



SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
(Formerly known as SODHANI FINANCIAL CONSULTANTS LIMITED)
(CIN- U67120RJ2009PLC028237)

REG. OFFICE- GROUND FLOOR, P NO. C 373, C BLOCK VAISHALI NAGAR, JAIPUR,
JAIPUR, RAJASTHAN, INDIA, 302021

Email Id:-info@safefintech.in, **Phone No.:-** 0141 – 2358107, **Website** www.safefintech.in

Date: August 29, 2025

To,
The Manager – Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal
Street, Fort, Mumbai – 400001

Scrip Code: 544257; ISIN: INE0Q3401017; SYMBOL: **SAFE**

Dear Sir/Madam,

Sub: Notice convening the 16th Annual General Meeting and Annual Report of the company for the Financial Year 2024-25

This is to inform you that the **16th Annual General Meeting (“AGM”)** of the Members of the Company will be held on **Tuesday, September 23, 2025, at 04:00 P.M. (IST)** at the registered office of the company to transact the businesses as listed in the Notice of the AGM

Pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), we are submitting herewith the Annual Report of the Company along the Notice of the AGM for the financial year 2024- 25 which is being sent only through electronic mode to all those Members of the Company whose email addresses are registered with the Company/ Company's Registrar and Transfer Agent/ Depository Participants.

The Annual Report containing the Notice of the AGM is also being made available on the investor section of website of the Company at www.safefintech.in .

You are requested to take on record the above information and disseminate.

Thanking you,

Yours faithfully,

For SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

MONIKA AGARWAL
Company Secretary cum compliance officer
ACS: A55546

Encl: As above



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SODHANI ACADEMY OF FINTECH ENABLERS LIMITED



Annual Report 2024-2025

For the Financial Year Ended 31st March, 2025

CIN: U67120RJ2009PLC028237

Registered Office: Ground Floor, P No. C 373, , C Block, Vaishali Nagar, Jaipur, Rajasthan - 302021

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Board of Directors

- Mr. Rajesh Kumar Sodhani – Managing Director
- Mrs. Priya Sodhani – Non-Executive Director and Chairperson
- Mr. Dinesh Saboo – Non-Executive Director and Non-Independent Director
- Mrs. Chanchal Pabuwaal – Independent Director
- Mr. Jagadeesh Atukuri – Independent Director
- Ms. Shilpa Maheshwari – Independent Director

Key Managerial Personnel (KMP)

- Ms. Deepti Maheshwari – Chief Financial Officer
- Ms. Monika Agarwal – Company Secretary & Compliance Officer

Statutory Auditors

M/s. J C Kabra & Associates, Chartered Accountants

301, D Definity, 1st J P Road, Near Anupam Talkies,
Goregaon (East), Mumbai – 400063, Maharashtra, India

Secretarial Auditor

G&J Associates

308–311, Geetanjali Tower,
Civil Lines, Jaipur – 302006, Rajasthan, India

Registrar and Share Transfer Agent (RTA)

Cameo Corporate Services Limited

Subramanian Building, No. 1, Club House Road,
Chennai – 600002, Tamil Nadu, India

Tel: 044-40020700 / 28460390

Email: investor@cameoindia.com

Website: www.cameoindia.com

Banker(s)

Kotak Mahindra Bank Limited

Listed on

BSE Limited

Scrip code: 544257

Symbol: SAFE



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DIRECTOR'S REPORT

To,

The Members,

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

Your Director's have pleasure in presenting their **16th** Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2025.

[The amounts appearing in the report have been rounded off to Lakhs except No. of shares and EPS in accordance with the Financial Statements]

1. FINANCIAL SUMMARY OR HIGHLIGHTS

The financial performance of your company for the year ending **March 31, 2025** is summarized below:

Particulars	2024-25 Current Year (Rs.)	2023-24 Previous Year (Rs.)
Revenue from Operations	354.84	205.08
Other Income	299.17	101.87
Total Revenue	654.01	306.95
Total Expenditure	168.86	65.68
Profit/(Loss) before Prior Period Items & tax	485.15	241.27
Less: Prior period Items	-	-
Profit/(Loss) Before Tax	485.15	241.27
Less: Current Year	(93.00)	(50.95)
Earlier Year	(8.00)	(3.47)
Deferred tax	0.50	(3.67)
Profit/(Loss) after Tax	384.64	183.17
Earnings Per Share (Basic/Diluted)	7.34	3.88
No. of shares used in computing EPS	56,95,000	47,25,000

2. BRIEF DESCRIPTION OF THE COMPANY'S PERFORMANCE DURING THE YEAR:

During the year under review, on standalone basis, the Revenue from the operation increased by 73.03%. The same was Rs. 354.84/- for the current FY 2024-25 as compared to Rs. 205.08/- for the previous FY 2023-24. Total Net Profit increased by 109.97 %, the same was Rs. **384.64/-** for the current FY 2024-25 as compared to Rs. **183.17/-** for the previous FY 2023-24.



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3. TRANSFER TO RESERVES:

During the year under review, Pursuant to provisions of Section 134(3)(j) of the Companies Act 2013, the board of Directors of the company has not proposed to transfer any amount to the reserve account.

4. STATE OF THE COMPANY'S AFFAIRS:

A) BUSINESS OPERATIONS

Company operates as a technology-led, hybrid education firm, specializing in financial literacy. With diversified offerings—online/live sessions, digital modules, offline seminars, and certification courses—the company partners with regulatory bodies and colleges to scale industry-driven skill training.

There is no change in the nature of the business of the Company during the year under review.

During the financial year 2024–25, company demonstrated substantial progress and strategic expansion in its core operations, marking a significant improvement over the previous year. In the current financial year 2024–25, our turnover raised by 73.03% during this year.

The Company continued its mission to enhance financial literacy and empowerment by providing structured training, consultancy, and upskilling programs tailored to the evolving needs of individuals and institutions in the financial ecosystem. Our target audience includes students, fresh graduates, homemakers, and aspiring retail investors seeking knowledge in financial planning, stock market fundamentals, trading strategies, and wealth management.

Key Improvements and Strategic Initiatives in FY 2024–25

Successful Listing on BSE SME Platform

A major milestone achieved during the year was LISTED on the BSE SME platform. The Company with intention to list its securities on BSE SME Platform issued 15,30,000 Equity Shares of Rs. 10/- each at a premium of Rs. 30 per share aggregating to Rs. 612,00,000/- (Six crore twelve lakhs rupees. After completion of due procedure, Company's securities got listed on BSE EMERGE SME Platform and trading of such securities started w.e.f. September 23, 2024. Hence, the present status of the Company is an Indian Non-Government, Listed Public Limited Company limited by shares.

The Company raised ₹612.00 Lakhs to fund strategic initiatives, enabling us to scale operations and strengthen our market presence.

Expansion of Training Infrastructure

Leveraging IPO proceeds, the Company invested in building a content studio and enhancing our offline training infrastructure. This significantly improved our capacity to deliver high-quality video content and conduct in-person workshops and seminars, thus broadening our outreach.



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Enhanced Digital Delivery and Learning Management System (LMS)

Our mobile application and website-based LMS underwent major upgrades this year. With improved user experience and interactivity, learners benefited from seamless access to live classes, recorded sessions, and self-paced modules. These enhancements have contributed to a higher retention rate and stronger learner engagement.

Conclusion

The financial year 2024–25 has been a transformative year for Sodhani Academy of Fintech Enablers Limited. With strategic investments in technology, infrastructure, and content, the Company has not only enhanced its service delivery but also positioned itself for long-term, scalable growth. We remain committed to expanding access to practical, high-quality financial education across India and contributing meaningfully to financial empowerment and literacy.

B) FUTURE OUTLOOK:

Looking ahead, company aims to consolidate its leadership position in the financial education space through strategic partnerships, product innovation, and technology integration. The Company plans to:

- Expand its geographic presence by entering new cities and regions;
- Introduce advanced programs in fintech, personal finance, and capital markets;
- Strengthen collaborations with regulatory authorities, universities, and financial institutions;
- Leverage data analytics and AI to personalize learning journeys and outcomes;
- Launch multilingual content to reach underrepresented and regional audiences.

With a strong foundation laid in FY 2024–25 and a robust roadmap ahead, the Company remains committed to delivering long-term value to its shareholders while continuing to contribute to India's vision of a financially literate and empowered population.

5. DIVIDEND:

In line with this policy and our commitment towards shareholders value creation, The Board of Directors of your Company had recommended a final dividend for the financial year 2024-25 of Rs. 0.50 (Rupee Fifty paisa Only) per equity share i.e., 5% of face value of Rs. 10.00 (Rupee Ten Only) per equity share. in their meeting held on May 12, 2025. Dividend outgo will be Rs. 28,47,500 (Rupees Twenty Eight Lakhs Forty Seven Lakhs And Five Hundred Only), This recommendation is subject to the approval of the Members at the ensuing 16th Annual General Meeting ("AGM") of the Company and shall be subject to tax deduction at source. Furthermore, the declaration of dividend is pursuant to the Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and is in accordance with the Dividend Distribution Policy of the Company. During the financial year 2024-25, there were no changes in the parameters of Dividend Distribution Policy of the Company and the policy is readily accessible on the Company's website at www.safefintech.in.

6. CHANGE OF NAME:

During the Financial Year 2024-2025, the Company had not changed its name.



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7. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there was no change in the core nature of business of the Company, it continues to be engaged in the domain of financial education, training, and consultancy services.

However, a significant milestone was achieved during the year with the Company successfully completing its Initial Public Offering (IPO) and getting listed on the BSE SME Exchange on September 23, 2024. This strategic step was undertaken to strengthen the Company's financial position, enhance brand credibility, and support long-term growth initiatives.

8. LISTING OF SHARES

Your Company's shares are listed on BSE Limited, and the listing fees for the Financial year 2025-26 have been duly paid. The Company's shares are not suspended for trading on Stock Exchange(s).

9. CAPITAL STRUCTURE:

During the financial year 2024–25, the capital structure of company remained largely stable with one significant development—completion of the Company's Initial Public Offering (IPO) and subsequent listing on the BSE SME Platform.

The detailed capital structure and related changes during the year are as follows:

A. Authorised Share Capital

There was **no change** in the Authorised Share Capital of the Company during the year under review. It continues to stand at **7,00,00,000/-** (Rupees Seven Crores) Divided into **70,00,000 Equity Shares** of ₹10/- each.

B. Issued, Subscribed and Paid-up Share Capital

The **paid-up equity share capital** of the Company as on **March 31, 2025**, stood at **Rs. 5,69,50,000/-** Representing **56,95,000 equity shares** of Rs. 10/- each.

This increase in paid-up capital was a result of the successful Initial Public Offering completed during the year.

C. Changes in Share Capital

During the year, the Company successfully completed its IPO and listed its equity shares on the **BSE SME Platform** on **September 23, 2024**.

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Issue Details:

- **Total Equity Shares Issued:** 15,30,000 shares
- **Face Value:** Rs.10/- per share
- **Issue Price:** Rs. 40/- per share
(Including Rs. 30/- share premium)

Break-up of Issue:

- **Fresh Issue:** 9,70,000 equity shares
- **Offer for Sale (OFS):** 5,60,000 equity shares offered by Promoters

Details of Selling Shareholders under OFS:

Name of Selling Shareholder	No. of Shares Offered
Mr. Rajesh Kumar Sodhani	4,75,000 shares
Mrs. Priya Sodhani	85,000 shares

Listing of Equity Shares

During the year under review, the Company successfully came out with its Initial Public Offering (IPO) through a fresh issue of equity shares aggregating to ₹3.88 crore and an offer for sale of ₹2.24 crore, aggregating to a total issue size of ₹6.12 crore, at a fixed price of ₹40 per equity share. The IPO received an overwhelming response from investors and was subscribed more than 438 times, reflecting the strong confidence of stakeholders in the Company's business model and future prospects.

The equity shares of the Company were listed on the SME Platform of BSE Limited on September 23, 2024 under the scrip code 544257. On the day of listing on 23th September, the Company's shares debuted at ₹53 per share, representing a premium of around 32% over the issue price, and closed the day at ₹55.65 per share. Post-listing, the shares continued to witness healthy investor interest, underlining the credibility and growth potential of the Company.

The proceeds from the **Fresh Issue** are being utilized in line with the stated objects in the IPO Prospectus.

Utilization of IPO Proceeds

The Company had raised ₹388.00 lakhs through the Fresh Issue of Equity Shares in its Initial Public Offering (IPO) during FY 2024-25. The Board of Directors confirms that the proceeds from the Fresh Issue have been utilized during the year strictly in accordance with the objects stated in the Prospectus of the IPO. There has been no deviation or variation in the utilization of funds as compared to the stated objects.

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Further, the Statutory Auditors of the Company, in their report issued under the Companies (Auditor's Report) Order, 2020 (CARO, 2020), have also confirmed that the funds raised through the IPO have been utilized for the purposes for which they were raised.

The object-wise details of the utilization of IPO proceeds are as under:

Object of fresh issue	Amount to be financed from Net proceeds	Estimated Utilization of Net Proceeds in FY 2024-25	Balance fund of IPO Proceeds	(Surplus) / Deficit Fund Adjust through GCP	Balance fund for (FY 2025-26)
Offer related Expenses in relation to Fresh Offer	78.00	58.09	19.91	(19.91)	(0.00)
Building content Studio and Offline training infrastructure	80.00	11.36	68.64	-	68.64
Information Technology (Hardware including Software) Procurement	60.00	20.44	39.56	-	39.56
Content Development for course Material	50.00	22.50	27.50	-	27.50
Enhancement of brand visibility and awareness	35.00	41.80	(6.80)	6.80	(0.00)
Learning Management System (LMS) Application development	10.00	0.34	9.66	-	9.66
General Corporate Purpose	75.00	20.24	54.76	13.11	67.87
Total	388.00	174.78	213.22	-	213.22

D. Summary of Other Capital Events during the financial year 2024-25

Event Type	Status
Preferential Allotment	During the Financial Year no shares were issued under any Preferential Issue.
Rights Issue	During the year company has not increased its issued and paid-up Equity Share Capital by making any right issue of shares.
Bonus Issue	During the Financial Year no shares were issued to existing shareholders as Bonus Shares under any Bonus Issue.

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Event Type	Status
Shares with Differential Voting Rights	Company does not have Equity Shares with differential rights and have not issued any shares with differential rights during the financial year 2024-25 hence no information as per provisions of Section 43(a) (ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished
Sweat Equity Shares	During the Financial Year no shares were issued as Sweat Equity Shares under any Scheme hence no information as per provisions of Section 54(1) (d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
Employee Stock Options (ESOPs)	During the Financial Year no shares were issued under any Scheme of Employee Stock Option hence no information as per provisions of Section 62(1) (b) of the Act read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished
Provision for Purchase of Own Shares by Employees or Trustees	There was no provision made of the money by the company for purchase of its own shares by employees or by trustees for the benefit of employees or by trustees for the benefit of employees.
Splitting/Sub-division of Shares	No splitting/ sub division of shares was done during the financial year 2024-25.
Buy back of securities:	The Company has not bought back any of its securities during the year under review.

