continually and when it becomes reasonably certain that inflow of economic benefit will arise.

xix. Depreciation

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Depreciation is not provided on Land & Building as said assets were not put to use during the year.

xx. Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments. On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the long-term investments, if any. On disposal of an investment, the difference between it carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

xxi. Employee benefits

c) Provident Fund

The Company's contribution as per Employee Provident Fund Law towards Provident Fund as provided for and payments thereof are made to the relevant authorities on actual basis and relevant employer's contribution are recognized as expenditure and are charged to the Statement of Profit & Loss on accrual basis.

d) Gratuity

Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided on the basis of the actuarial valuation, using the projected unit credit method as at the date of the Balance Sheet.

xxii. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non- cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

xxiii. Tax on Income

The accounting treatment for the Income Tax in respect of the Company's income is based on the Accounting Standard on 'Accounting for Taxes on Income' (AS-22). The provision made for Income Tax in Accounts comprises both, the current tax and deferred tax. Provision for Current Tax is made on the assessable Income Tax rate applicable to the relevant assessment year after considering various deductions available under the Income Tax Act, 1961.

Deferred tax is recognized for all timing differences; being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date. The carrying amount of deferred tax asset/ liability is reviewed at each Balance Sheet date and consequential adjustments are carried out.

xxiv. Earnings Per Share

Basic Earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted Earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

In case of bonus issue the weighted average number of equity shares outstanding during the period and for all periods presented should be adjusted for events, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources**.**

General
Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

B. Notes on Consolidated Financial Statements

25. The Company has initiated the process to identify the status of its suppliers and asked them to inform the Company if they are a Micro, Medium and Small Enterprise under Micro, Medium and Small Enterprise Act,2006 (MSMED), so that the information regarding dues to MSMED Enterprise could be stated. However, since no response have been received from the suppliers, due to which it is not possible for the Company to disclose exactly, the dues to S.S.I. units included in the Sundry Creditor.
26. Salaries includes director's remuneration on account of salary: **(₹)**

Director Remuneration	31/03/2025	31/03/2024
Amit Bhatia	90,00,000	1,20,00,000
Laveena Bhatia	90,00,000	1,20,00,000
Total	**1,80,00,000**	**2,40,00,000**

27. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.
28. Payments to Auditors: **(₹)**

Auditors Remuneration	31/03/2025	31/03/2024
Audit Fees (Including Tax)	11,80,000	5,90,000
Total	**11,80,000**	**5,95,000**

29. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.
30. In the opinion of the Board and to the best of its knowledge and belief, the value on realization of current assets and loans and advances are approximately of the same value as stated. The management has confirmed that adequate provisions have been made for all the known and determined liabilities and the same is not in excess of the amounts reasonably required to be provided for. All other contractual liabilities connected with business operations of the Company have been appropriately provided for
31. Provision for retirement benefits has been made, in view of accounting policy. The impact of the same on Profit & Loss is determined.
32. The Company has not granted any loans or advances to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person and therefore no disclosure is required.
33. **Related Party disclosure as identified by the company and relied upon by the auditors:**
    (B) Related Parties and their Relationship

III. Key Management Personnel & their Relatives.

S. No	Name	Designation
1.	Mr. Amit Bhatia	Managing Director
2.	Mrs. Laveena Bhatia	Whole Time Director
3.	Mr. Ravi Kumar Mishra	Chief Financial Officer (CFO)
4.	Ms. Yashashvi Srivastava	Company Secretary (CS)
5.	Mr. Bhavya Srivastava	Non-Executive Independent Director
6.	Mr. Hemant Koushik	Non-Executive Independent Director
7	Mr. Manishkumar Shankarlal Chandak	Non-Executive Independent Director
8	Mr. Yash Pal Bhatia	Relatives of Managing Director
9.	Mrs. Sneh Prabha Bhatia	Relatives of Managing Director
10.	Mr. Adit Bhatia	Relatives of Managing Director
11.	Mr. Sumit Bhatia	Relatives of Managing Director

IV. Name of the Holding / Subsidiary / Fellow Subsidiary/ Step down Subsidiary Company

ii) Mach Conventions and Voyages Private Limited **(Subsidiary Company)**

Transactions with Related parties **(₹)**

Particulars	Nature of Relationship	31/03/2025	31/03/2024
Remuneration paid to Executive Directors			
Amit Bhatia	Managing Director	90,00,000	1,20,00,000
Laveena Bhatia	Whole Time Director	90,00,000	1,20,00,000
Remuneration paid to Non-Executive Directors			
Mr. Bhavya Srivastava	Independent Director	3,65,000	0
Mr. Hemant Koushik	Independent Director	3,65,000	0
Mr. Manishkumar Shankarlal Chandak	Independent Director	3,85,000	0
Salary			
Yash Pal Bhatia	Relative of Director	0	3,85,600
Sneh Prabha Bhatia	Relative of Director	0	3,85,600
Adit Bhatia	Relative of Director	17,78,400	11,78,400
Ravi Kumar Mishra	Chief Financial Officer	15,88,320	11,01,600
Yashashvi Srivastava	Company Secretary	6,38,400	83,103
Revenue From Operation			
Amit Bhatia	Managing Director	3,19,13,996	0

Notes:

- The overall remuneration payable to Executive Director does not exceed the ceiling limit as per Section 197 of the Companies Act, 2013
- The remuneration paid to Non-Executive Independent Directors includes sitting fees paid towards attending the Board Meeting, Audit Committee Meeting and Nomination and Remuneration Committee Meetings and other Committee Meetings held during the year.

Further, there are no pecuniary relationships or transactions of the Non-Executive Directors with the Company, except those disclosed in the Annual Report.

- Related Parties Transaction within the meaning elaborated under the Companies Act, 2013 & Accounting Standard-18.