E. Revised Capital Structure as on March 31, 2025

Particulars	Amount (Rs.)
Authorised Capital	Rs. 7,00,00,000
Paid-up Capital	Rs. 5,69,50,000

10 DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A) Composition of Board of Directors

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The Board of Directors of the Company comprises individuals of proven integrity and competence. Collectively, the Directors bring with them diverse experience, financial expertise, strategic foresight, and leadership capabilities. The Board members are committed to the Company's growth and governance and devote sufficient time to deliberations and participation in Board and Committee meetings.

As on March 31, 2025, the composition of the Board complies with the provisions of Section 149 of the Companies Act, 2013. Although Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to SME-listed companies, the Company strives to follow good governance practices by maintaining an optimum combination of Executive, Non-Executive, and Independent Directors.

As of the reporting date, the Board comprises six (6) Directors. The composition and category of Directors are provided below:

S. No.	Name and DIN	Designation/ Category	Date of appointment	Date of cessation & Mode of Cessation
1.	RAJESH KUMAR SODHANI (DIN: 02516856)	Managing Director and Promoter	03/02/2009	
2.	PRIYA SODHANI (DIN: 02523843)	Chairman, Non-Executive Director and Promoter	03/02/2009	
3.	DINESH SABOO (DIN: 10413825)	Non-Executive, Non Independent Director and Professional	13/08/2024	
4.	CHANCHAL PABUWAL (DIN: 10277050)	Non-Executive, Independent Director	13/08/2024	
5.	JAGADEESH ATUKURI (DIN: 08478109)	Non-Executive, Independent Director	30/05/2023	
6.	SHILPA MAHESHWARI (DIN: 07431117)	Non-Executive, Independent Director	30/05/2023	
7.	DHIRAJ MALHOTRA (DIN: 07528401)	Non-Executive , Non Independent Director and Professional	30/05/2023	09/07/2024 (Resignation)

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8.	DEEPAK KAPOOR (DIN: 07528401)	Non-Executive, Independent Director	30/05/2023	05/08/2024 (Resignation)
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During the year under review, the following changes took place in the composition of the Board of Directors:

- *Mr. Dhiraj Malhotra resigned from the position of Non-Executive, Non Independent Director effective July 09, 2024.*
- *Mr. Deepak Kapoor resigned from the position of Non-Executive, Independent Director effective August 05, 2024.*
- *Mr. Dinesh Saboo was appointed as an Additional Non-Executive Professional Director effective August 13, 2024. His appointment was regularized in the Extraordinary General Meeting held on August 14, 2024.*
- *Mrs. Chanchal Pabuwal was appointed as an Additional Non-Executive Independent Director effective August 13, 2024. Her appointment was also approved in the Extraordinary General Meeting held on August 14, 2024.*

B. Retirement by Rotation & Re-Appointment of Director

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Rajesh Kumar Sodhani (DIN: 02516856) Managing Director of the Company, whose period of office is liable to retire by rotation under section 152 of the Companies Act will retire at ensuing the Annual General Meeting. He is eligible, for re-appointment has offered himself for re-appointment. The Board recommends his re-appointment to the members at the ensuing Annual General Meeting and the shareholders are requested to consider his re-appointment on the board.

C. Independent Directors

As on March 31, 2025, the Company has three Independent Directors:

- Mrs. Chanchal Pabuwal
- Mr. Jagadeesh Atukuri
- Mrs. Shilpa Maheshwari

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These Independent Directors bring with them rich experience and independent judgement, contributing significantly to the governance framework of the Company.

Meeting of Independent Directors

In compliance with Schedule IV of the Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulations, 2015, a separate meeting of the Independent Directors was held on March 5th, 2025, without the presence of Executive or Non-Independent Directors. All the Independent Directors were present at the Independent Directors meeting.

The meeting reviewed:

- Performance of Non-Independent Directors and the Board as a whole,
- Performance of the Chairperson,
- Quality, quantity, and timeliness of information flow between the management and the Board.

All Independent Directors attended the meeting. The composition of the meeting was as follows:

Name	Position	Category
Mr. Jagadeesh Atukuri	Chairman	Non-Executive Independent Director
Mrs. Shilpa Maheshwari	Member	Non-Executive Independent Director
Mrs. Chanchal Pabuwal	Member	Non-Executive Independent Director

Familiarization Program for Independent Directors

The Company conducts structured induction and orientation sessions for new Directors to familiarize them with the business operations, strategic priorities, industry dynamics, and their roles and responsibilities.

Declaration by Independent Directors

The Company being listed entity on the SME platform of BSE since September 23, 2024, has appointed the required number of independent directors on the board.

The provisions of Section 149 relating to the appointment of Independent Directors are applicable to the Company.

Furthermore, the requirements under Section 134(3)(d) read with Section 149(6) regarding the statement of declaration by Independent Directors are also applicable to the Company.

Pursuant to Section 149(6) of the Companies Act, 2013, Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015, all Independent Directors have confirmed that:

- They meet the criteria of independence.
- They are not disqualified from continuing as Independent Directors.
- They have complied with the Code of Conduct and other regulatory obligations.

These declarations have been duly noted and taken on record by the Board.

Board's Opinion on Integrity, Expertise and Experience of Independent Directors

Pursuant to the provisions of Section 149 of the Companies Act, 2013 read with applicable Rules and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors hereby affirms that in its opinion, the Independent Directors appointed during the year possess the highest standards of integrity and demonstrate the requisite expertise, experience, and proficiency required to discharge their roles and responsibilities effectively. The Board further confirms that the Independent Directors bring with them rich experience in their respective fields, which adds significant value to the deliberations and decision-making processes of the Company.

The salient features of the policy and changes therein, if any, along with the web address of the policy, is www.safefintech.in.

D. Key Managerial Personnel (KMP)

As on March 31, 2025, the Key Managerial Personnel of the Company include:

- Mr. Rajesh Kumar Sodhani – Managing Director (appointed for a period of five years w.e.f. May 30, 2023)
- Ms. Deepti Maheshwari – Chief Financial Officer (appointed w.e.f. May 30, 2023)
- Ms. Monika Agarwal – Company Secretary (Membership No. 55546); appointed w.e.f. May 30, 2023)

11. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION / REMUNERATION POLICY:

The Board has adopted a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration.

Based on the recommendation of Nomination & Remuneration Committee, the Board of Directors approved and adopted a Policy for selection, appointment and remuneration of Directors, Key Managerial Personnel and other employees of the Company as required under Section 178(3) of the Act.

The Nomination & Remuneration Committee identifies and ascertains the integrity, qualification, expertise and experience of the person for appointment as Director and ensures that the candidate

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identified possesses adequate qualification, expertise and experience for the appointment as a Director.

The Nomination & Remuneration Committee ensures that the candidate proposed for appointment as Director is compliant with the provisions of the Companies Act, 2013. -The candidate's appointment as recommended by the Nomination and Remuneration Committee requires the approval of the Board.

In case of appointment of Independent Directors, the Nomination and Remuneration Committee satisfies itself with regard to the independent nature of the Directors vis- à-vis the Company so as to enable the Board to discharge its function and duties effectively.

The Nomination and Remuneration Committee ensures that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.

The Remuneration Policy of the Company has been disclosed on the Company's website and can be accessed at <https://www.safefintech.in/investor?id=72>

12 MEETINGS:

A. Board Meetings:

The Board meets at regular intervals to discuss and take a view on the Company's policies and strategy apart from other Board matters. The notice for the board meetings is given well in advance to all the Directors.

During the Financial Year 2024-2025, the Company held **15 board meetings** of the Board of Directors as per Section 173 of the Companies Act, 2013. The provisions of the Companies Act, 2013 were adhered to while considering the time gap between two meetings.

The detail of board meeting held and the attendance of the Directors during the financial year 2024-25 were given below:-

Sr. No.	Date of Meeting	Total No. of Directors as on date of meeting	Attendance	
			No. of Directors attended	% of Attendance
1.	01/04/2024	6	5	83.33%
2.	02/04/2024	6	5	83.33%
3.	28/06/2024	6	5	83.33%

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4.	29/06/2024	6	5	83.33%
5.	19/07/2024	5	4	80%
6.	07/08/2024	4	4	100%
7.	13/08/2024	4	4	100%
8.	14/08/2024	6	6	100%
9.	30/08/2024	6	6	100%
10.	07/09/2024	6	6	100%
11.	19/09/2024	6	6	100%
12.	23/10/2024	6	4	66.66%
13.	07/11/2024	6	6	100%
14.	11/12/2024	6	6	100%
15.	05/03/2025	6	6	100%

Frequency and Quorum at these Meetings were in conformity with the provisions of the companies Act, 2013 and the “Listing Regulation” and the listing agreements entered into by the company with the Stock Exchange. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

B. Extra Ordinary General Meeting:

As per Section 100 of Companies Act, 2013, The Company had held an Extra Ordinary General Meeting for the financial year 2024-2025 as on 14-08-2024 and 02-01-2025.

C. Annual General Meeting:

The Annual General Meeting for the financial year 2023-2024 was held on 02.09.2024.

D. RESOLUTION BY CIRCULATION

During the year, The Company has not passed any resolutions by circulation.

E. COMMITTEES OF THE BOARD:

The Company has formed committees as required under the Companies Act, 2013. Accordingly, as on 31st March, 2025 and presently the board has Three (3) committees i.e. Audit Committee,

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Nomination and Remuneration Committees and Stakeholders Relationship Committee. The constitution of which are given below:

I. AUDIT COMMITTEE

The composition of the Audit Committee and terms of reference are in compliance with the provisions of Section 177 of the Companies Act, 2013 read with Rule 6 of the companies (Meeting of board and its power) rules, 2014 and Regulation of the SEBI (LODR) Regulations 2015. All members of the Committee are financially literate and have accounting or related financial management expertise.

The Terms of reference of the Committee can be accessed at www.safefintech.in .

The role of the audit committee shall include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the director's responsibility statement to be included in the Board's Report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b) Changes, if any, in accounting policies and practices and reasons for the same;
 - c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - d) Significant adjustments made in the financial statements arising out of audit findings;
 - e) Compliance with listing and other legal requirements relating to financial statements;
 - f) Disclosure of any related party transactions;
 - g) modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency, monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the listed entity with related parties;

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9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post- audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. To review the functioning of the whistle blower mechanism;
 19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
 20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
 21. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances / investments existing as on the date of coming into force of this provision.
 22. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- The audit committee shall mandatorily review the following information:
- (1) Management discussion and analysis of financial condition and results of operations;
 - (2) Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - (3) Internal audit reports relating to internal control weaknesses; and
 - (4) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
 - (5) Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable.
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice.

The Audit Committee consists of the following members:

S. No.	Name	Position	Category
1.	JAGADEESH ATUKURI	Chairman	Non-Executive and Independent Director

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2.	CHANCHAL PABUWAL	Member	Non-Executive and Independent Director
3.	DINESH SABOO	Member	Non-Executive and Non- Independent Director

During the year under review, the Audit Committee met 4 time wherein due quorum was present for the meeting and the notice of meeting was given to all the Members namely as mention hereunder:

All the recommendations of the Audit Committee in the financial year 2024-25 were accepted by the Board during the year under review.

Following is the detail of the attendance of each of the members of the Audit Committee at its Meeting held during the year under review:

Sr. No.	Date of Meeting	Total No. of Members on date of meeting	Attendance	
			No. of Members attended	% of Attendance
1	20/06/2024	3	3	100%
2	07/09/2024	3	3	100%
3	07/11/2024	3	3	100%
4.	11/12/2024	3	3	100%

Note: - After the closure of the financial year Mr. CHANCHAL PABUWAL become the Chairperson of the committee in a Board meeting held on August 28, 2025.

II. NOMINATION AND REMUNERATION COMMITTEE

The composition of the Nomination and Remuneration Committee and terms of reference are in compliance with the provisions of Section 178 of the Act, Schedule V and all other applicable provisions of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Power) Rules, 2014.

Terms of Reference

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1. Formulate the criteria for determining the qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to, the remuneration of the directors, Key Managerial Personnel and other employees.
2. For every appointment of an independent director, the Nomination and Remuneration 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:
 - a. use the services of an external agencies, if required;
 - b. consider candidates from a wide range of backgrounds, having due regard to diversity and
 - c. consider the time commitments of the candidates.
3. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;
4. Devising a policy on diversity of Board of directors
5. Identifying persons who are qualified to become directors and may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
6. Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
7. Recommend to the board, all remuneration, in whatever form, payable to senior management.

The company has duly formulated the Nomination and Remuneration Policy which is also available at the company website. The Policy formulated by Nomination and Remuneration Committee includes director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters as specified under section 178(3) of the Companies Act, 2013 and same was approved by the Board of Directors of the Company.

The Nomination and Remuneration Policy of the Company contains the guidelines on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Section 178(3).

Criteria for performance evaluation

As per the provisions of the SEBI (LODR), Regulations, 2015, the Nomination and Remuneration Committee (the "Committee") has laid down the evaluation criteria for performance evaluation of Independent Directors.

The manner for performance evaluation of Directors (including Independent Directors) and Board as whole has been covered in the Board's Report.

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The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Directors including the Independent Directors. The said criteria provide certain parameters like attendance, acquaintance with business, communication inter se between Board members, effective participation, domain knowledge, compliance with code of conduct, vision and strategy, benchmarks established by global peers etc., which is in compliance with applicable laws, regulations and guidelines.

The Nomination and Remuneration Committee consists of the following members:

S. No.	Name	Position	Category
1.	SHILPA MAHESHWARI	Chairman	Non-Executive and Independent Director
2.	JAGADEESH ATUKURI	Member	Non-Executive and Independent Director
3.	DINESH SABOO	Member	Non-Executive and Non-Independent Director

During the year under review, the Nomination and Remuneration Committee met 02 time wherein due quorum was present for the meeting and the notice of meeting was given to all the Members. The committee review the performance and compensation of the directors and key managerial personnels and recommended the few suggestions. Same was reviewed and accepted by the Board of Directors.

Following is the detail of the attendance of each of the members of the Nomination and Remuneration Committee at its Meeting held during the year under review:

Sr. No.	Date of Meeting	Total No. of Members on date of meeting	Attendance	
			No. of Members attended	% of Attendance
1.	07-11-24	3	3	100%
2.	13-08-2024	3	3	100%

III. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition of the Stakeholders' Relationship Committee and terms of reference are in compliance with the provisions of Section 178(5) of the Act and all other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder.

THE TERMS OF REFERENCE

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1. Resolving the grievances of the security holders of the listed entity including complaints.
2. Related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
3. Review of measures taken for effective exercise of voting rights by shareholders.
4. Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
5. Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

The SRC Committee consists of the following members:

S. No.	Name	Position	Category
1.	CHANCHAL PABUWAL	Chairman	Non-Executive and Independent Director
2.	SHILPA MAHESHWARI	Member	Non-Executive and Independent Director
3.	DINESH SABOO	Member	Non-Executive and Non-Independent Director

During the year under review, the SRC Committee met 1 time namely on 07-11-24 wherein due quorum, was present for the meeting and the notice of Board meeting was given to all the Members. Following is the detail of the attendance of each of the members of the CSR Committee at its Meeting held during the year under review:

Sr. No.	Date of Meeting	Total No. of Members on date of meeting	Attendance	
			No. of Members attended	% of Attendance
1.	07-11-24	3	3	100%

IV. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

The provisions of Section 135 of the Companies Act, 2013, are not applicable to the Company. Hence,

Your Company is not required to constitute a Corporate Social Responsibility ("CSR") Committee.

13. CORPORATE SOCIAL RESPONSIBILITY



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The provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 are presently not applicable to the Company. Accordingly, your Company is not required to constitute a CSR Committee or formally adopt a CSR Policy during the year under review.

However, as part of its commitment towards responsible and inclusive growth, the Company has voluntarily framed a CSR Policy to guide its approach towards social and community initiatives, reflecting its philosophy of contributing positively to society even beyond statutory obligations.

14. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company in accordance with the provisions of Section 177 (9) & (10) of the Act has established a robust Vigil Mechanism Policy for Directors and employees to report genuine concerns to the management viz, instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy and assist the Audit Committee. The Directors and employees are encouraged to come forward and express his/her concern(s) without fear of punishment or unfair treatment.

The Whistle Blower Policy/ Vigil Mechanism Policy of the Company is available on the website at <https://www.safefintech.in/investor?id=101>

15. RISK MANAGEMENT :

Your Company believes that managing risks helps in maximizing returns. The Company has formally adopted a Risk Management Policy to identify and assess the key risk areas, monitor and report compliance and effectiveness of the policy and procedure. The Company has a risk management framework in place for identification, evaluating and management of risks. In line with your Company's commitment to deliver sustainable value, this framework aims to provide an integrated and organized approach for evaluating and managing risks. The Audit Committee periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework. Further, the risks associated to the Company's business are provided in the Management Discussion and Analysis Report.

16. GENDER-WISE COMPOSITION OF EMPLOYEES:

In alignment with the principles of Diversity, Equity, and Inclusion (DEI), the Company discloses below the gender composition of its workforce as on the March 31, 2025.

- Male Employees: 13
- Female Employees: 6
- Transgender Employees: 0

This disclosure reinforces the Company's efforts to promote an inclusive workplace culture and equal opportunity for all individuals, regardless of gender.

17. ANNUAL PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS, COMMITTEES AND INDIVIDUAL DIRECTOR:

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In accordance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance, the performance of its Committees, and of individual Directors. The evaluation was carried out through a structured process covering various aspects of the Board's functioning such as composition, structure, culture, diversity, experience, competencies, performance of specific duties and obligations, quality of decision-making and effectiveness of meetings.

The performance of the Committees was evaluated by the Board on parameters such as composition, effectiveness of recommendations, adequacy of deliberations, and contribution towards Board's effectiveness. The performance of individual Directors was evaluated based on criteria such as preparedness, participation, contribution, and guidance provided to the management.

The Independent Directors, at their separate meeting held on 03/03/2025, reviewed the performance of the Non-Independent Directors, the Board as a whole, and the Chairperson of the Company, taking into account the views of Executive and Non-Executive Directors. The Nomination and Remuneration Committee also reviewed the performance of the Board, its Committees, and individual Directors.

The Board expressed its satisfaction with the evaluation process and the performance of the Board, its Committees, and individual Directors.

18 PARTICULARS OF EMPLOYEES AND RELATED INFORMATION

Pursuant to the amendment in the Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a detailed statement is attached as Annexure-E.

19. REGISTRAR AND SHARE TRANSFER AGENT:

The Company is required to appoint a Registrar and Share Transfer Agent.

The Company has appointed Cameo Corporate Services Limited as its Registrar and Share Transfer Agent (RTA) to handle all share registry work, both in physical and electronic form. The details of the RTA are as under:

Cameo Corporate Services Limited

Registered Office: Subramanian Building, No. 1, Club House Road, Chennai – 600 002, India

Tel: +91-44-40020700 / 28460390

Email: investor@cameoindia.com

Website: www.cameoindia.com

Contact Person: Mr. R.D. Ramasamy

SEBI Registration No.: INR000003753

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Shareholders/investors are requested to contact the RTA for matters relating to share transfers, dematerialization, rematerialisation, change of address, and other related queries.

20. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

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

21. AUDITORS:

I. Statutory Auditor:

The Auditors M/s. J C Kabra & Associates Chartered Accountants (FRN No. 115749W), have been appointed in the 14th Annual General Meeting held on August 09, 2023 by the approval of members as Statutory Auditors of the company to hold the office for 5(five) consecutive year from the financial year 2023-2024 up to the financial year 2027-2028 at such remuneration as may be fixed by the board of directors of the company in consultation with them subject to their eligibility criteria.

AUDITORS' REPORT:

The Statutory Auditors of the Company, in their report on the standalone financial statements for the financial year ended March 31, 2025, have made the following qualifications:

The qualifications, reservations, adverse remark or disclaimer in Auditors Report along with Directors' comments are as follows:

Sr. No.	Auditors' qualifications, reservations or adverse remarks or disclaimer in the Auditors' Report	Board's comments on qualifications, reservations or adverse remarks or disclaimer of the Auditors
1.	Non-appointment of Internal Auditor As per the provisions of Section 138 of the Companies Act, 2013 read with applicable rules, every company to which the said provisions apply is required to appoint an Internal Auditor within six months from the date of applicability. The Company has not appointed an Internal Auditor till the end of the financial year 2024-25, and hence there is a non-compliance with Section 138 of the Companies Act, 2013. Our opinion is not modified in respect of this matter."	The Company acknowledges the requirement under Section 138 of the Companies Act, 2013, read with the applicable rules, to appoint an Internal Auditor. The delay in appointment during the financial year 2024-25 was primarily due to internal restructuring and prioritization of other statutory compliances. The Board has identified eligible professionals for the role, and the appointment of the Internal Auditor is under active consideration. The Company shall ensure the appointment is completed in the financial year 2025-26 and the internal audit process is implemented in accordance with statutory requirements.

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2	Non-usage of Accounting Software with Audit Trail Facility Based on our examination which included test checks, we report that the Company has not maintained its books of account using accounting software having the feature of recording an audit trail (edit log) facility as required under Rule 3(1) of the Companies (Accounts) Rules, 2014. Our opinion is not modified in respect of this matter.	The Board acknowledges the observation regarding the absence of an audit trail feature in the accounting software used by the Company. The Company is in the process of upgrading its software to ensure compliance with Rule 3(1) of the Companies (Accounts) Rules, 2014, and will implement the necessary audit trail features for future financial periods
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The management is committed to full compliance with all applicable laws and has put in place a monitoring mechanism to avoid such non-compliances in the future.

Except as stated above, there are no qualifications, reservations, adverse remarks and disclaimers of the Statutory Auditors in their Statutory Audit Report for the Financial Year 2024-25

II. COST AUDITOR:

The maintenance of cost records and Cost Audit is not applicable to the products/ business of the Company for the F.Y. 2024-25. Therefore the Company is not required to appoint a cost auditor as per the provisions of section 148 of the Companies Act, 2013

III. SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 (“the Act”), read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s G & J Associates, Company Secretaries (Firm Registration No.: P2023RJ097600) as the Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year 2024-25.

The Board of Directors has recommended the appointment, M/s G & J Associates, Peer Reviewed Firm of Company Secretaries in Practice (FRN: / Peer Review No.)) as the Secretarial Auditor of the Company for a term next of 5 (five) years commencing from the financial year 2025-26 and continuing until the financial year 2029-30 subject to the approval of the members in the ensuing 16th Annual General Meeting.

The proposed Secretarial Auditor has furnished their written consent to act as secretarial auditor and confirmed his eligibility and non-disqualification under the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

The Secretarial Audit Report in Form MR-3, issued by M/s G & J Associates, for the financial year ended March 31, 2025, has been received and is annexed to this Report as “Annexure – B ”.

The report contains certain observations relating to statutory and regulatory compliances, which are summarised as under:

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Sr. No.	Auditors' qualifications, reservations or adverse remarks or disclaimer in the Auditors' Report	Board's comments on qualifications, reservations or adverse remarks or disclaimer of the Auditors
1.	Non-appointment of Internal Auditor The Company has not appointed an Internal Auditor as required under Section 138 of the Companies Act, 2013.	The Company acknowledges the requirement under Section 138 of the Companies Act, 2013, read with the applicable rules, to appoint an Internal Auditor. The delay in appointment during the financial year 2024-25 was primarily due to internal restructuring and prioritization of other statutory compliances. The Board has identified eligible professionals for the role, and the appointment of the Internal Auditor is under active consideration. The Company shall ensure the appointment is completed in the financial year 2025-26 and the internal audit process is implemented in accordance with statutory requirements.
2	Non-usage of Accounting Software with Audit Trail Facility The Company's accounting system does not have an inbuilt audit trail/edit log facility as mandated under the Companies (Accounts) Rules, 2014.	The Board acknowledges the observation regarding the absence of an audit trail feature in the accounting software used by the Company. The Company is in the process of upgrading its software to ensure compliance with Rule 3(1) of the Companies (Accounts) Rules, 2014, and will implement the necessary audit trail features for future financial periods

Except as stated above, there are no qualifications, reservations, adverse remarks and disclaimers of the Secretarial Auditors in their Secretarial Audit Report for the Financial Year 2024-25

IV. INTERNAL AUDITOR

Pursuant to section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014, and other applicable provisions of the Act, the Board of Directors has appointed M/s D. JAIN & CO., CHARTERED ACCOUNTANTS, (firm registration no. 015243C), Chartered Accountants, Chandigarh as Internal Auditors of the Company for financial year 2025-26 in a Board meeting held on MAY 12, 2025 The Internal Auditor conducts the internal audit and reports to the Audit Committee and Board from time to time.

22. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY :

The Company has an adequate internal control system commensurate with the size and nature of its business. The Internal Auditors reviews the efficiency and effectiveness of these systems and procedures. The Internal Auditors submit their Report periodically which is placed before and reviewed by the Audit Committee. Based on the report of the internal auditors, respective departments undertake corrective action in their respective areas and thereby strengthen the controls. During the year, no reportable material weakness in the design or operation of internal control system and their adequacy was observed.

23. REPORTING OF FRAUDS BY AUDITORS:

For the Financial year 2024-2025, the Statutory Auditor has not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee under section 143(12) of the Companies Act, 2013.

24. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:

Pursuant to provisions of Section 134(3) (l) there was No Material changes occurred affecting the financial position of the Company which have occurred between ends of the financial year to which the financial statements relate and date of report.

25. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

No significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future during the year.

26. WEB LINK OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Act read with Section 134(3)(a) of the Companies Act and the applicable Rules, the Annual Return in Form MGT-7 for the Financial year ended 31st March, 2025 shall be available on Company's Website at www.safefintech.in.

27. DEPOSITS:

The Company has neither accepted/invited any deposits from the public nor defaulted in repayment of deposits during the period within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. Hence company need not to give details related to deposits. There is no non-compliance of the provisions of Chapter V of the Companies Act 2013.

DEPOSITS AND DISCLOSURE IN REFERENCE OF SUB RULE 1 CLAUSE (C) SUB CLAUSE (VIII) OF RULE 2 OF COMPANIES (ACCEPTANCE OF DEPOSITS) RULES 2014



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During the period under review the company has accepted some unsecured loan from its directors which was not covered under the definition of deposits and the required declaration from the director and relative of director duly received by the company that the amount given by them is not acquired by borrowing or accepting loan or deposits from others.

The details of monies accepted are as under:

Name	Designation/ Relation	Amount
RAJESH KUMAR SODHANI	Managing Director	4.18 LAKHS

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year under review the Company has given loan to any person or other body corporate, gave guarantee or provided security in connection with a loan to any other body corporate or person and acquired by way of subscription, purchase or otherwise, the securities of any other body corporate as required under the Section 186 of the Companies Act, 2013 and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. as detailed of the same has been disclose in the Note no.11 of the Financial statement of the company.

29. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts/ arrangements/transactions entered by the Company during the financial year with related parties were on an arm's length basis and in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013.

The company has obtained the omnibus resolution of audit committee for all related party transactions as well as approval of shareholders in the Extra Ordinary General Meeting held on 02/01/2025

The detail of contracts/ arrangements/ transactions with related parties which could be considered as material are being reported in Form AOC-2 as **Annexure-D** .

Details of Related Party Transactions as required to be disclosed by Accounting Standard (AS-18) in "Related Party Disclosures" specified under Section 133 of the Act read with the rules thereunder, are given in Standalone Audited Financial statements of the company for year ending 31.03.2025 in the Note no. 25.

30. CORPORATE GOVERNANCE CERTIFICATE:

The Company being listed on the SME Platform of BSE is exempted from provisions of Corporate Governance as per Regulation 15 of the SEBI (LODR) Regulations, 2015.

Hence the Company is not required to disclose information as covered under Para (C), (D) and (E) of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence Corporate Governance Report is not required to be annexed with Annual Report.

However, the Board of Directors and the management of the Company take all necessary steps to ensure that a good corporate governance structure is maintained and followed by the Company. The Board is moving ahead with an aim of maintaining a sustainable corporate environment which can keep a check and balance on the governance of the Company.

31. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis Report for the period under review, in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 (the "Amended Listing Regulations"), is presented in a separate section forming part of the Annual Report (Attached in the **Annexure A**)

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

The Company has in place an Anti-Sexual Harassment Policy in line with the Requirements of the Sexual Harassment of Women at the Workplace (Prevention Prohibition & Redressal) Act, 2013 and an Internal Complaints Committee has been set up to redress complaints received regarding Sexual Harassment at workplace, with a mechanism of lodging & redress the complaints. All employees (permanent, contractual, temporary, trainees, etc.) are covered under this policy.

Your Directors further state that pursuant to the requirements of Section 22 of Sexual Harassment of Women at Work place (Prevention, Prohibition & Redressal) Act, 2013 read with Rules there under, the Company has not received any complaint of sexual harassment, or no complaint (s) / case (s) is pending with the Company during the year under review.

- a. number of complaints of sexual harassment received in the year - NIL
- b. number of complaints disposed off during the year - NIL
- c. number of cases pending for more than ninety days - NIL

33. CODE OF CONDUCT FOR PROHIBITION OF INSIDER TRADING

The Board of Directors has adopted the Code of conduct for prevention of Insider Trading in accordance with the requirement of the Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. The Code of Conduct is applicable to all the directors and such identified employees of the Company as well as who are expected to have access to unpublished price sensitive information related to the Company.

The code of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with shares of the Company as well as consequences of disclosures to be made while dealing with shares of the Company as well as consequences of violation. The Policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company's shares.

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The Insider Trading Policy of the Company covering the code of practices and procedures for fair disclosures of unpublished price-sensitive information and code of conduct for the prevention of Insider Trading is available on the website www.safefintech.in.

34. INVESTOR GRIEVANCE REDRESSAL

The investor complaints are processed in a centralized web-based complaints redress system. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by the concerned companies and online viewing by investors of actions taken on the complaint and its status.

Your Company has been registered on SCORES and makes every effort to resolve all investor complaints received through SCORES or otherwise within the statutory time limit from the receipt of the complaint. There is no pending complaints on the SCORES as of March 31, 2025.