Loan Transactions during the year (₹)

Particulars	As on 31st March, 2025		As on 31st March, 2024	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Loans Taken				
Amit Bhatia	50,00,000	0	23,23,00,000	0
Adit Bhatia	0	0	0	8,00,000
Loans Repaid				
Amit Bhatia	3,44,18,644	0	22,15,41,356	0
Adit Bhatia	0	0	0	8,00,000
Mach Conventions and Voyages Private Limited	0	0	0	30,00,000

Related party balances outstanding: (₹)

Particulars	Nature of Relationship	As on 31st March, 2025	As on 31st March, 2024
Unsecured Loan			
Amit Bhatia	Managing Director	0	2,94,18,644
Laveena Bhatia	Whole Time Director	0	0
Yash Pal Bhatia	Relative of Director	31,00,000	31,00,000
Director Remuneration			
Amit Bhatia	Managing Director	8,82,764	8,39,188
Laveena Bhatia	Whole Time Director	10,18,089	7,24,807
Salary			
Adit Bhatia	Relative of Director	1,43,292	86,400
Sneh Prabha Bhatia	Relative of Director	0	12,71,664
Yash Pal Bhatia	Relative of Director	0	18,19,064
Ravi Kumar Mishra	Chief Financial Officer	1,12,608	61,800
Yashashvi Srivastava	Company Secretary	66,400	46,400

34. The Company has made no provision in respect of penalty/interest/fine by any government department.

35. **Additional Regulatory Information/disclosures as required by General Instructions to Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Company.**

xxi) **Title Deeds of immovable property held in name of company.**

The Company does not hold any immovable property whose title deeds are not held in the name of the company.

xxii) **Revaluation of Property, Plant and Equipment.**

No revaluation of Property, Plant and Equipment is carried out during the financial year 2024-25.

xxiii) **Disclosure regarding Loans and Advances.**

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 on behalf of the Ultimate Beneficiaries

xxiv) **Disclosure regarding Capital Work in Progress.**

No capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

xxv) **Property, Plant and Equipment's & Depreciation**

The Company has Tangible assets and complied as per prescribed under the company's act 2013 (for details please refer Note-10 of Consolidated Financial Statement).

xxvi) **Disclosure regarding Intangible Assets**

The Company has no Intangible Assets under development and therefore no disclosure is required.

xxvii) **Details of Benami property held.**

No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder and therefore no disclosure is required.

xxviii) **Disclosure regarding borrowings from Banks and financial institution.**

The Company has borrowings from banks on the basis of Hypothecation of Fixed Assets and Fixed Deposit of Company's and Director's. Refer Note- 4 and Note-7 of financial statement.

xxix) **Wilful Defaulter**

The Company is not declared wilful defaulter by any bank or financial Institution or other lender and therefore no disclosure is required.

xxx) **Relationship with Struck off companies**

The company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956 and therefore no disclosure is provided.

xxxi) **Registration of charges or satisfaction with Registrar of companies**

The Company is not required to register charges with Registrar of Companies beyond the statutory period.

xxxii) **Number of layers of companies**

The Company has complied with the number of layers prescribed under the Companies Act, 2013.

xxxiii) **Compliance with approved scheme(s) of Arrangements**

No Scheme of Arrangement has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 in respect of the Company, hence no disclosure is required.

xxxiv) **Utilisation of Borrowed funds and share premium**

c) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other source or kind of funds) to any other person(s) or entity(ies) including foreign entities (intermediaries) and therefore no disclosure is required.

d) The Company has 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:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

xxxv) **Undisclosed Income**

During the period, there are no transactions which are not recorded in the books of accounts that has been surrendered or disclosed any transaction as income during the year in the tax assessments under the Income Tax Act, 1961 and therefore no disclosure is required.

xxxvi) **Corporate Social Responsibility (CSR).**

In accordance with the provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR), the Company is covered under the applicability criteria. During the financial year, the Company has incurred a total CSR expenditure of ₹27,74,231 by contributing to the funds specified under Schedule VII of the Companies Act, 2013, thereby complying with the second proviso to sub-section (5) of Section 135 of the said Act.

xxxvii) **Details of Crypto Currency or Virtual Currency**

The Company has not traded or invested in Crypto Currency or Virtual Currency during the financial year and therefore no disclosure is required.

xxxviii) **Ratio**

Ratio	C.Y Ratio	P.Y Ratio	% Variance
Current Ratio (In Times)	4.17	1.78	2.39
Debt-Equity Ratio (In Times)	0.06	0.25	-0.19
Debt Service Coverage Ratio (In Times)	2.93	2.73	0.20
Return on Equity Ratio (In %)	0.18	0.73	-0.55
Trade Receivables turnover ratio (In Days)	8.21	17.68	-9.47
Net capital turnover ratio	4.33	6.76	-2.43
Net profit ratio	0.06	0.11	-0.05
Return on Capital employed	0.24	0.58	-0.34

xxxix) The name of Company has been changed to "Mach Conference & Events Limited" from " Mach Conference & Events Private Limited" with the effect from 18th June, 2024.

xl) In accordance with AS-17 – there are no separate operating segments hence segment information has not been disclosed as there is only one product and has no separate segments.

36. **Earnings Per Share**

Basic and Dilutive Earnings per Share ("EPS") computed in accordance with Accounting Standard (AS) 20 'Earnings per Share' (for details please refer Note-25 of Consolidated Financial statement). Since the company has not issued any convertible preference shares or convertible debentures, the diluted EPS is same as that of Basic EPS. The company has not issued bonus shares during the year and accordingly the Weighted number of equity shares are calculated and the weighted number of equity shares have been re-casted for the previous year also and EPS for previous year has been re-casted accordingly.

37. **Employee Benefits**

The Management has made of provision for Gratuity in Financial Statements on the basis of Detailed Gratuity Report and Certificate dated 21st April, 2025 issued by Ms. Sapna Malhotra, Fellow Member of Institute of Actuaries of India (M. No.IAI-3766). We have relied on said report and we do not vouch for its accuracy.

12. Gratuity

Introductions

(iv) Accounting Standard (AS) 15 Revised issued the Institute of Chartered Accountants of India.

(v) APS 26 & APS 27 issued by the Institute of Actuaries of India

(vi) Determination of liability for purposes other than financial accounting requirements may be significantly different from the results reported herein. Thus, the use of this report for purposes other than those expressed here may not be appropriate.