35. POLICIES AND DISCLOSURE REQUIREMENTS

In terms of provisions of the Companies Act, 2013 the Company has adopted various policies which are available on its website under link <https://www.safefintech.in/investor?id=101>

36. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed there under. The Company is committed to ensuring a safe, inclusive, and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

The Company remains committed to supporting its women employees by providing a safe, inclusive and enabling workplace that encourages work-life balance and facilitates a smooth transition during and after maternity.

No complaints or grievances relating to maternity benefits were reported during the financial year 2024-25.

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

Information required under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 for conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

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(a) Conservation of energy:

Particulars	Remarks
the steps taken or impact on conservation of energy	The Company is taking due care for using electricity in the office. The Company usually takes care for optimum utilization of energy.
the steps taken by the company for utilizing alternate sources of energy	
the capital investment on energy conservation equipments	

(b) Technology absorption:

Particulars	Remarks
the efforts made towards technology absorption	The Company continuous to use the latest technologies for improving the productivity and quality of its products and services.
the benefits derived like product improvement, cost reduction, product development or import substitution	The Company has developed a culture of staying informed about the latest developments in related technology as well as constantly updating the same. Such innovations have led us to be in the forefront amongst our competitors.
in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	
(a) the details of technology imported;	NIL
(b) the year of import;	NIL
(c) whether the technology been fully absorbed;	NIL
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL
the expenditure incurred on Research and Development	NIL

(c) Foreign exchange earnings and Outgo:

• Foreign Exchange Gain/ Loss	Nil
• Export Sales/Service realized in Foreign Currency	Nil
• Foreign outgo	Nil

38. SECRETARIAL STANDARDS:

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Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI).

39. HUMAN RESOURCES:

The Company considers its human workforce as a valuable resource and ensures their strategic alignment with the business priorities and objectives. The board has laid down procedures which emphasizes the need of attaining organizational goals through individual growth and development.

The management has also been providing necessary training in regard with the assignments in hand and is ensuring the personal development across its workforce, employees, staff which excels them for higher engagement and exposure to new opportunities through skill development.

40. DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss 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 this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively. (Although this point is not applicable as the company is not a listed company.)
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

41. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

42. CERTIFICATION FROM CHIEF FINANCIAL OFFICER/ MANAGING DIRECTOR OF THE COMPANY:-

The Company has obtained a Compliance Certificate in accordance with Regulation 17(8) of SEBI (Listing obligations and disclosures Requirements) Regulations, 2015 from Mr. RAJESH KUMAR SODHANI, Managing Director and Ms. DEEPTI MAHESHWARI Chief Financial Officer (CFO) of the Company.



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The same is enclosed as **Annexure - F** of the Annual Report.

43. DISCLOSURES BY DIRECTORS

The Board of Directors have submitted notice of interest in Form MBP-1 under Section 184(1) as well as intimation of non-disqualification in Form DIR-8 under Section 164(2) and the same has been presented and approved by the board in their first board meeting for the financial year.

44. POLICY FOR PRESERVATION OF DOCUMENTS:

In accordance with the Regulation 9 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Policy for preservation of documents (The Policy) has been framed and adopted by the Board of Directors of the Company in their Board Meeting to aid the employees in handling the Documents efficiently. This Policy not only covers the various aspects on preservation of the Documents, but also the safe disposal/destruction of the Documents.

The policy is disclosed on the website of the company under the link www.safefintech.in

45. APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:

During the year, the company did not have made any application or no proceeding pending under the insolvency and bankruptcy code, 2016 (31 of 2016). No instance of one-time settlement occurred during the year.

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

During the year, the company has not made any one-time settlement of loan from bank or financial institutions.

47. REMUNERATION/COMMISSION DRAWN FROM HOLDING/SUBSIDIARY COMPANY: -

There were no such instances during the relevant financial year requiring the disclosure under section 197(14) of the Companies Act, 2013.

48 DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT:

According to Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Code of Conduct of the Company has been approved and adopted by the Board of Directors of the Company. All Board members and senior management personnel have affirmed the compliance with the code.



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In compliance with the Listing Regulations, a confirmation from the Managing Director regarding the adherence to this Code by all Directors and Senior Management is incorporated into this report as Annexure-G.

49. OTHER DISCLOSURES:

- i. There was no commission paid by the company to its managing director or whole-time directors, so no disclosure required in pursuance to the section 197(14) of The Companies Act, 2013.
- ii. There was no revision of financial statements and the Board's Report of the Company during financial year;

A. Disclosures with respect to demat suspense account/ unclaimed suspense account

There are no shares of the Company held in demat suspense account or unclaimed suspense account.

B. Disclosure of certain types of agreements binding listed entities

There are no agreements referred under clause 5A of paragraph A of Part A of Schedule III of SEBI (LODR) Regulations, 2015 which can impact the management or control of the Company or impose any restriction or create any liability upon the Company.

C. Disclosure of Accounting Treatment

The financial statements have been prepared on the accrual basis of accounting in accordance with the Generally Accepted Accounting Principles (GAAP) in India. Indian GAAP comprises mandatory accounting standards as specified under the section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014.

50. ACKNOWLEDGEMENTS & APPRECIATION:

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

The Board gratefully acknowledges the unwavering commitment and support of employees and key stakeholders, including banking partners, shareholders, and government authorities, which have been instrumental to the Company's sustained growth.

For and on behalf of the Board of Directors of

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

Sd/-

RAJESH KUMAR SODHANI
Managing Director
DIN: 02516856

Sd/-

PRIYA SODHANI
DIRECTOR (Chairperson)
DIN: 02523843

Place: Jaipur

Date: August 28, 2025



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Annexure A

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of SODHANI ACADEMY OF FINTECH ENABLERS LIMITED Presenting Management Discussion and Analysis Report covering the operational and financial performance of the company for the year 2024-25, the core business of the company is Providing education, training, and consultancy services in the fields of financial literacy, fintech, and skill development—especially focused on empowering students, professionals, women, and underserved communities with future-ready financial and digital skills.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian education and skill development industry is undergoing a paradigm shift, with increasing focus on vocational training, digital learning, and financial literacy. As India transitions into a digitally empowered and financially inclusive economy, the need for future-ready skills—particularly in the BFSI (Banking, Financial Services, and Insurance) sector—has become paramount.

The National Education Policy (NEP), the Digital India and Skill India Missions, and growing public-private collaborations have provided a supportive policy ecosystem for edtech and fintech skill providers like SAFE. However, the persistent gap between academic training and employability continues to challenge the sector. In response, institutions are evolving their offerings to include more experiential and hybrid learning formats, addressing real-time industry requirements.

BUSINESS OVERVIEW

Sodhani Academy of Fintech Enablers Ltd. (SAFE) is a pioneering institution dedicated to advancing financial literacy, skill development, and inclusive education in India. With a mission to bridge the gap between academic knowledge and practical industry application, SAFE empowers individuals across age groups and social backgrounds to become financially aware, digitally equipped, and employment-ready.

SAFE specializes in delivering structured, experiential, and outcome-driven learning programs in the fields of financial services, fintech education, and digital safety. Its programs are tailored for students, professionals, women, and underserved communities, with a focus on real-world competencies and future-ready skills. Over the years, the Company has trained more than 50,000 learners through its network of expert trainers and institutional partnerships.

The Company's business model is built on three strategic pillars:

1. Training and Education: Offering short-term and long-term courses in BFSI, digital finance, stock market basics, and cyber awareness.
2. Public-Private Collaborations: Partnering with government bodies, educational institutions, and regulatory agencies such as the Government of Rajasthan, BSE Institute Ltd., and BFSI Sector Skill Council to expand financial education nationwide.



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3. Technology-Driven Learning: Deploying AI-based Learning Management Systems (LMS), gamified content, and paperless classrooms to deliver scalable and personalized education solutions.

In FY 2024–25, SAFE successfully expanded its physical footprint by launching new branches in Bangalore and Guwahati, and plans to add several more across India. It also achieved a significant milestone by launching its Initial Public Offering (IPO) on the BSE Emerge platform, signaling its strong institutional foundation and commitment to transparency and growth.

SAFE's unique programs like “**Masti Ki Pathshala**”, its focus on women empowerment, and its inclusion of school-based financial education underscore its commitment to nation-building through education. Its continued investment in digital platforms, academic research, and strategic partnerships positions the Company as a key enabler of India's financial and digital empowerment agenda.

OPPORTUNITIES

As a leading institution in financial education and fintech skill development, Sodhani Academy of Fintech Enablers Ltd. (SAFE) is strategically positioned to leverage a wide array of emerging opportunities in the rapidly evolving Indian and global education landscape. The convergence of government policy initiatives, digital transformation, and heightened awareness around financial literacy presents a strong foundation for sustainable and scalable growth.

- **National Policy Alignment**

The National Education Policy (NEP) 2020, along with flagship missions such as Digital India, Skill India, and Beti Bachao Beti Padhao, provides fertile ground for SAFE to expand its outreach through government-backed programs. The increasing emphasis on integrating vocational training and financial literacy into formal education frameworks opens doors for curriculum alignment and large-scale institutional partnerships.

- **Digital Learning & AI Integration**

The rise of digital learning platforms and the growing demand for personalized education offer SAFE a unique opportunity to scale through AI-powered Learning Management Systems (LMS), mobile-first platforms, and data-driven adaptive learning. These tools enhance learner engagement, accessibility, and outcomes—especially in remote and underserved regions.

- **Fintech Sector Growth**

India's fintech sector is projected to be increased . This exponential growth demands a skilled, future-ready workforce, creating demand for specialized programs in digital banking, cybersecurity, blockchain, and AI in finance—all of which align with SAFE's training capabilities.

- **School & Youth-Centric Financial Literacy**

With low financial literacy levels among school-aged youth, there is a significant opportunity to expand initiatives like “Masti Ki Pathshala” through formal collaborations

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with state education boards and CSR-funded school interventions. SAFE's partnership with the Government of Rajasthan serves as a replicable model for nationwide adoption.

- **Women Empowerment and Gender-Inclusive Programs**

Rising awareness around women's financial inclusion and digital participation provides scope to expand SAFE's women-centric training programs. By building confidence, financial independence, and entrepreneurship among women, SAFE can contribute to socio-economic inclusion while tapping into a high-impact, socially aligned market.

- **International Collaboration & Globalization**

As India strengthens its position in global education and fintech innovation, SAFE is well-positioned to explore international partnerships with universities, development agencies, and global platforms to export its training models and contribute to the UN Sustainable Development Goals (SDGs), particularly in quality education, gender equality, and economic empowerment.

- **Expansion into Tier-2 and Tier-3 Markets**

Rapid urbanization and rising aspirations in tier-2 and tier-3 cities present an underserved yet high-potential market for skill development and employment-oriented education. SAFE's proven training model and scalable infrastructure make it well-suited to lead this next wave of inclusive growth.

Threats and Mitigation Strategies

Sodhani Academy of Fintech Enablers Ltd. (SAFE) operates in a dynamic and highly regulated environment. While the Company is well-positioned for long-term growth, it remains exposed to various operational, strategic, and external threats. SAFE adopts a proactive and structured approach to risk management through continuous monitoring, policy alignment, and agile decision-making.

<u>Threat</u>	<u>Description</u>	<u>Mitigation Strategy</u>
Low Public Awareness of Skill-Based Education	Preference for conventional academic degrees limits participation in vocational and fintech education programs.	- Conduct nationwide awareness campaigns and community outreach programs. - Leverage partnerships with schools and governments to integrate financial literacy into formal education. - Promote success stories and learner outcomes through targeted communication.
Technological Obsolescence	Rapid advancements in fintech and digital learning tools may render existing offerings outdated.	- Establish a Research & Innovation Cell to track emerging trends. - Invest in regular curriculum

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		upgrades and modular, adaptive learning frameworks. - Adopt scalable and cloud-based digital infrastructure that allows real-time updates.
Market Competition	Increasing competition from global edtech players and new entrants in the fintech skilling space.	- Focus on differentiated offerings such as vernacular content, localized delivery, and public sector integration. - Continue to build exclusive strategic partnerships (e.g., with BSE Institute, BFSI SSC, government bodies). - Enhance learner experience through personalized and AI-enabled learning platforms.
Regulatory and Policy Risk	Dependence on government-backed initiatives and policy support may lead to disruption due to policy shifts or delays.	- Diversify offerings through institutional, private, and B2C models. - Build long-term, multi-year MoUs with government entities. - Regularly engage with policymakers and maintain a strong compliance function.
Digital Infrastructure Gaps in Rural Areas	Internet access limitations and low digital literacy hinder program access in remote locations.	- Develop offline-accessible and hybrid learning modules. - Work with local institutions to establish community learning centers. - Promote mobile-first and low-bandwidth content formats.
Data Privacy & Cyber security	Exposure to cyber threats due to the expansion of digital platforms and collection of learner data.	- Implement enterprise-grade security protocols and encryption standards. - Conduct regular cyber security audits and risk assessments. - Comply with applicable data privacy regulations (e.g., DPDP Act, GDPR where relevant).
Talent Dependency	Dependence on key trainers and experts may impact delivery and innovation if not retained.	- Build a robust talent pipeline through continuous hiring and trainer development programs. - Implement employee retention strategies including performance incentives and career advancement pathways. - Establish a scalable network of affiliate trainers and guest



**SODHANI ACADEMY OF FINTECH ENABLERS LIMITED (Formerly
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(CIN- U67120RJ2009PLC028237)**

**REG. OFFICE- GROUND FLOOR, P NO. C 373, C BLOCK VAISHALI NAGAR, JAIPUR,
JAIPUR, RAJASTHAN, INDIA, 302021**

Email Id:-info@safefintech.in, Phone No.:- 0141 – 2358107, Website www.safefintech.in

	faculty.
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Financial Performance (Segment-wise or product-wise performance)

Sodhani Academy of Fintech Enablers Ltd. (“SAFE”) delivered a strong financial performance for the year ended 31st March 2025, reflecting the Company’s sustained growth trajectory, strategic execution, and operational excellence. The results for the year demonstrate robust revenue growth, disciplined cost management, and a sharp improvement in profitability, further consolidating SAFE’s leadership position in the education and fintech training ecosystem.

Revenue from Operations

Revenue from operations grew by 73.03%, increasing from ₹205.08 crore in FY 2023–24 to ₹354.84 crore in FY 2024–25. This significant rise was driven by the expansion of training programs, scaling up of digital learning platforms, and the increasing adoption of financial literacy initiatives across India.

Other Income

Other income recorded an exceptional increase of 193.78%, rising from ₹101.87 crore in FY 2023–24 to ₹299.17 crore in FY 2024–25. This growth was primarily attributable to higher investment returns and enhanced treasury management, reflecting prudent and effective financial stewardship.

Total Income

As a result, the Company’s total income almost doubled, registering a 113.04% increase from ₹306.95 crore in FY 2023–24 to ₹654.01 crore in FY 2024–25. This underscores SAFE’s ability to generate consistent value through both operational and non-operational revenue streams.

Total Expenses

Total expenses increased from ₹65.68 crore in FY 2023–24 to ₹168.86 crore in FY 2024–25, in line with the scaling of operations and investment in future growth. Key contributors were:

- Employee benefit expenses: ₹39.83 crore (up from ₹25.32 crore) due to capacity expansion and strengthening of talent pool.
- Other expenses: ₹119.42 crore (up from ₹39.22 crore) driven by infrastructure enhancement and operational scale-up.
- Depreciation and amortization: ₹9.61 crore (up from ₹1.14 crore) reflecting significant investments in technology, infrastructure, and learning platforms.

Profit Before Tax (PBT)

Despite the higher expenditure, Profit Before Tax grew by 101.08% to ₹485.15 crore in FY 2024–25, compared to ₹241.27 crore in FY 2023–24. This performance reflects strong cost efficiencies, operational scalability, and effective execution of the Company’s strategic priorities.

Profit After Tax (PAT)



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Profit After Tax surged by 110%, reaching ₹384.64 crore in FY 2024–25 as against ₹183.17 crore in FY 2023–24, demonstrating robust operating leverage and efficient tax planning.

Earnings Per Share (EPS)

The Basic and Diluted EPS increased to ₹7.34 in FY 2024–25 from ₹3.88 in FY 2023–24, representing a growth of 89.18%. This significant improvement highlights SAFE's commitment to delivering enhanced shareholder value.

Outlook

Sodhani Academy of Fintech Enablers Ltd. ("SAFE") enters the next phase of its growth with a clear vision—to establish itself as a national leader in financial education, digital skilling, and inclusive learning. Built on a foundation of innovation, strategic partnerships, and a mission-driven approach, the Company remains committed to creating measurable social impact while delivering sustainable value to its stakeholders.

SAFE's growth strategy is closely aligned with India's national priorities, including the Digital India Mission, Skill India Mission, and the National Education Policy (NEP). With its proven expertise in delivering structured, outcome-driven programs, the Company is well-positioned to contribute to India's ambition of becoming a knowledge-based, financially literate economy.

Key strategic focus areas for the coming years include:

- **Geographic Expansion**

Expanding SAFE's footprint through the opening of 4–5 new branch offices in underserved regions, leveraging the success of existing centers in Bangalore and Guwahati, to make high-quality fintech and skill development education accessible nationwide.

- **Digital Innovation and AI Integration**

Launching an advanced, AI-powered Learning Management System (LMS) to deliver personalized, adaptive learning experiences. Enhancements in mobile-first platforms, gamification, and cloud-based content delivery will enable SAFE to scale its reach, especially in remote and rural areas.

- **Curriculum Leadership in Cyber security and AI in Finance**

Building on the MOU with BSE Institute Ltd., SAFE will introduce certification programs in cybercrime awareness, financial fraud prevention, and ethical AI usage in finance—addressing critical skill gaps in the evolving digital financial ecosystem.

- **School-Level Financial Literacy Initiatives**

Leveraging its pioneering partnership with the Government of Rajasthan to integrate financial literacy into school curricula as a model for replication across India. SAFE aims to collaborate with other state governments and educational boards to promote early-stage financial awareness.



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- **Women in Finance Leadership Program**

Designing and launching a flagship program to nurture women leaders in finance, with a special focus on rural and semi-urban regions. The initiative will combine mentorship, leadership training, and entrepreneurial skill development to enhance gender inclusivity in the financial sector.

- **Global Partnerships and Research Excellence**

Establishing a Research and Innovation Cell to foster thought leadership in fintech education, behavioural economics, responsible investing, and digital inclusion. SAFE will actively pursue collaborations with global academic institutions, industry leaders, and multilateral agencies to align with the UN Sustainable Development Goals (SDGs).

Through these initiatives, SAFE will continue to position itself at the forefront of India's financial education landscape, combining social responsibility with technological innovation to drive long-term, sustainable growth.

RISK & CONCERNS

Sodhani Academy of Fintech Enablers Ltd. (SAFE) operates in a dynamic environment influenced by rapid technological advancements, evolving regulatory frameworks, and changing learner expectations. The Company recognises key risks such as limited public awareness of skill-based education, the fast pace of technological change, dependence on government and institutional collaborations, and vulnerabilities related to cyber security and data privacy.

Operational challenges also include ensuring scalability, retaining specialised talent in niche domains, and maintaining consistent quality standards across an expanding geographical footprint.

To address these challenges, SAFE has adopted robust risk mitigation strategies, including continuous curriculum innovation, strategic diversification of offerings, investment in advanced digital infrastructure, and strengthening corporate governance practices. The Company remains committed to proactively identifying emerging risks, implementing preventive measures, and safeguarding stakeholder interests to ensure sustainable, long-term growth.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Company has established a robust and well-structured internal control framework that is commensurate with the size, scale, and complexity of its operations. These systems are designed to provide reasonable assurance that all transactions are executed with proper management authorization, recorded accurately, and comply with applicable statutory and regulatory requirements.

The Company's internal controls encompass both financial and operational processes, ensuring reliability in the preparation and presentation of financial statements in accordance with generally accepted accounting principles. In addition, adequate safeguards are in place to protect the Company's assets against significant loss, unauthorized use, or misappropriation.

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The internal control framework is periodically reviewed and strengthened through regular audits, management reviews, and the adoption of best practices, thereby enabling SAFE to respond effectively to evolving business requirements and maintain operational excellence.

Discussion on financial performance with respect to operational performance

The summarized financial performance of the Company as compared to last year is shown as under:

Particulars	2024-25	2023-24	Reason of Movement
Revenue from Operations	354.84	205.08	Significant growth driven by expansion of training programs, scaling of digital platforms, and increased adoption of financial literacy initiatives across India.
Other Income	299.17	101.87	Increase due to higher investment returns and enhanced non-operating income from prudent financial management and treasury operations.
Profit Before Tax	485.15	241.27	Rise attributable to strong cost efficiencies and operational scalability.
Net Profit After Tax	384.64	183.17	Growth reflects strong operating leverage and effective tax planning strategies.
Payment of Dividend (including Interim and DDT)	-	-	No dividend declared during both years.
Earnings Per Share (EPS)	7.34	3.88	Increase indicates higher profitability and enhanced shareholder value.
Current Ratio	4.40	33.87	Decline due to a significant rise in current liabilities, though current assets also increased.
Debt-Equity Ratio	-	-	Not applicable as the Company has no outstanding debt in both years.
Debt Service Coverage Ratio	-	-	Not applicable.
Return on Equity (ROE)	0.28	0.28	Stable ROE as both net income and equity grew proportionally, indicating efficient capital utilization.
Trade Receivables Turnover Ratio	1.42	0.03	Sharp increase due to higher net credit sales and substantial reduction in average receivables, reflecting improved collection efficiency.
Trade Payables Turnover Ratio	1.67	0.59	Increase driven by higher net credit purchases and improved management of payables, indicating stronger cash flow performance.
Net Capital Turnover Ratio	3.73	1.63	Improved efficiency in utilizing working capital, supported by higher sales and a larger net working

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Particulars	2024-25	2023-24	Reason of Movement
			capital base.
Net Profit Ratio	1.08	0.89	Increase due to significant rise in net profit alongside sales growth, indicating improved operational efficiency.
Return on Capital Employed (ROCE)	0.35	0.37	Slight decline despite higher EBIT, owing to a proportionally greater increase in capital employed from business expansion.
Return on Investment (ROI)	43.37	13.87	Increase due to substantial rise in investment profits despite higher cost of investments, indicating improved return on a larger investment base.

Human Resources

The Human Resources (HR) function in the advisory sector faces a significant challenge in acquiring talent with the right skill sets, aptitude, and cultural fit, as well as in ensuring retention of high-performing employees. The Company has established a scalable recruitment and human resource management framework designed to attract, develop, and retain top talent. This framework ensures that the organization remains competitive by adopting best practices, innovative methods, and progressive policies in talent acquisition, performance management, and employee engagement.

Health, Safety, and Environment Protection

The Company is committed to maintaining the highest standards of occupational health, safety, and environmental protection across all its operations. Our Health and Safety Policy is aligned with applicable legal requirements and other relevant regulations, ensuring a safe and healthy work environment for all employees. The Company undertakes regular monitoring, training, and awareness programs to enhance workplace safety and promote sustainable environmental practices.

Forward-Looking Statement

The Company's growth strategy is focused on effective implementation of its business expansion plans. We aim to strengthen our presence in the market by appointing a robust network of dealers across India. Additionally, the Company is exploring strategic acquisitions of businesses operating in similar lines of activity to enhance our market share. These initiatives are expected to contribute significantly to increased turnover and profitability over the medium to long term.

This Management Discussion and Analysis contains forward-looking statements reflecting the aspirations, strategies, and anticipated developments of Sodhani Academy of Fintech Enablers Ltd. ("SAFE"). These statements, which include projections of future growth, planned initiatives, strategic priorities, and potential market opportunities, are based on the Company's current expectations, business plans, and market assessments.

Such statements are inherently subject to risks, uncertainties, and assumptions that are difficult to predict, and which are beyond the Company's control. Factors such as economic conditions,



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regulatory changes, competitive dynamics, technological disruptions, and unforeseen events could cause actual results, performance, or achievements to differ materially from those expressed or implied herein.

SAFE undertakes no obligation to publicly update or revise any forward-looking statements in this report, whether due to future developments, new information, or otherwise, unless required under applicable law. Readers are advised to consider these statements in the context of the inherent risks and opportunities within the financial education and digital skilling sector.

Through its continued focus on innovation, partnerships, and mission-driven execution, SAFE remains committed to advancing financial literacy, enhancing digital capabilities, and delivering sustainable value for all stakeholders.

Occupational Health, Safety, and Environment

Occupational health, safety, and environmental stewardship remain a priority across all our operations nationwide. The Company continuously strives to adhere to industry-leading safety standards and proactively monitors related matters to safeguard the well-being of its employees, contractors, and stakeholders.

Cautionary Statement

Certain statements contained in the Management Discussion and Analysis report describing the Company's objectives, estimates, projections, expectations, or predictions may constitute 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed or implied. Factors that could cause such differences include changes in domestic and international economic conditions affecting demand and supply, fluctuations in pricing in both domestic and overseas markets, regulatory changes, alterations in tax policies, and other economic developments in India and in the countries where the Company operates, as well as other incidental factors.



Annexure B

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended March 31st, 2025

**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 09 of the
Companies (Appointment and Remuneration Personnel) Rules, 2014]**

To
The Members,
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
GROUND FLOOR, P NO. C 373, C BLOCK VAISHALI NAGAR,
JAIPUR, RAJASTHAN, INDIA, 302021

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by “**SODHANI ACADEMY OF FINTECH ENABLERS LIMITED**” (hereinafter called the “company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on **March 31, 2025** according to the provisions of:

1. The Companies Act, 2013 (“the Act”) the rules made there under including any re-enactment thereof;
2. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowing;

[The Company has not raised any External Commercial Borrowings during the Audit period]; **however the provisions for Overseas Direct Investment and External Commercial Borrowings were not applicable.**

5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’): -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') to the extent applicable during the Audit Period;
- e. the Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities Regulations, 2008(Not applicable to the Company during the Audit Period);
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulation, 2009(Not applicable to the Company during the Audit Period);
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998(Not applicable to the Company during the Audit Period);
- i. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period) and
- j. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 (Not applicable to the Company during the Audit Period);

As confirmed by the management, there are no sector specific laws that are applicable specifically to the company.

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

- i. The Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India;
- ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange of India Limited (SME Platform) read with SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015..
- iii. Reg. 3(5) and Reg. 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 which inter alia required SDD to be maintained by the Company

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc mentioned above except for the following instances of non-compliance / observations:

Observations & Non-Compliances

- **Non-appointment of Internal Auditor**

The Company has not appointed an Internal Auditor for the financial year under review, as required under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.



- **Audit Log not maintained**

As per the Statutory Auditors' observation, the Company has not maintained the audit trail / audit log in its accounting software as required under Rule 3(1) of the Companies (Accounts) Rules, 2014.

We further report that: -

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

During the year under review, the following changes took place in the composition of the Board of Directors:

- Mr. Dhiraj Malhotra resigned from the position of Non-Executive Director effective July 09, 2024.
- Mr. Deepak Kapoor resigned from the position of Non-Executive Director effective August 05, 2024.
- Mr. Dinesh Saboo was appointed as an Additional Non-Executive Professional Director effective August 13, 2024 and his appointment was regularized in the Extraordinary General Meeting held on August 14, 2024.
- Mrs. Chanchal Pabuwat was appointed as an Additional Non-Executive Independent Director effective August 13, 2024 and her appointment was approved in the Extraordinary General Meeting held on August 14, 2024.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or consent of all directors were received in writing for shorter board meeting notice consents (if any), and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decision at Board Meetings and Committee Meetings are carried unanimously or majority as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that-

based on the information provided and the representation made by the Company and also on the review of the compliance certificates, in our opinion, 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.

As informed, the Company has not received any notice from any statutory or regulatory authorities including notice for initiating actions for corrective measures wherever found necessary.



G&J ASSOCIATES
Practicing Company Secretaries Firm
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E-mail: csshubhamjainbumb@gmail.com

We further report that during the audit period some major events were taken in Company having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc of which some are as under: -

- Made an Initial Public Offer (IPO) for Upto 15,30,000 Equity Shares of Rs. 10/- each at an issue price of Rs. 40/- per share having a total issue price of Rs. 6,12,00,000/- and the issue was fully subscribed.

The Company listed its entire capital of 15,30,000 equity shares on the EMERGE SME platform of BSE w.e.f. September 23, 2024.

However, there were no instances of following during the audit period: -

- Redemption / Buy-Back of securities.
- Merger/Amalgamation /Reconstruction.
- Foreign Technical Collaborations.
- Major decisions by Members in pursuant to Section 180 of the Act

We further report that during the Audit Period, Other than as mentioned above there were no any specific event/ action that can have a major bearing on the company's compliance responsibilities in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.,

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

For G & J Associates
Company Secretaries
Firm Regn. No. P2023R]097600
PR No. 5802/2024)

Sd/-

Shubham Jain
Partner
FCS: 13054 / CP No. 21933
UDIN: F013054G001098371

Date: August 28, 2025
Place: JAIPUR



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Practicing Company Secretaries Firm
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Annexure I

To
The Members
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
GROUND FLOOR, P NO. C 373, C BLOCK VAISHALI NAGAR,
JAIPUR, RAJASTHAN, INDIA, 302021

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

- i. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
- ii. We have followed the audit practices and the 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;
- iii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company or verified compliances of laws other than those mentioned above;
- iv. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- v. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis;
- vi. 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 G & J Associates
Company Secretaries
Firm Regn. No. P2023R]097600),
PR No. 5802/2024)

Sd/-

Shubham Jain
Partner
FCS: 13054 / CP No. 21933
UDIN: F013054G001098371

Date: August 28, 2025
Place: JAIPUR



Annexure C

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members,
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
GROUND FLOOR, P NO. C 373, C BLOCK VAISHALI NAGAR,
JAIPUR, RAJASTHAN, INDIA, 302021

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Global Surfaces Limited having **CIN: U67120RJ2009PLC028237** and having registered office at -P NO. C 373, FIRST FLOOR, C BLOCK, VAISHALI NAGAR, JAIPUR, RAJASTHAN, INDIA, 302021 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

S. No.	Name and DIN	Designation	Date of appointment	Date of cessation & Mode of Cessation
1.	RAJESH KUMAR SODHANI (DIN: 02516856)	Managing Director	03/02/2009	
2.	PRIYA SODHANI (DIN: 02523843)	Chairman and Director	03/02/2009	
3.	DINESH SABOO (DIN: 10413825)	Non-Executive Director and Professional	13/08/2024	



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4.	CHANCHAL PABUWAL (DIN: 10277050)	Non-Executive Director and Independent Director	13/08/2024	
5.	JAGADEESH ATUKURI (DIN: 08478109)	Non-Executive Director and Independent Director	30/05/2023	
6.	SHILPA MAHESHWARI (DIN: 07431117)	Non-Executive Director and Independent Director	30/05/2023	

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

For G & J Associates
Company Secretaries
Firm Regn. No. P2023R]097600),
PR No. 5802/2024)

Sd/-

Shubham Jain
Partner
FCS: 13054 / CP No. 21933
UDIN: F013054G001098481

Date: August 28, 2025
Place: JAIPUR

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Annexure- D

Form No. AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms-length transaction under third proviso thereto.