13. **Objectives**

The actuarial valuation has been carried out as at 31/03/2025.The purpose of this valuation is to calculate the accrued liability as at the valuation date Scheme Provisions. In compliance with the requirements of 'The Payment of Gratuity Act 1972' the Company currently maintains a Gratuity Scheme covering all its employees. The Scheme provides lump sum benefits linked to final basic salary and completed years of service with the Company at the time of separation. The benefits that are payable to any employee at the time of separation, are in accordance with the Rules laid down in the scheme.

14. The summary of the employee data

Employee data and other relevant information, as at 31/03/2025, have been supplied by the Company. In conducting the valuation, we have relied on these.

The information supplied has been reviewed for overall consistency and reasonableness; however, accuracy in respect of each individual case and whether the total data has been supplied is based upon statement of the Company. Any outstanding liability in respect of members who have already left the services of the company and whose details are not included in the data, has not been included in the valuation. Given below is a summary of the membership information as at 31/03/2024 and 31/03/2025 as provided by the Company:

(₹)

Item	31/03/2025	31/03/2024
Total Number of Employees	81	54
Total Monthly Salary (in 000's) (Basic Salary)	4,060	2,997
Average Monthly Salary (absolute)	50,125	55,493
Average Age (Age last Birthday) (in Years)	34.22	33.46
Average past service (in Years)	2.81	3.19
Average future service (in Years)	23.90	24.72
Discontinuance Liability*	1,03,00,188	84,02,067
Actuarial Liability	90,74,236	67,57,073
Discontinuance/Actuarial	114%	124%

15. Valuation Assumptions

15.1 The assumptions and methodology used in compiling this Report are consistent with the requirements of AS15 (Revised 2005).

15.2 Economic assumptions include:

- Discount Rate
- Salary Inflation rate
- Expected return on plan assets

15.3 Demographic assumptions include:

- Retirement Age
- Mortality
- Withdrawal/Attrition Rates
- There is no medical cost involved

Following are the major assumptions that have been used in carrying out the valuation:

Per Annum	Year 1	Year 2	Year 3	Year 4	Year 5	Year 5+
Discount Rate	6.71%	6.71%	6.71%	6.71%	6.71%	6.71%
Salary Growth Rate	9.00%	9.00%	9.00%	9.00%	9.00%	9.00%
Withdrawal/Attrition Rate	10.00%	10.00 %	10.00 %	10.00 %	10.00 %	10.00%
Mortality Rate	100% of IALM 2012-14					

MMammajor assumption that had been used in last valuation ending at March 31, 2024 are:

Discount Rate	7.35% per annum
Salary Growth Rate	9.00% for all years
Withdrawal/Attrition Rate	10.00% for all years
Mortality Rate	100% of IAB LM 2012-14

15.4 The requirements relating to the major valuation assumptions were made clear as per AS15 (R) and same have been used as provided by the employer. It should be noted that I have not performed any validation checks for the appropriateness and adequacy of the assumptions. The broader professional and accounting standard guidance are that Discount Rate should be based upon the market yields available on Government bonds at the accounting date with a term that matches that of the liabilities and the salary increase should take account inflation, seniority, promotion and other relevant factors.

15.5 The Duration of liability is calculated by scientific method called Macaulay duration. The Macaulay duration is the weighted average term to maturity of the cash flows from a bond. The weight of each cash flow is determined by dividing the present value of the cash flow by the price. The duration of the liabilities is approximately 8 years.

15.6 The discount rate as at 31 March 2025 is based on 8 years government bond yields as at 31 March 2025.

15.7 The results are particularly sensitive to some assumptions, such as the Discount Rate, salary increases and mortality. A decrease in the Discount Rate assumed or an increase in salary inflation will lead to an increase in reported cost.

15.8 Reasonableness of Assumptions:

The assumptions used in this report, other than mortality, are the expectations of the company for future year. The responsibility for setting the assumptions for this actuarial valuation rests with the company. The company has chosen a single set of assumptions from a range of possibilities. The results of single scenario is included in the report.

Since it is the Company's prerogative to decide on expected future trends and since the Company is best aware of the various factors affecting the future trends, the assumptions given by the Company have been accepted.

16. Methodology

An actuarial estimation is only a snapshot of a plan's estimated financial condition at a particular point in time; it does not provide the plan's future financial condition or its ability to pay benefit in the future and does not provide any guarantee of future financial soundness of the plan. Over time, a plan's total cost will depend on a number of factors, including the amount of benefit plan pays, the number of people paid benefits, the period of time over which benefits are paid, plan expenses and the amount earned on any assets invested to pay benefits. These amounts and other variables are uncertain and unknowable at the valuation date.

Because modelling all aspects of a situation is not possible or practical, we may use summary information, estimates, or simplifications of estimates to facilitate the modeling future events in an efficient and cost- effective manner. We may also include factor or data that, if used, in our judgment, would not have significantly affected our results. Use of such simplifying techniques does not, in our judgment, affect the reasonableness of valuation results for the plan.

Valuations do not affect the ultimate cost of the plan, only the timing when benefits costs are recognized. Cost recognitions occur over time. If the costs recognized over the period of years are lower or higher than necessary, for whatever reason, normal and expected practice is to adjust future levels to recognize the entire cost of the plan over time.

16.1 The valuation has been carried out using the Projected Unit Credit (PUC) actuarial method to assess the Plan's liabilities, including those related to death-in-service and incapacity benefits.

Under the PUC method a "projected accrued benefit" is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the Plan. The "projected accrued benefit" is based on the Plan's accrual formula and upon service as of the beginning or end of the year, but using a member's final compensation, projected to the age at which the employee is assumed to leave active service. The Plan Liability is the actuarial present value of the "projected accrued benefits" as of the beginning of the year for active members.

The Projected Unit Credit Method requires an enterprise to attribute benefit to the current period (in order to determine current service cost) and the current and prior periods (in order to determine the present value of defined benefit obligations). An enterprise attributes benefit to periods in which the obligation to provide post-employment benefits arises. That obligation arises as employees render services in return for post-employment benefits which an enterprise expects to pay in future reporting periods.

Actuarial techniques allow an enterprise to measure that obligation with sufficient reliability to justify recognition of a liability.

17. Provisions

17.1 The benefits payable under this plan are governed by "Gratuity Act 1972"

17.2 We give below a summary of the principal rules of the Plan;

Type of Plan	**Defined Benefit**
Employer’s Contribution	100%
Employee’s Contribution	0%
Salary for calculation of gratuity	Last Drawn Basic Salary
Benefits on Normal Retirement	15/26 * Salary * No. of years of completed service
Benefit on early exit due to early retirement/withdrawal/resignation	Same as normal retirement benefit
Benefit on death in service	Same as normal retirement benefit except that no vesting condition applies
Maximum Limit (Capped/Uncapped)	INR 20 Lakhs
Minimum Service Condition (in Years) (Vesting Period)	5 Years

Normal Retirement Age (in Years)	58 Years, one year is added to the current age and considered as retirement age, if current age is more than retirement age.

17.3 We have made full actuarial valuations based on member data and plan information provided by the Company as at Valuation date.

17.4 The definitions of various terms used in the Report are given in the last section

17.5 The full results of our calculations are set out in Disclosure Tables in Section 7.

17.6 We would be pleased to discuss this report with you.

18. Disclosure Format

This section provides the Report under AS 15 (Revised 2005) in respect of Gratuity Plan.

Table I: Assumptions

Assumptions	31/03/2025	31/03/2024
Discount Rate	6.71% per annum	7.13% per annum
Rate of increase in Compensation levels	9.00% per annum	9.00% per annum
Rate of Return on Plan Assets	Not Applicable	Not Applicable
Average future service (in Years)	23.90 Years	24.72 Years

Table II: Change in Present Value of Obligations **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Present Value of Obligation as at the beginning of the year	67,57,073	6,056,891
Liability Transfer in/(Out)	0	0
Interest Cost	4,81,779	445,181
Past Service Cost	0	0
Current Service Cost	14,52,654	762,365
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Benefits paid	0	0
Actuarial (gain)/ loss on obligations	3,82,730	(507,364)
Present Value of Obligation as at the end of the year	**90,74,236**	**6,757,073**

Table III: Change in Fair Value of Plan Assets **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Fair value of plan asset at the beginning of year	0	0
Asset Transfer in/ (Out)	0	0
Expected Return on Plan Assets	0	0
Employers' Contributions	0	0

Benefit Paid	0	0
Actuarial Gain /(loss) on Plan Assets	0	0
Fair value of plan assets at the end of year	**0**	**0**

Table IV: Fair Value of Plan Assets **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Fair value of plan asset at the beginning of year	0	0
Asset Transfer in/ (Out)	0	0
Actual return on plan assets	0	0
Employers' Contributions	0	0
Benefits Paid	0	0
Fair value of plan assets at the end of year	0	0
Funded Status	(67,57,073)	(6,757,073)
Excess of actual over estimated return on plan assets	**0**	**0**

Table V: Actuarial Gain/Loss Recognised **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Actuarial gain/(loss) for the year - Obligation	(3,82,730)	507,364
Actuarial (gain)/loss for the year - Plan Assets	0	0
Total (gain) / loss for the year	3,82,730	(507,364)
Actuarial (gain) / loss recognized in the year	3,82,730	(507,364)
Unrecognized actuarial (gains)/losses at the end of the year	**0**	**0**

Table VI: The amount to be recognized in Balance Sheet and Statements of Profit and Loss **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Present Value of Obligation as at the end of the year	90,74,236	6,757,073
Fair Value of Plan Assets as at the end of the year	0	0
Funded Status	(90,74,236)	(6,757,073)
Unrecognized Actuarial (gains) / losses	0	0
Net Asset / (Liability) Recognized in Balance Sheet	**(90,74,236)**	**(6,757,073)**

Table VII: Expense Recognized in Statement of Profit and Loss **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Current Service Cost	14,52,654	762,365
Past Service Cost	0	0

Interest Cost	4,81,779	445,181
Expected Return on Plan Assets	0	0
Curtailment Cost / (Credit)	0	0
Settlement Cost / (Credit)	0	0
Net actuarial (gain)/ loss recognized in the year	3,82,730	(507,364)
Expenses Recognized in the statement of Profit & Loss	**23,17,163**	**700,182**

19. Reconciliation of Expense in Profit and Loss Statement **(₹)**

All Figures in INR	31/03/2023	31/03/2024
Present Value of Obligation as at the end of the year	90,74,236	6,757,073
Present Value of Obligation as at the beginning of the year	67,57,073	(6,056,891)
Benefit Paid	0	0
Actual Return on Assets	0	0
Liability Transfer (In)/Out	0	0
Expenses Recognised in the Statement of Profit and Loss	**23,17,163**	**700,182**

20. Reconciliation of Liability in Balance Sheet **(₹)**

All Figures in INR	31/03/2025	31/03/2024
Opening Net Liability	(67,57,073)	(6,056,891)
Expenses as above	(23,17,163)	(700,182)
Employer Contribution	0	0
Liability Transferred (ln) / Out - Net	0	0
Closing Net Liability	**(90,74,236)**	**(6,757,073)**

The following material developments in the inter-investigation period have led to a significant variation in the liability.

- There has been an increase in the number of employees.
- The average salary over the period has decreased

21. Major Category of Plan Assets (as a % of total assets)

Item	31/03/2025	31/03/2024
Government of India Securities	0%	0%
State Government Securities	0%	0%
High Quality Corporate Bonds	0%	0%
Equity Shares of Listed Companies	0%	0%

Property	0%	0%
Special Deposit Scheme	0%	0%
Fund Managed by Insurer	0%	0%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	**0%**	**0%**

22. **Experience History** (₹)

All Figures in INR	**31/03/2025**	**31/03/2024**	**31/03/2023**	**31/03/2022**	**31/03/2021**
Present value of obligation at the end of the period	9,074,236	6,757,073	6,056,891	4,899,544	3,776,927
Fair value of plan assets at the end of the period	0	0	0	0	0
Funded Status	(9,074,236)	(6,757,073)	(6,056,891)	(4,899,544)	(3,776,927)
Actuarial gain/(loss) in PBO	(382,730)	507,364	(322,385)	(534,914)	2,733,247
Actuarial (gain)/loss for the year - Plan Assets	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable

38. **Disclosure required U/S. 186(4) of The Companies Act, 2013 :**

For details of loans and guarantees given to and given by related parties, (refer Note no. 4 & 7 of notes on Consolidated Financial Statement).