• **Details of contracts or arrangements or transactions not at Arm's length basis.**

Sr. No.	Name (s) of the related party & nature of relationship	Nature of contracts /arrangements/transaction	Duration of the contracts/ arrangements/transaction	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in General meeting as required under first
NIL							

• **Details of material contracts or arrangements or transactions at Arm's length basis.**

Sr. No.	Name (s) of the related party & nature of relationship	Nature of arrangements/ transaction	Duration of arrangement s/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any

**SODHANI ACADEMY OF FINTECH ENABLERS LIMITED (Formerly
known as SODHANI FINANCIAL CONSULTANTS LIMITED)
(CIN- U67120RJ2009PLC028237)**

**REG. OFFICE- GROUND FLOOR, P NO. C 373, C BLOCK VAISHALI NAGAR, JAIPUR,
JAIPUR, RAJASTHAN, INDIA, 302021**

Email Id:-info@safefintech.in, Phone No.:- 0141 – 2358107, Website www.safefintech.in

1	Mr. Rajesh Kumar Sodhani (Managing Director)	Lease of any kind of property	Ongoing	approximately Rs. 100 Lakhs	December 11, 2024 and Approval has been taken in the Extra ordinary general meeting of the company as on January 02, 2025	NA
2	Ms. Ritika Sodhani (Relative) Daughter of the Mr. Rajesh Kumar Sodhani (Managing Director)	Training fee	2024-2025	6.58 lakhs	01/04/2024	NA
3	Ms Aastha Sodhani Daughter of the Mr. Rajesh Kumar Sodhani (Managing Director)	Training fee	2024-2025	2.88 lakhs	01/04/2024	NA
4	Mr. Rajesh Kumar Sodhani (Managing Director)	Training fee	2024-2025	8.48 lakhs	01/04/2024	NA
5	Ms. Deepti Maheshwari (CFO)	Training fee	2024-2025	1.33 lakhs	01/04/2024	NA



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6	Mr. Rajesh Kumar Sodhani (Managing Director)	Rent	2024-2025	18 Lakhs	11/12/2024	NA
7	Mr. Dinesh Saboo (Director)	Learning & Training Income	2024-2025	0.05 Lakhs	14/08/2024	NA

Note – For the transaction exceeding the 10% of turnover or 10% of Net worth the prior approval of shareholders was applicable, which company has obtained by passing ordinary resolution in the Extra ordinary general meeting held on 02/01/2025

For and on behalf of the Board of Directors of

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

Sd/-

**RAJESH KUMAR SODHANI
Managing Director
DIN: 02516856**

Sd/-

**PRIYA SODHANI
DIRECTOR(Chairperson)
DIN: 02523843**

Place: Jaipur

Date: August 28, 2025

Annexure – E

Particulars of Employees

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER 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. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company:-

The remuneration of each Director, Chief Financial Officer and Company Secretary, the percentage increase in their remuneration during the financial year 2024-25 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2024-25 are as under:

S. No.	Name of the Director & KMP's	Designation	Remuneration of Director/ KMP for the Financial Year 2024-25	Ratio of the Remuneration to the Median Remuneration to the Employees	Percentage increase / (decrease) in the Remuneration
1	Mr. RAJESH KUMAR SODHANI	Managing Director	12	6.76	No change
7	Ms. DEEPTI MAHESHWARI	Chief Financial Officer	3	-	20.00%
8	Ms. MONIKA AGARWAL	Company Secretary	2.30	-	61.40%

Note:-The Company's Non-Executive Directors and Including Independent Directors of the Company were paid only sitting fee during the financial year as per the statutory provisions of the Companies Act 2013. Hence, their ration to Median Remuneration and percentage increase in remuneration have not been considered.

2. The median was calculated on the CTC Basis.

3. The median remuneration of employees of the Company during the financial year (2024-25) was Rs. 177500. , and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year is provided in the above table.

4. The percentage Increase in the median remuneration of the employees in the FY (2024-25): 64.35%

5. There were 19 permanent employees on the rolls of Company as on March 31, 2025.



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6. Average percentile increases 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: 27.68

7. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.



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**Annexure F
CERTIFICATE BY MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER**

**(Pursuant to Part B of Schedule II read with Regulation 17 (8) of SEBI (Listing Obligation and
Disclosure Requirements), Regulations, 2015)**

To,
The Board of Directors,
**SODHANI ACADEMY OF FINTECH ENABLERS LIMITED,
GROUND FLOOR, P NO. C 373, C BLOCKS VAISHALI NAGAR,
JAIPUR, RAJASTHAN, INDIA, 302021**

Dear Sir/ Ma'am,

We, Mr. RAJESH KUMAR SODHANI Managing Director and Mrs. **DEEPTI MAHESHWARI** Chief Financial Officer of the Company, do hereby jointly declare and certify that:

- A. We have reviewed Financial Statements (Balance-Sheet, Statement of profit and loss account, and all the schedules and notes on accounts) and the Cash flow Statement Results and Board Report for the year ended 31st March, 2025 to the best of our knowledge and belief, we state that:
 1. These financial statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading.
 2. These statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March 2025, which are fraudulent, illegal or violative of the Company's code of conduct.
- C. That we accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of internal controls, if any, of which we have become aware and the steps that we had taken or propose to take to rectify the identified deficiencies.
- D. We have indicated to the auditors and the Audit committee
 1. There has not been any significant change in internal control over financial reporting during the year under reference;
 2. There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and



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3. There have been no instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For and on behalf of Board of Directors of,
For SODHANI ACADEMY OF FINTECH ENABLERS LIMITED**

**Sd/-
DEEPTI MAHESHWARI
(Chief Financial Officer)**

**Sd/-
RAJESH KUMAR SODHANI
MANAGING DIRECTOR
DIN: 02516856**

**Date: August 28, 2025
Place: Jaipur**



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Annexure- G

**DECLARATION BY THE MANAGING DIRECTOR ON THE CODE OF CONDUCT
(PURSUANT TO REGULATION 34(3) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)**

**To,
The Board of Directors,
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED,
GROUND FLOOR, P NO. C 373, C BLOCKS VAISHALI NAGAR,
JAIPUR, RAJASTHAN, INDIA, 302021**

I, **RAJESH KUMAR SODHANI**, Managing Director of the Company hereby declare that all the members of Board of Directors and Senior Management Personnel of the Company (as defined in the above said regulations) have affirmed compliance with the code of conduct for the Board of Directors and Senior Management Personnel as laid down by the Company for the financial year ended on March 31, 2025.

**Sd/-
RAJESH KUMAR SODHANI
(Managing Director)
DIN: 02516856**

**Place: Jaipur
Date: August 28, 2025**



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NOTICE

Notice is hereby given that the **16th (Sixteenth)** Annual General Meeting ('AGM') of the Members ('Members OR shareholders') of **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED ("the Company/ SAFE")** will be held on **Tuesday, September 23, 2025, at 04:00 P.M. (IST)**, at registered office of the company Ground Floor, P No. C 373, C Block Vaishali Nagar, Jaipur, Jaipur, Rajasthan, India, 302021, to transact the businesses mentioned below:

ORDINARY BUSINESSES

1. To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajesh Kumar Sodhani (DIN: 02516856), who retires by rotation and being eligible, offers himself for re-appointment.
3. To declare the final dividend of Rs 0.50/- Paise per equity share of Rs 10/- each for the financial year ended March 31, 2025.

SPECIAL BUSINESSES

4. To approve the appointment of M/s G & J Associates, Practicing Company Secretaries, (firm registration no. P2023RJ097600), as Secretarial Auditor of the company

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

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013, and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued thereunder to the extent applicable, other applicable regulations framed by the Securities and Exchange Board of India in this regard, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Audit Committee and the Board of Directors, consent of the members be and is hereby accorded for the appointment of **M/s. s G & J Associates**, a firm of Practicing Company Secretaries (**firm registration no. P2023RJ097600**), which has been subjected to a peer review by the Institute of Company Secretaries of India as the Secretarial Auditor of the Company for conducting Secretarial Audit for a term of 5 (five) consecutive years commencing from Financial Year 2025-26 till 2029-30, at such remuneration as may be determined by the Board of Directors of the Company (including its Committee thereof) in consultation with the Secretarial Auditor commencing from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2030.



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RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts, matters, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

5. To approve the limits for making investment, loans, guarantees and security under Section 186 of the Companies Act, 2013

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

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members of the company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any committee thereof) to:

- give any loan to any person or other body corporate;
- give any guarantee or provide any security in connection with a loan to any person or other body corporate; and
- acquire by way of subscription, purchase or otherwise the securities of any other body corporate,

from time to time, in one or more tranches, in excess of the limits stipulated in Section 186(2) of the Companies Act, 2013, as the Board may in its absolute discretion deem beneficial and in the interest of the Company, up to an increased amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores Only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to execute all such agreements, documents, instruments, and writings as may be required, and to delegate all or any of its powers herein conferred to any Director(s) or Officer(s) of the Company, to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

By order of the Board
For **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED**

Date: August 28, 2025

Place: Jaipur

MONIKA AGARWAL
Company Secretary & Compliance Officer
ACS A55546



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Registered Office:

Office No. P No. C 373, C Block

Vaishali Nagar, Jaipur, Rajasthan, India, 302021

CIN: U67120RJ2009PLC028237

Tel: 0141 – 2358107

E-mail: info@safefintech.in

Web: www.safefintech.in



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NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (hereinafter referred to as the “Act”) setting out material facts concerning business under Item Nos. 2 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 36(3) and 36(5) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed. Requisite declarations have been received from the Director(s) and Secretarial Auditors seeking appointment/re-appointment. .
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF. SUCH A PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than 3 days of notice in writing is given to the Company.
4. Institutional/Corporate Shareholders are required to send a scanned copy of their Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting/e-Voting. The said resolution/ authorization shall be sent to Scrutinizer by email at csshubhamjainbumb@gmail.com and to CAMEO CORPORATE SERVICES LIMITED (“RTA” or “CAMEO” or “Registrar”) by email at investor@cameoindia.com.
5. **INSPECTION OF DOCUMENTS**

The Company has been maintaining, inter alia, the following statutory registers at its registered office, which are open for inspection by the members in terms of the applicable provisions of the Act, on all working days during business hours (9.00 am to 5.00 pm)



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(IST) on all working days, except Saturdays and Sundays from the date of circulation of this Notice up to the date of AGM of the Company at the venue of the Meeting:

- i. Register of directors and key managerial personnel and their shareholding under section 170 of the Act.
 - ii. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013,
 - iii. Relevant documents referred to in this Notice and the explanatory statement shall be open for inspection by the members at the registered office of the Company.
6. The notice of AGM along with the Annual Report 2024- 25 is being sent to those members / beneficial owners whose name is appearing in the register of members /list of beneficiaries received from the depositories as on Tuesday September 16, 2025. ("cut-off date").
7. The Notice of the AGM along with the Annual Report 2024- 25 is being sent by electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at www.safefintech.in. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. and on the website of CDSL at helpdesk.evoting@cdslindia.com. The physical copies of such statements and the Notice of AGM will be dispatched only to those shareholders who request the same. Members who are desirous to have a physical copy of the Annual Report should send a request to the Company's e-mail info@safefintech.in clearly mentioning their Folio number/DP and Client ID.
8. Further in accordance with Regulation 31 (1) (b) of Listing Regulations, A letter providing the web link for accessing the Annual report and Notice of AGM, will be sent to those shareholders who have not registered their email addresses with the Company/ Registrar and Share Transfer Agent (RTA)/ Depository Participants (DPs).. Members may also note that Notice of Annual General Meeting will be available on Company's website www.safefintech.in for their download.
9. For members who have not registered their email IDs so far, are requested to register their email IDs for receiving all the communications including Annual Report, Notices from the Company electronically. Members are requested to respond to their messages and register their e-mail id and support the green initiative efforts of the Company.
10. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio

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numbers/client ID/ DP ID in all correspondence so as to enable the Company to address any future communication at their correct address.

11. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Tuesday, September 16, 2025**, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

However, if you are already registered with CDSL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/ Password” option available on www.evotingindia.com.

12. Members’ holding shares in Multiple Folios

Members holding shares in multiple folios in physical mode are requested to apply for consolidation to the Company or its R&TA along with relevant Share Certificates. In case of Joint Holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his / her absence, by the next named member.

13. The Securities and Exchange Board of India (“SEBI”) vide its Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form, if any. Members can contact the Company or its Registrars for assistance in this regard.
14. Members who hold shares in physical form are requested to send all correspondence concerning registration of transfers, transmissions, sub-division, consolidation of shares or any other shares related matter and / or change in address or bank account, to CAMEO CORPORATE SERVICES LIMITED Subramanian Building', No.1, Club House Road, Chennai 600 002, India, who is acting as our Registrar and Share Transfer Agent_(R&TA) of the Company. Please quote your folio number and our Company's name in all your future correspondences and in case of shares held in electronic mode, to their respective Depository Participants.

15. Attendance Slip & Route Map

Members / Proxies and authorized representatives attending the meeting are requested to bring their Attendance Slip for attending the meeting duly filled, for handing over at

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the venue of the meeting. Proxies are requested to bring their identity proof at the meeting for the purpose of identification.

Please note that for security reasons, no article/baggage will be allowed at the venue of the meeting.

For the convenience of Members, a Route Map showing Directions to reach to the venue of the Meeting is given at the end of this Notice.

The company whole-heartedly welcomes members/proxies at the AGM of the company. The members/ proxies may please note that no gifts/gift coupons will be distributed at the AGM

16. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.
17. Shareholders seeking any information and having any query with regard to accounts or on the Annual Report are requested to write to the company at least ten days in advance so as to enable the Management to keep the information ready at the Meeting
18. Pursuant to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, the Company may send notice of AGM, Director's report, Auditor's report, Audited Financial Statements and other documents through electronic mode. Further, pursuant to the first provisions to the Rule 18 of the Companies (Management & Administration) Amendment Rules 2015, the Company shall provide an advance opportunity to the members to register their e-mail address and changes therein. In view of the same, Members are requested to kindly update their e-mail address, change of address and updation of Savings Bank Account details with depository participants in case of holding shares in demat form. If holding shares in physical form, Members are requested to inform their e-mail ID and bank particulars to the Company or the RTA.