39. **Approval of the Consolidated Financial Statements :**

The Consolidated financial statements were approved for issue by the Board of Directors on 23rd May, 2025.

40. **Earning in foreign currency**

(₹)

Particular	**31/03/2025**	**31/03/2024**
Earning in foreign currency	0	0

41. **Expenditure in Foreign Currency**

(₹)

Particular	31/03/2025	31/03/2024
Transaction in foreign currency	48,55,96,564	63,67,95,095

42. Balances of the parties are subject to confirmation.
43. **According to the information and explanations given to us and on the basis of our examination of the records of the Company:**

- The total revenue from operations includes unbilled revenue amounting to ₹ 9,95,84,034 for which invoices will be raised in subsequent months.
- The Tax Collected at Source (TCS) receivable has been accounted for either on the basis of actual net inflows or on an accrual basis, as determined and provided by the management. The same is subject to subsequent confirmation and reconciliation.
- The Company's proposed trademarks 'BOOKMYYATRA' and 'BOOKMYYATRA.COM' are currently under legal proceedings before the Hon'ble Delhi High Court. The matter is being dealt with in accordance with the guidance provided under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.
- The company had undertaken a project, which has been completed. Considering the company's strategic direction, the project has been reclassified from "Project under Development" to "Project held for Sale", with a view toward its commercial monetisation.
- The company had preferred Appeal Filled to Commissioner against Order Passed by AO with Goods & Service Tax Department as follows: - **(₹)**

State	Financial Year	Amount Involved	Case Status	Order Date	Current Status
Delhi	2017-18	1,77,23,232	Order Passed by AO	30/11/2023	Appeal Filled to Commissioner Appeal
Rajasthan	2018-19	20,18,910	Order Passed by AO	21/03/2024	Appeal Filled to Commissioner Appeal

- The Company had initially incurred certain expenses related to the IPO. The amounts, attributable to the directors' share of the IPO-related expense, have been subsequently recovered from them.

44. The Company is 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
45. Accounting policies not specifically referred to otherwise are consistent and in consonance with the generally accepted accounting policies (GAAP).
46. The Previous year's figures have been regrouped/rearranged wherever necessary to confirm with the current year's presentation.
47. Notes 1 to 25 form an integral part of the Balance Sheet and Profit & Loss Accounts.

Signature to notes 1 to 47

In terms of Our Separate Audit Report of Even Date Attached.

For M/s. GULATI SANDEEP & CO. **Chartered Accountants** **Firm Registration No. 008694N** **PRC No.: 016449**	**For MACH CONFERENCES AND EVENTS LIMITED**	
HARI SINGH **PARTNER** **Membership No. 094782**	Sd/- **AMIT BHATIA** Managing Director DIN: 00351412	Sd/- **LAVEENA BHATIA** Whole Time Director DIN: 00351437
UDIN: - 25094782BMLLSG5217 **Place: -Noida** **Date: - 23rd May, 2025**	Sd/- **RAVI KUMAR MISHRA** Chief Financial Officer PAN: BSLPM6474N	Sd/- **YASHASHVI SRIVASTAVA** Company Secretary PAN: JBBPS9842B

Note No. 2 Share Capital **₹ in rupees**

Particulars	**As at 31st March 2025**	**As at 31st March 2024**
Authorised :		
22000000 (31/03/2024:22000000) Equity shares of Rs. 10.00/- par value	22,00,00,000	22,00,00,000
Issued :		
21037100 (31/03/2024:18808100) Equity shares of Rs. 10.00/- par value	21,03,71,000	18,80,81,000
Subscribed and paid-up :		
21037100 (31/03/2024:18808100) Equity shares of Rs. 10.00/- par value	21,03,71,000	18,80,81,000
Total	**21,03,71,000**	**18,80,81,000**

Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity shares **₹ in rupees**

	As at 31st March 2025		As at 31st March 2024	
	No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period	1,88,08,100	18,80,81,000	50,000	5,00,000
Issued during the Period	22,29,000	2,22,90,000	1,87,58,100	18,75,81,000
Redeemed or bought back during the period	0	0	0	0
Outstanding at end of the period	**2,10,37,100**	**21,03,71,000**	**1,88,08,100**	**18,80,81,000**

Right, Preferences and Restriction attached to shares

Equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim 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.

Details of shareholders holding more than 5% shares in the company

Type of Share	Name of Shareholders	As at 31st March 2025		As at 31st March 2024	
		No. of Shares	% of Holding	No. of Shares	% of Holding
Equity	AMIT BHATIA	1,32,17,900	62.83	1,62,23,000	86.26
Equity	LAVEENA BHATIA	14,71,100	6.99	18,05,000	9.60
	Total :	**1,46,89,000**	**69.82**	**1,80,28,000**	**95.86**

Note No. 3 Reserves and surplus **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Surplus		
Opening Balance	29,76,16,144	22,33,47,362
Opening Balance (Subsidiary Company)	(5,79,327)	(5,75,491)
Add: Profit for the year	14,17,21,573	26,18,24,946
Less: Bonus Share Issued	0	(18,75,60,000)
Closing Balance	**43,87,58,390**	**29,70,36,817**
Securities premium		
Opening Balance	99,75,000	0
Add: Security Premium	47,92,35,000	99,75,000
Less : Deletion during the year	0	0
Closing Balance	**48,92,10,000**	**99,75,000**

IPO Cost		
Opening Balance	0	0
Add: Addition during the year	0	0
Less : Deletion during the year	4,87,68,785	0
Closing Balance	**(4,87,68,785)**	**0**
Balance carried to balance sheet	**87,91,99,605**	**30,70,11,817**

Note No. 4 Long-term borrowings **₹ in rupees**

	As at 31st March 2025			As at 31st March 2024		
Particulars	**Non-Current**	**Current Maturities**	**Total**	**Non-Current**	**Current Maturities**	**Total**
Term Loan - From banks						
Axis Bank Loan	5,28,66,739	96,18,040	6,24,84,779	6,24,84,779	86,12,165	7,10,96,944
	5,28,66,739	**96,18,040**	**6,24,84,779**	**6,24,84,779**	**86,12,165**	**7,10,96,944**
Other Loans and advances						
Loans from Director & Relatives	0	31,00,000	31,00,000	0	3,25,18,644	3,25,18,644
	0	**31,00,000**	**31,00,000**	**0**	**3,25,18,644**	**3,25,18,644**
The Above Amount Includes						
Secured Borrowings	5,28,66,739	96,18,040	6,24,84,779	6,24,84,779	86,12,165	7,10,96,944
Unsecured Borrowings	0	31,00,000	31,00,000	0	3,25,18,644	3,25,18,644
Amount Disclosed Under the Head "Short Term Borrowings"(Note No. 7)		(1,27,18,040)	(1,27,18,040)		(4,11,30,809)	(4,11,30,809)
Net Amount	**5,28,66,739**	**0**	**5,28,66,739**	**6,24,84,779**	**0**	**6,24,84,779**

Note No. 5 Deferred Tax **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Deferred tax liability		
Deferred Tax	59,26,354	23,04,129
Gross deferred tax liability	**59,26,354**	**23,04,129**

Net deferred tax assets	**0**	**0**
Net deferred tax liability	**59,26,354**	**23,04,129**

Note No. 6 Provisions **₹ in rupees**

Particulars	As at 31st March 2025			As at 31st March 2024		
	Long-term	Short-term	Total	Long-term	Short-term	Total
Provision for employee benefit						
Provision for Gratuity	82,86,949	7,87,287	90,74,236	60,17,570	7,39,503	67,57,073
Provision for Leave Encashment	0	2,68,739	2,68,739	0	2,68,739	2,68,739
	82,86,949	**10,56,026**	**93,42,975**	**60,17,570**	**10,08,242**	**70,25,812**
Other provisions						
Current tax provision	0	5,20,48,370	5,20,48,370	0	8,97,05,865	8,97,05,865
Provision for CSR Expenses	0	0	0	0	5,41,769	5,41,769
Provision for Expenses Payable	0	1,37,48,398	1,37,48,398	0	0	0
	0	**6,57,96,768**	**6,57,96,768**	**0**	**9,02,47,634**	**9,02,47,634**
Total	**82,86,949**	**6,68,52,794**	**7,51,39,743**	**60,17,570**	**9,12,55,876**	**9,72,73,446**

Note No. 7 Short-term borrowings **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Loans Repayable on Demands - From banks		
Indusind Bank Ltd	0	1,96,91,800
	0	**1,96,91,800**
Current maturities of long-term debt	1,27,18,040	4,11,30,809
	1,27,18,040	**4,11,30,809**
Total	**1,27,18,040**	**6,08,22,609**

Note No. 8 Trade payables **₹ in rupees**

Particulars	As at 31st March 2025	As at31st March 2024
(B) Others	6,10,62,923	5,26,04,347
Total	**6,10,62,923**	**5,26,04,347**

Trade Payables Ageing Schedule ₹ in rupees

Payment date not defined (Outstanding for following periods from due date of Transaction)										
	Current Year					Previous Year				
Particular	Less than 1 Yrs	1-2 Years	2-3 Years	More than 3 Yrs	Total	Less than 1 Yrs	1-2 Years	2-3 Years	More than 3 Yrs	Total
MSME					0					0
Others	58791026	1087497	1184400		61062923	51401947	1202400			52604347
Disputed Dues-MSME					0					0
Disputed-Others					0					0

Note No. 9 Other current liabilities ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Income Received in Advance		
Advances from Debtors	3,39,25,210	12,82,70,861
	3,39,25,210	**12,82,70,861**
Others payables		
Duties & Taxes	5,00,10,314	8,33,72,787
Salary Payable	85,36,527	80,49,660
EPF Payable	3,45,992	2,56,770
Advance Against Property	0	2,13,57,975
Imprest/Advances to Staff	4,81,591	9,05,704
Other Payables	15,000	10,000
	5,93,89,424	**11,39,52,896**
Total	**9,33,14,634**	**24,22,23,757**

Note No. 10 Property, Plant and Equipment and Intangible assets as at 31st March 2025 ₹ in rupees

	Assets		Gross Block				Accumulated Depreciation/ Amortisation				Net Block	
		Useful Life (In Years)	Balance as at 1st April 2024	Additions during the year	Deletion during the year	Balance as at 31st March 2025	Balance as at 1st April 2024	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2025	Balance as at 31st March 2025	Balance as at 31st March 2024
A	Tangible assets											

	Own Assets										
	Air Conditioner	5.00	8,30,264	0	0	8,30,264	7,87,203	1,546	0	7,88,749	41,515	43,061
	Office Equipment's	5.00	31,10,236	86,482	0	31,96,718	28,63,477	54,693	0	29,18,170	2,78,548	2,46,759
	Furniture and Fixtures	10.00	14,56,500	0	0	14,56,500	12,87,176	32,890	0	13,20,066	1,36,434	1,69,324
	Vehicles	8.00	4,11,36,209	1,80,16,656	1,02,96,460	4,88,56,405	2,11,15,103	79,82,429	97,19,009	1,93,78,523	2,94,77,882	2,00,21,106
	Computers	3.00	49,33,267	15,70,191	0	65,03,458	40,83,681	8,51,258	0	49,34,939	15,68,519	8,49,586
	Land and Building-1	0.00	15,27,01,002	0	7,71,43,955	7,55,57,047	0	0	0	0	7,55,57,047	15,27,01,002
	Land and Building-2	0.00	1,67,69,290	0	0	1,67,69,290	0	0	0	0	1,67,69,290	1,67,69,290
	Land and Building-3	0.00	2,51,87,652	0	2,51,87,652	0	0	0	0	0	0	2,51,87,652
	Building	60.00	0	7,73,54,555	0	7,73,54,555	0	37,66,465	0	37,66,465	7,35,88,090	0
	Total (A)		24,61,24,420	9,70,27,884	11,26,28,067	23,05,24,237	3,01,36,640	1,26,89,281	97,19,009	3,31,06,912	19,74,17,325	21,59,87,780
	P.Y Total		15,12,66,304	9,85,97,766	37,39,650	24,61,24,420	2,95,75,958	39,01,077	33,40,396	3,01,36,640	21,59,87,780	12,16,90,345
B	Capital work in progress											
	P.Y Total		5,80,40,035	1,91,03,920	7,71,43,955	0	0	0	0	0	0	5,80,40,035
	Current Year Total (A)		24,61,24,420	9,70,27,884	11,26,28,067	23,05,24,237	3,01,36,640	1,26,89,281	97,19,009	3,31,06,912	19,74,17,325	21,59,87,780
	Previous Year Total		20,93,06,339	11,77,01,686	8,08,83,605	24,61,24,420	2,95,75,958	39,01,077	33,40,396	3,01,36,640	21,59,87,780	17,97,30,380