SEBI, has mandated that the listed companies shall henceforth issue the securities in dematerialized form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold share certificates in physical form are advised to dematerialize their holdings.

19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. The members holding shares in physical form are requested to submit their PAN and Bank Details (copy of PAN Card and original cancelled cheque leaf/attested copy of bank pass book showing name of account holder) to the RTA.

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20. Pursuant to Master Circular dated 7th May, 2024 and Circular dated 10th June, 2024 issued by SEBI, it shall be mandatory for the holders of physical securities to furnish PAN, contact details (Postal address with PIN and Mobile number), Bank A/c details and specimen signature for their corresponding folio numbers. Members of such folios where in any one of the above mentioned document/details are not updated shall be eligible:

a) To lodge grievance or avail any service request from the RTA ONLY after furnishing PAN and KYC details.

b) For any payment including dividend, interest or redemption payment in respect of such folios ONLY through electronic mode with effect from 1st April, 2024. Members are requested to register/update the details in prescribed Form ISR-1 and other relevant forms, duly filled along with self-attested supporting documents and other relevant forms, with Registrar and Share Transfer Agent of the Company at Subramanian Building', No.1, Club House Road, Chennai 600 002, India Email: investor@cameoindia.com Members may download the prescribed forms from the Company's website at www.safefintech.in

21. VOTING THROUGH ELECTRONIC MEANS

In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and the Rules framed thereunder read with Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings as issued by ICSI, Company is offering e-voting facility to the shareholders to enable them to cast their vote electronically on the items as mentioned in the Notice. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency to enable the shareholders to exercise their right to vote through electronic means in respect of businesses to be transacted in the AGM.

The Company has approached CDSL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The facility for voting through ballot paper/e-Voting shall be made available at the AGM and in such case, the members attending the meeting who have not cast their vote by remote e-Voting shall be able to exercise their right at the meeting through ballot paper/electronic voting. Poll will be conducted under the supervision of the Scrutinizer appointed for e-voting and poll. Scrutinizer decision on validity of vote will be final



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JAIPUR, RAJASTHAN, INDIA, 302021**

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Those shareholders, who do not opt to cast their vote through e-voting, may cast their vote through Ballot Paper at the AGM. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again

The e-voting shall commence on **Saturday, September 20, 2025 (9.00 A.M. IST) and ends on, Monday September 22, 2025 (5.00 P.M. IST)**. The e-voting module shall be disabled by CDSL for voting thereafter and Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Tuesday, September 16, 2025** will be eligible to cast their vote electronically.

The voting rights of members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of **Tuesday, September 16, 2025**.

Any person, who acquires shares of the Company and become member of the Company after email of the notice and holding shares as of the cut-off date i.e., **Tuesday, September 16, 2025**, may obtain the login ID and password by sending a request at info@safefintech.in or helpdesk.evoting@cdslindia.com For any assistance or information about shares etc. members may contact the Company.

Mr. Shubham Jain, Practicing Company Secretary, (COP No.: 13054) has been appointed as the Scrutinizer for conducting the Ballot Paper Process at the AGM in a fair and transparent manner. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and in presence of at least two witnesses not in the employment of the Company and shall make, within 2 working of the conclusion of AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting.

The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.safefintech.in. and on the website of CDSL at www.cdslindia.com after the declaration of result by the Chairman or a person authorized by him in writing. The same will be communicated to the stock exchanges where the Company shares are listed viz. SME Platform of BSE Limited in due course.

The Company has fixed **Tuesday September 16, 2025** as the 'Record Date' for determining entitlement of Members to final dividend for the financial year ended March 31, 2025, if approved at the AGM. Dividend of Rs. 0.50/- per equity share of Rs. 10/- each (i.e., 5%), if approved at the AGM, will be paid subject to tax deduction at source ('TDS') will be paid on or before Wednesday, October 22, 2025.

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22. Non-Resident Members:

Non Resident Indian Members are requested to inform Registrar and Transfer Agents, immediately of:

- a. Change in their residential status on return to India for permanent settlement.
- b. Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend to the said Bank Account directly.

23. Nomination: Members holding shares in single name are advised to avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Companies Act 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014. Members holding shares in physical form desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to RTA. Members holding shares in electronic mode may contact their respective Depository Participants for availing this facility.

24. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_ IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website www.safefintech.in

25. Dividend

- i. The Board of Directors has recommended a final dividend of Rs. 0.50 (Rupees Fifty Piasa Only) (@ 5%) equity shares of Rs. 10 each for the financial year ended March 31, 2025, subject to the approval of the Members at the AGM.

Pursuant to the provisions of Section 123 of the Companies Act, 2013, the payment of the final dividend on Equity Shares, upon declaration by the Members at the AGM, will be made on or before Wednesday, October 22, 2025 (i.e. within 30 days from the date of declaration), to those members whose names appear in the Register of Members/ list of Beneficial Owners as on Cut-off Date/ Record Date i.e. Tuesday, September 16, 2025.

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- ii. Members holding shares in electronic form are hereby informed that bank particulars registered with their respective Depository Participants (DP), with whom they maintain their demat accounts, will be used by the Company for payment of dividend.
- iii. Members holding shares in physical/ electronic form are required to submit their bank account details, if not already registered or if it has changed, as mandated by the Securities and Exchange Board of India ("SEBI").
- iv. Shareholders holding shares in dematerialized mode are requested to register complete bank account details with the Depository Participant(s), and shareholders holding shares in physical mode shall send a duly signed request letter to RTA mentioning the name, folio number, bank details, self-attested PAN card and original cancelled cheque leaf. In case of the absence of the name of the first shareholder on the original cancelled cheque or initials on the cheque, bank attested copy of the first page of the Bank Passbook/ Statement of Account along with the original cancelled cheque shall be provided. The Company or its RTA cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the respective Depository Participant of the Members.
- v. In case the Company is unable to pay the dividend to any shareholders by electronic mode, due to the non-availability of the details of the bank account, the Company shall dispatch the dividend warrants/ demand drafts/ cheques to such shareholders by post.
- vi. In terms of the provisions of the Income Tax Act, 1961 ("the Act"), dividends paid or distributed by a company shall be taxable in the hands of shareholders. The Company shall, therefore, be required to deduct tax at source ('TDS') at the time of making the payment of the final dividend at the applicable tax rates. The rate of TDS would depend upon the category and residential status of shareholders and the documents submitted and duly accepted by the Company.
- vii. As it is important for the Company to receive the relevant information/ documents from shareholders to determine the rate of tax deduction, the shareholders are requested to furnish relevant documentation in a prescribed manner.
- viii. Accordingly, shareholders are hereby requested to visit the Company's website at www.safefintech.in wherein we have provided complete information relating to TDS on dividends along with the draft of the relevant documents to be submitted by the shareholders.
- ix. The shareholders are required to upload the documents on the RTA portal at investor@cameoindia.com on or before Wednesday, September 16, 2025 at 05:00 p.m. (IST). Incomplete and/ or unsigned forms and declarations will not be



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considered by the Company. Any communication on the tax determination/ deduction received post 05:00 p.m. (IST) on Wednesday, September 16, 2025 shall not be considered. All communications/ queries in this respect should be addressed to RTA at its email address at investor@cameoindia.com.

- x. Please note that the Company will not accept any declaration/ document sent to any email address. Kindly use the link provided above to upload declaration/ document.

The instructions for shareholders voting electronically are as under:

A. In case a Member receives an e-mail from CDSL (for Members whose e-mail addresses are registered with the Company/ Depositories):

- i. The voting period begins on **Saturday, September 20, 2025 (9.00 A.M. IST) and ends on, Monday September 22, 2025 (5.00 P.M. IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **Tuesday, 16 September, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated **09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demataccounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat

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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.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) 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.

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Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once



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securities in demat mode) login through their Depository Participants (DP)	you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

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6) If you are a first-time user follow the steps given below:

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

Vi After entering these details appropriately, click on “SUBMIT” tab.

Vii Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Viii For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Ix Click on the **EVSIN: 250827015** for the relevant < SODHANI ACADEMY OF FINTECH ENABLERS LIMITED >> on which you choose to vote.

X On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

Xi Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.



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Xii After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

Xiii Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

xv. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Xvi Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

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

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.



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

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911



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**EXPLANATORY STATEMENT AND EXPLANATION IN TERMS OF REGULATION 36(3) OF
THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS,
2015 ('LISTING REGULATIONS') AND SECTION 102 OF THE COMPANIES ACT, 2013 ('THE
ACT')**

Item No. 4

Pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations, 2015"), every listed Company is required to annex with its Board's Report, a secretarial audit report, issued by a Practicing Company Secretary. For this purpose, based on the recommendation of the Audit Committee, the Board of Directors of the Company at their meeting dated November 07, 2024, had appointed M/s G & J & Associates, a firm of Practicing Company Secretaries, as Secretarial Auditors of the Company for the financial year 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated December 12, 2024, amended the SEBI Listing Regulations, 2015. The amended regulations require, inter alia, listed companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed Company Secretary as per certificate issued by Institute of Company Secretaries of India and should not have incurred any of the disqualifications as specified by SEBI.

Details in relation to credentials of the Secretarial auditor(s) proposed to be appointed

M/s. G&J Associates is a partnership firm, under the stewardship of Mr. Shubham Jain. The firm is managed by professionals having vast experience. The firm specializes in providing on-going and ad hoc consultancy services in the area of company secretarial matters to both large and small companies. The firm services diversified clients such as Manufacturers, Section 8 Companies, Government Companies, Real Estate developers, IT companies, Stock Brokers, Consulting companies, Indian and foreign MNCs, etc. The firm is handling Secretarial matters of clients at all levels, provide support, advice on a wide variety of issues and represent clients before various government agencies, departments and quasi-judicial authorities. The firm is having a client committed team of Company Secretaries specializing in their respective practice areas.

M/s. G&J Associates has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the Listing Regulations. The services to be rendered by M/s. G&J Associates as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/ 2024/185 dated December 31, 2024. It is hereby affirmed that M/s. G&J Associates is not rendering any services in contradiction to Regulation 24(1B) of Listing Regulations. Furthermore, in terms of the amended regulations, M/s. G&J Associates has provided a confirmation that their firm have subjected itself



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(CIN- U67120RJ2009PLC028237)**

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JAIPUR, RAJASTHAN, INDIA, 302021**

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to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate.

Basis of recommendation

After evaluating and considering various factors such as industry experience, competence of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company has, based on the recommendation of the Audit Committee, at its meeting held on May 12, 2025 proposed the appointment of M/s. G & J & Associates, a firm of Practicing Company Secretaries as the Secretarial Auditors of the Company, for a term of five consecutive years commencing from Financial Year 2025-26 until Financial Year 2029-30 commencing from the conclusion of this Annual General Meeting and ending with the AGM to be held in the year 2029-30.

Proposed fees payable to Secretarial Auditors

The proposed fees in connection with the secretarial audit to be paid for the Financial Year 2025-26 is Rs. 75,000/- (Rupees Seventy Five Thousand only) plus applicable taxes and other out-of-pocket expenses for Financial Year 2025-26, with a yearly increment excluding taxes and reimbursement of out of pocket expenses for carrying out Secretarial Audit and issue the Secretarial Compliance Report.

The fee for subsequent financial years during their tenure will be determined by the Board, based upon the recommendation of the Audit Committee.

The Resolution at Item No.4 of the Notice is being recommended by the Audit Committee and the Board of Directors for approval of the members as an Ordinary Resolution pursuant to section 204 of the Companies Act, 2013.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, are in any way concerned or interested in the resolution.

Item No. 5

The members of the Company, at EGM held on May 31, 2023, had accorded their approval to the Board of Directors of the Company to give any loan, guarantee or provide security in connection with a loan to any person(s) or other body corporate(s) and acquire by way of subscription, purchase or otherwise, securities of any other body corporate up to an amount not exceeding Rs. 10 Crores (Rupees Ten Crores Only).

Members are requested to take note that as per provisions of section 186 of the Companies Act, 2013, the Board of directors of a Company could give any loan, guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities by way of subscription, purchase or otherwise to any person or body corporate to the extent of sixty percent paid up share capital, free reserves and securities premium or one hundred per cent of its free



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reserves and securities premium account whichever is more and for giving any loan or providing guarantee and security in excess of limit specified above, the approval of the members of the company in General Meeting by way of Special resolution has to be obtained.

Members are further requested to take note that In line with the Company's evolving business needs and keeping in view the future plans, expansion strategies, and emerging opportunities for strategic investments, funding of subsidiaries or associates, and financial collaborations, the Board of Directors now proposes to enhance the existing limit earlier approved by the members under Section 186 of the Act.

The proposed limits will enable the Company to make timely decisions in the best interests of the Company and its stakeholders and remain aligned with its strategic and financial objectives. Further it is anticipated that the Company would be required to make investments or give loans, provide guarantees/security in excess of the limits stipulated in Section 186(2) of the Companies Act, 2013 and limits approved by the members i.e. Rs. 10 Crores.

Further, the Board of Directors be and is hereby authorized to delegate all or any of its powers herein conferred to any committee of directors or any Director(s)/Officer(s) of the Company to give effect to this resolution.

Accordingly, consent of the members is sought for authorizing the Board to make investments, giving loans and providing guarantees/securities in connection with loans to various entities and bodies corporate, from time to time, in excess of the limits stipulated in Section 186(2) of the Companies Act, 2013 up to an amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores Only).

The Board of Directors recommends passing of the Special Resolution as set out at Item No. 5 of the notice for approval by the members.

None of the Directors, Key Managerial Personnel (KMPs), or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

By order of the Board
For **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED**

MONIKA AGARWAL
Company Secretary & Compliance Officer
ACS A55546

Date: August 28, 2025

Place: Jaipur

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**DETAILS OF DIRECTORS RETIRING BY ROTATION / SEEKING RE-APPOINTMENT AT
THE AGM**

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on general meetings issued by the Institute of Company Secretaries of India.

Item No. 2

Name of Director	RAJESH KUMAR SODHANI
DIN	02516856
Date of Birth	26/09/1970
Date of first appointment on the Board	03/02/2009
Age (years)	54 Years
Qualifications	MBA – Finance
Experience	Finance Field
Directorships held in other Companies	Oasis Securities Limited
Memberships / Chairmanships of committees of other public companies.	Member in STAKEHOLDER RELATIONSHIP COMMITTEE of OASIS SECURITIES LIMITED
Shareholding in the company as on March 31, 2025	1,11,53,298 Equity shares
Relationship with other Directors, Manager or other KMP	Spouse of PRIYA SODHANI, Chairman and Director.
Terms and Conditions of appointment/reappointment	Re-appointment in terms of section 152(6) of the Companies Act, 2013.
a brief resume of the director	Mr. Rajesh Sodhani, aged 54 years, is the Promoter and Managing Director of our company. He holds Masters' degree in Business Administration (Finance) from Mewar University. He also possesses certifications from National Institute of Securities Markets (NISM), namely Research Analyst and Investment Advisor.
expertise in specific functional areas	He has an experience of 32 years in the finance domain in the field of mutual fund, retirement planning, savings, investments and insurance. He is also a Securities Exchange Board of India (SEBI) registered Research Analyst. He is a goal-driven, determined individual who prioritizes results and demonstrates a strong work ethic. His extensive industrial experience and understanding has enabled the company to grow.
Number of meetings of the Board attended during the financial year 2024-25	15 (Fifteen)
Details of Proposed Remuneration	12,00,000 per annum.