General Notes :	
1.	**No depreciation if remaining useful life is negative or zero.**
2.	**If asset is used less than 365 days during current financial year then depreciation is equals to w.d.v as on 31-03-2024 less residual value.**
3.	**Depreciation is calculated on pro-rata basis in case asset is purchased/sold during current F.Y.**
4.	**If above assets is used for any time during the year for double shift, the depreciation will increase by 50% for that period and in case of the triple shift the depreciation shall be calculated on the basis of 100% for that period.**

Note No. 11 Loans and advances **₹ in rupees**

Particulars	**As at 31st March 2025**		**As at 31st March 2024**	
	Long-term	**Short-term**	**Long-term**	**Short-term**
Other loans and advances				
Unsecured, considered good	22,16,455	9,39,82,994	17,97,456	32,83,15,797
Secured, considered good	0	10,14,79,089	0	10,31,97,179
	22,16,455	**19,54,62,083**	**17,97,456**	**43,15,12,976**
Total	**22,16,455**	**19,54,62,083**	**17,97,456**	**43,15,12,976**

(a) Other loans and advances: Unsecured, considered good **₹ in rupees**

Particulars	**As at 31st March 2025**		**As at 31st March 2024**	
	Long-term	**Short-term**	**Long-term**	**Short-term**
Advances to Service Providers	0	2,35,52,415	0	7,37,99,085
Advances to Employees	0	74,63,494	0	86,03,754
Other Recoverables	0	59,40,004	0	1,54,67,538
Prepaid Expenses	0	5,66,37,209	0	1,82,03,180
Salary Advances	0	3,89,872	0	16,35,978
Unrealised Project Cost	0	0	0	21,06,06,262
Security Deposits	22,16,455	0	17,97,456	0
Total	**22,16,455**	**9,39,82,994**	**17,97,456**	**32,83,15,797**

(b) Other loans and advances: Secured, considered good **₹ in rupees**

Particulars	**As at 31st March 2025**		**As at 31st March 2024**	
	Long-term	**Short-term**	**Long-term**	**Short-term**
Income Tax deducted at Source	0	6,79,77,924	0	6,90,68,665
GST Input Credit and Advances	0	3,35,01,165	0	3,41,28,514
Total	**0**	**10,14,79,089**	**0**	**10,31,97,179**

Note No. 12 Other non-current assets ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Other Assets		
Project held for Sale	21,51,84,549	0
Total	**21,51,84,549**	**0**

Note No. 13 Current investments ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Investments in equity Instruments (Quoted)		
In Others		
Investment in other Indian companies equity instruments quoted trade(current investment) (Lower of cost and Market value)	7,20,06,637	0
Gross Investment	**7,20,06,637**	**0**
Net Investment	**7,20,06,637**	**0**
Aggregate amount of quoted investments (Market Value:6,70,26,424) (2024:0)	**7,20,06,637**	**0**
Aggregate amount of unquoted investments		

Note No. 14 Trade receivables ₹ in rupees

Particulars	As at 31st March 2025	As at 31st March 2024
Secured, Considered good	0	0
Unsecured, Considered Good	42,95,48,126	14,44,27,579
Doubtful	0	0
Allowance for doubtful receivables	0	0
Total	**42,95,48,126**	14,44,27,579

(Current Year) ₹ in rupees

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables (considered good)	42,63,87,937	21,28,299	10,31,890	0	0	42,95,48,126
(ii) Undisputed Trade Receivables (considered doubtful)	0	0	0	0	0	0
(iii) Disputed Trade Receivables considered good	0	0	0	0	0	0

(iv) Disputed Trade Receivables considered doubtful	0	0	0	0	0	0
(v) Provision for doubtful receivables	0	0	0	0	0	0

(Previous Year) **₹ in rupees**

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables (considered good)	14,39,70,488	4,57,091	0	0	0	14,44,27,579
(ii) Undisputed Trade Receivables (considered doubtful)	0	0	0	0	0	0
(iii) Disputed Trade Receivables considered good	0	0	0	0	0	0
(iv) Disputed Trade Receivables considered doubtful	0	0	0	0	0	0
(v) Provision for doubtful receivables	0	0	0	0	0	0

Note No. 15 Cash and cash equivalents **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Balance with banks		
In Current Accounts	9,26,90,020	19,51,37,859
In Cash Credit	47,930	3,000
Total	**9,27,37,950**	**19,51,40,859**
Cash in hand		
Cash in hand	19,08,412	17,76,132
Total	**19,08,412**	**17,76,132**
Other		
In Fixed Deposits	17,19,24,146	2,21,63,102
Total	**17,19,24,146**	**2,21,63,102**
Total	**26,65,70,508**	**21,90,80,093**

Note No. 16 Other current assets **₹ in rupees**

Particulars	As at 31st March 2025	As at 31st March 2024
Other Assets		
Other Current Assets	1,21,93,355	0

Total	**1,21,93,355**	**0**

Note No. 17 Revenue from operations **₹ in rupees**

Particulars	**31st March 2025**	**31st March 2024**
Sale of services		
Package Tour and Event Services	2,34,20,31,714	2,36,61,65,088
	2,34,20,31,714	**2,36,61,65,088**
Other operating revenues		
Commission Income	1,54,41,057	64,24,361
	1,54,41,057	**64,24,361**
Net revenue from operations	**2,35,74,72,771**	**2,37,25,89,449**

Note No. 18 Other income **₹ in rupees**

Particulars	**31st March 2025**	**31st March 2024**
Interest Income		
Interest on Fixed Deposit	1,22,70,749	17,24,145
Other Income	80,71,199	1,32,93,830
	2,03,41,948	**1,50,17,975**
Dividend Income	2,02,548	1,63,335
Net gain/loss on sale of investments	3,66,707	20,87,166
Other non-operating income		
Profit on disposal of tangible fixed assets	1,19,02,873	23,56,828
	1,19,02,873	**23,56,828**
Total	**3,28,14,076**	**1,96,25,304**

Note No. 19 Employee benefit expenses **₹ in rupees**

Particulars	**31st March 2025**	**31st March 2024**
Salaries and Wages		
Director Remuneration	1,80,00,000	2,40,00,000
Salary and wages	7,96,28,496	5,06,36,833
	9,76,28,496	**7,46,36,833**
Contribution to provident and other fund		
Employer Contribution to PF	18,07,613	12,66,911
Gratuity	23,17,163	7,00,182
	41,24,776	**19,67,093**
Staff welfare Expenses	33,36,983	33,77,841
Total	**10,50,90,255**	**7,99,81,767**

Note No. 20 Finance costs **₹ in rupees**

Particulars	**31st March 2025**	**31st March 2024**
Interest		

Interest on short-term loans from banks	17,59,863	28,51,206
Interest on short-term loans from others	5,33,396	7,87,866
Interest on long-term loans from banks	68,31,375	65,75,964
	91,24,634	**1,02,15,036**
Other Borrowing costs		
Bank & Other Charges	3,31,792	10,56,634
	3,31,792	**10,56,634**
Gain (Loss) on foreign currency transaction	57,393	3,84,516
Total	**95,13,819**	**1,16,56,186**

Note No. 21 Depreciation and amortization expenses **₹ in rupees**

Particulars	**31st March 2025**	**31st March 2024**
Depreciation on tangible assets	1,26,89,281	39,01,077
Total	**1,26,89,281**	**39,01,077**

Note No. 22 Other expenses **₹ in rupees**

Particulars	**31st March 2025**	**31st March 2024**
Audit fees	11,85,000	5,95,000
Electricity expenses	18,58,227	15,53,772
Business Promotion	27,64,528	6,17,118
Rent	76,64,668	57,04,967
Postage expenses	86,199	1,78,395
Office Repair & Maintenance Expenses	5,60,468	6,20,386
Insurance expenses	4,36,167	2,39,151
Commission and Brokerage	34,000	0
Conveyance expenses	11,03,489	10,45,631
Telephone & Internet Expenses	13,14,446	9,69,766
Printing and stationery	1,79,226	2,71,278
Misc Expenses	36,86,028	14,46,748
Travelling Expenses	3,48,136	11,42,010
Professional expenses	30,13,987	11,58,177
Repair & Maintenance Expenses	10,66,373	6,24,530
Membership fees	8,51,303	4,53,782
Vehicle running expenses	22,17,455	3,95,506
Interest/Demand/Penalties on Service Tax and GST	37,04,620	52,61,733
ROC Expenses	0	27,700
Charges on Shares Purchase	1,72,190	0
CSR Expense	27,74,231	5,41,769
Director Sitting Fees	11,15,000	0
Total	**3,61,35,741**	**2,28,47,419**

Note No. 23 Current tax ₹ in rupees

Particulars	31st March 2025	31st March 2024
Current tax pertaining to current year	5,20,48,370	8,97,05,865
Total	**5,20,48,370**	**8,97,05,865**

Note No. 24 Deferred tax ₹ in rupees

Particulars	31st March 2025	31st March 2024
Deferred Tax	36,22,225	(6,27,329)
Total	**36,22,225**	**(6,27,329)**

Note No. 25 Earning Per Share ₹ in rupees

Particulars	Before Extraordinary items		After Extraordinary items	
	31st March 2025	31st March 2024	31st March 2025	31st March 2024
Basic				
Profit after tax (A)	14,17,21,573	26,18,24,946	14,17,21,573	26,18,24,946
Weighted average number of shares outstanding (B)	2,00,41,684	1,88,08,100	2,00,41,684	1,88,08,100
Basic EPS (A / B)	7.07	13.92	7.07	13.92
Diluted				
Profit after tax (A)	14,17,21,573	26,18,24,946	14,17,21,573	26,18,24,946
Weighted average number of shares outstanding (B)	2,00,41,684	1,88,08,100	2,00,41,684	1,88,08,100
Diluted EPS (A / B)	7.07	13.92	7.07	13.92
Face value per share	10	10	10	10

For M/s. GULATI SANDEEP & CO.
Chartered Accountants
Firm Registration No. 008694N
PRC No.: 016449

Sd/-
HARI SINGH
PARTNER
Membership No. 094782

UDIN: - 25094782BMLLSG5217
Place: -Noida
Date: - 23rd May, 2025

For MACH CONFERENCES AND EVENTS LIMITED

Sd/-
AMIT BHATIA
Managing Director
DIN: 00351412

Sd/-
LAVEENA BHATIA
Whole Time Director
DIN: 00351437

Sd/-
RAVI KUMAR MISHRA
Chief Financial Officer
PAN: BSLPM6474N

Sd/-
YASHASHVI SRIVASTAVA
Company Secretary
PAN: JBBPS9842B

On behalf of Mach Conferences and Events Limited, we would like to express our sincere gratitude to all those who contributed to the successful completion of our Annual Report for the Financial Year 2024-25. This report is a reflection of the collective effort, expertise, and dedication of our entire team. We deeply appreciate the hard work put in by everyone involved, ensuring that we present an accurate, transparent, and comprehensive overview of our performance and strategic direction. Your commitment to excellence continues to be a key driver of our success, and we look forward to building on this momentum as we move towards a brighter future together.

On behalf of
Mach Conferences and Events Limited

Sd/-
Amit Bhatia
Chairman & Managing Director

Mach Conferences and Events Limited (Formerly known as Mach Conferences and Events Private Limited

Registered Office: Office No-4, 2nd/Floor, Master Space Plot No-27 Kh/Mustatil No-154 Killa No- 19/2, Uggarsain Park, Dichaon Road Najafgarhstreet No- 2, Najafgarh, South West Delhi, New Delhi, Delhi, India, 110043.

✆+91 120 4747000
✉info@machconferences.com
💻www.machconferences.com