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Details of remuneration last drawn (F.Y.2024-25)	Past remuneration drawn in the capacity of Whole-Time Director was Rs 12,00,000 (Rupees Twelve Lakh Only) per annum in the financial year 2024-25.
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of the Company as on date	Nil
Directorship of other Board as on March 31, 2025 excluding Directorship in Private and Section 8 Companies. [along with listed entities from which the person has resigned in the past three years]	Oasis Securities Limited
Chairperson/ Members of the Statutory Committee (s) of Board of Directors of other companies as on March 31, 2025 excluding Directorship in Private and Section 8 Companies [along with listed entities from which the person has resigned in the past three years];	Member in STAKEHOLDER RELATIONSHIP COMMITTEE of OASIS SECURITIES LIMITED

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**FORM NO. MGT - 12
(BALLOT/POLLING FORM)**

[Pursuant to Section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (C) of
the Companies (Management and Administration) Rules, 2014]

Sr. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Name of the Joint holder (s), if any	
3.	Postal address	
4.	No. of Shares	
5.	Registered Folio No. / *DP ID and Client ID No. (*Applicable to investors holding shares in dematerialized form)	
6.	Class of Shares	

I/We hereby exercise my/our vote in respect of Ordinary/ Special Resolution/s enumerated below, by recording my/our assent or dissent to the below mentioned resolutions by placing a tick () in the following manner:

Item No.	Resolutions	No. of shares held by me/ours	I/we assent to the resolution	I/we dissent from the resolution
1.	To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon.			
2.	To appoint a Director in place of Mr. Rajesh Kumar Sodhani (DIN: 02516856), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	To declare the final dividend of Rs 0.50/- Paisa per equity share of Rs 10/- each for the financial year ended March 31, 2025.			
4.	To approve the appointment of M/s G & J Associates, Practicing Company Secretaries, (firm registration no. P2023RJ097600), as Secretarial Auditor of the company			



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5.	To approve the limits for making investment, loans, guarantees and security under Section 186 of the Companies Act, 2013			
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(Signature of the shareholder)

Place

Date:



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ATTENDANCE SLIP FOR THE ANNUAL GENERAL MEETING

16TH ANNUAL GENERAL MEETING OF THE COMPANY TO BE
HELD ON **TUESDAY, SEPTEMBER 23, 2025 AT 04:00 P.M** AT THE
REGISTERED OFFICE OF THE COMPANY SITUATED AT GROUND
FLOOR, P NO. C 373, C BLOCK, VAISHALI NAGAR, JAIPUR, 302021,
RAJASTHAN.

Name & Address of the attending Member(s)	
Joint Holder 1	
Joint Holder 2	
*Folio No.	
DP ID No.	
Client ID No.	
No. of Shares held	
NAME OF PROXY (IN BLOCK LETTERS) to be filled in, if the proxy attends instead of the member	

I/We, hereby record my/our presence at the 16th Annual General Meeting of the company held on **TUESDAY, SEPTEMBER 23, 2025 AT 04:00 P.M.** AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT GROUND FLOOR, P NO. C 373, C BLOCK, VAISHALI NAGAR, JAIPUR, 302021, RAJASTHAN.

**Applicable in case of shares held in Physical form.*

Member's/Proxy's Name in Block Letters

Signature of Shareholder/Proxy



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Notes:

1. Please complete the Client ID &DPID/ Registered Folio and name, sign this Attendance slip and handover at the entrance of the meeting hall.
2. Electronic copy of the notice of the AGM along with Attendance Slip and proxy Form is being sent to all the members whose email address is registered within the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Notice of the AGM along with Attendance Slip and proxy Form is sent in the permitted mode(s) to all members whose email is not registered or who have requested for a hardcopy.
4. Each equity share of the Company carries one vote.
5. Members are requested to read the Instructions and Notes carefully before casting their votes.
6. For Security Purpose Mobile Phone, Umbrella, Bag will not be allowed in the meeting hall.

E-Voting particulars

EVEN (E-Voting Event Number)	USER ID	Password/PIN
250827015		

Note: Please read the instructions provided in Notice of the AGM.

*The e-voting period starts from **Saturday, September 20, 2025 (9.00 A.M. IST)** and ends on, **Monday September 22, 2025 (5.00 P.M. IST)**. The voting module shall be disabled by CDSL for voting thereafter.*



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PROXY FORM (FORM NO. MGT-11)

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the
Companies (Management and Administration) Amendment Rules, 2015]

Name of the Member(s)	Folio No./Client ID:
Registered address:	
No. of Shares held:	E-mail Id:

I/We being the member(s) of _____ shares of the above-named
Company, hereby appoint:

1.	Name of the Member(s):		
	Address:	Signature:	
	E-mail Id:		
or failing him/her			
2.	Name of the Member(s):		
	Address:	Signature:	
	E-mail Id:		
or failing him/her			
3.	Name of the Member(s):		
	Address:	Signature:	
	E-mail Id:		

as my/our proxy to attend and vote (on a poll) for me/us and on my/our
behalf at the 16th Annual General Meeting of the Company, to be held on
TUESDAY, SEPTEMBER 23, 2025 AT 04:00 P.M. at registered office of the
company situated at GROUND FLOOR, P No. C 373, C Block, Vaishali
Nagar, Jaipur, 302021, Rajasthan in respect of such resolutions as are
indicated below:

S. No.	Resolution	Vote		
		For	Against	Abstain

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Ordinary Business				
1.	To receive, consider and adopt the audited standalone and consolidated financial statements for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon			
2.	To appoint a Director in place of Mr. Rajesh Kumar Sodhani (DIN: 02516856), who retires by rotation and being eligible, offers himself for re-appointment.			
3.	To declare the final dividend of Rs 0.50/- Paise per equity share of Rs 10/- each for the financial year ended March 31, 2025.			
Special Business				
4.	To approve the appointment of M/s G & J Associates, Practicing Company Secretaries, (firm registration no. P2023RJ097600), as Secretarial Auditor of the company			
5.	To approve the limits for making investment, loans, guarantees and security under Section 186 of the Companies Act, 2013			

Signed this onday, , 2025

Signature of shareholder.....

Signature of Proxy holder(s).....

Notes:

1. This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company not less than **48** hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and Secretarial Standards - 2 issued by Institute of Company Secretaries of India, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten



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percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

4. This is optional. Please put a tick mark(√) in the appropriate column against the resolutions indicated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.
5. The Proxy-holder shall prove his identity at the time of attending the Meeting.

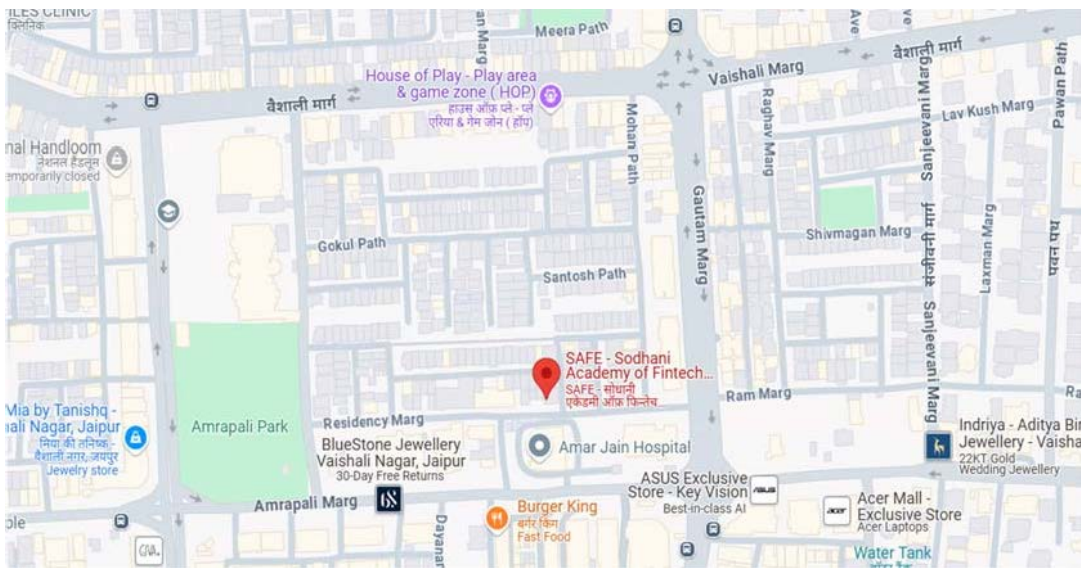
Affix Revenue Stamp of Rs. 1

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ROUTE MAP:

Route Map to the AGM Venue: **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED**, P No. C 373, C Block, Vaishali Nagar, Jaipur, 302021, Rajasthan



If undelivered, please return to
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
Registered Office:
P No. C 373, C Block, Vaishali Nagar, Jaipur, 302021,
Rajasthan CIN- U67120RJ2009PLC028237
Tel.: 0141 – 2358107
E-mail:
info@safefintech.in
Website:
www.safefintech.in

Independent Auditor's Report

To the Members of

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

(Previously known as Sodhani Financial Consultants Private Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the financial statements of **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED (Previously known as Sodhani Financial Consultants Private Limited) CIN: U67120RJ2009PLC028237** ("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 year then ended, 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 and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

S. No.	Key Audit Matter	Auditor's Response
1.	Section 138 of Companies Act, 2013 Appointment of internal auditor has not been complied.	<i>Every company should within 6 months from the date of applicability of Section 138 of Companies Act 2013, appoint an internal auditor. No internal auditor has been appointed till the end of F.Y. 2024-25 and hence it's a non-compliance as per section 138 of Companies Act 2013. Our opinion has been intact despite this Key audit matter.</i>

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 a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Emphasis of Matter

We draw attention to the regulatory requirement which prescribes to maintain audit trail (edit log) in the accounting software used by company, which describes the effects of a non-compliance with statute in the Company's facilities. Our opinion is not modified in respect of this matter.

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.

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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government 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 and rules made thereunder.
 - 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'.
 - g) With respect to the matter to be included in the Auditor's Report under section 197(16), In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs

has not prescribed other details under section 197(16) which are required to be commented upon by us.

- 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. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) Based on 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. No dividend has been declared or paid during the year by the company.

- vi. Based on our examination which included test checks, the company has ***not*** used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility.

**For J C Kabra & ASSOCIATES
Chartered Accountants
FRN: 115749W**

**Place: Jaipur
Date: May 12th 2025
UDIN: 25137012BMIVVS9423**

**-sd-
Vikas Kumar, FCA
Membership
No. 137012**

Annexure 'A' to the Independent Audit Report

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

To the Members of

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

(Previously known as Sodhani Financial Consultants Private Limited)

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 does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the Order is not applicable to the Company.

(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 (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company, except the following:

Description of Property	Gross carrying value	Held in name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in name of company
Nil	Nil	Nil	Nil	Nil	Nil

(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 year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.

- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there 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, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.
 - (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 year, 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)
 - (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to other entities:
 - (A) the aggregate amount during the year with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates is Rs. 0/- and balance outstanding at the balance sheet date is Rs. 0 lac.
 - (B) the aggregate amount during the year with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates is Rs. 0/- and balance outstanding at the balance sheet date is Rs. 0/-
 - (b) According to the information and explanations given to us us and on the basis of our examination of the records of the company, the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided **are not prima facie prejudicial** to the company's interest.

- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans and advance in the nature of loan given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
- (d) 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 overdue amounts for more than 90 days in respect of the investments made, guarantee or security provided, loans or advances granted.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties except following:

Name of Party	Amount renewed or extended	% of total loan	Remark, if any
Nil	Nil	Nil	Nil

- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with except non charging of interest on the loan.
 - (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 statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute except following:

Name of the Statute	Nature of the Dues	Amount (Rs.)	Period to which the amount relates	Forum where Dispute is pending	Remarks, if Any
<i>Income Tax ACT 1961</i>	<i>Income Tax ASSESSMENT</i>	<i>Principal 610604 Interest 1046791</i>	<i>A.Y. 2009-10</i>	<i>--</i>	<i>Forwarded to VSVS 2024. Form 4 Direct Tax VSVS 2024 issued.</i>
<i>Income Tax ACT 1961</i>	<i>Income Tax ASSESSMENT</i>	<i>Principal 590579 Interest 2443792</i>	<i>A.Y. 2009-10</i>	<i>--</i>	<i>Forwarded to VSVS 2020. Form 5 Direct Tax VSVS 2020 awaited.</i>

- (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 as income during the year.
- (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.

Nature of borrowing, including debt securities	Name of lender*	Amount not paid on due date	Whether principal or interest	No. of days delay or unpaid	Remarks, if any
Nil	Nil	Nil	Nil	Nil	Nil

- (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 by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
 - (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) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2025. Accordingly, clause 3(ix)(e) is not applicable.
 - (f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2025. Accordingly, clause 3(ix)(f) is not applicable.
- (x) (a) The company has raised money by way of initial public offer or further public offer (including debt instruments) during the year. The full details of money raised for the objects and utilization up to 31st March 2025 of the same are listed below:

Amount in Lacs.

Object of fresh issue	Amount to be financed from Net proceeds	Estimated Utilization of Net Proceeds in FY 2024-25	Balance fund of IPO Proceeds	(Surplus)/ Deficit Fund Adjust through GCP	Balance fund for (FY 2025-26)
Offer related Expenses in relation to Fresh Offer	78.00	58.09	19.91	(19.91)	(0.00)
Building content Studio and Offline training infrastructure	80.00	11.36	68.64	-	68.64
Information Technology (Hardware including Software) Procurement	60.00	20.44	39.56	-	39.56
Content Development for course Material	50.00	22.50	27.50	-	27.50
Enhancement of brand visibility and awareness	35.00	41.80	(6.80)	6.80	(0.00)
Learning Management System (LMS) Application development	10.00	0.34	9.66	-	9.66
General Corporate Purpose	75.00	20.24	54.76	13.11	67.87
Total	388.00	174.78	213.22	-	213.22

(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 year. 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 the company has been noticed or reported during the course of audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed 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) **(a) In our opinion and based on our examination, the company is in requirement to have an internal audit system. The listing date of the company with Bombay Stock Exchange is 23rd September 2024. As per section 138 of Companies Act 2013 an internal auditor should be appointed within 6 months from date when company meets the criteria of section 138 of Companies Act 2013. During the F.Y. 2024-25 the company has not appointed any internal auditor to comply the provision of S. 138 of Companies Act 2013 hence the applicability of section 138 has been not complied of.**
- (b) Based on information and explanations provided to us, no internal auditor has been appointed and no internal audit has been conducted of the company. Accordingly, clause 3(xiv)(a), of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with 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). Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (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) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

- (d) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.
- (xvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of 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 on our examination, the provision of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- (xxi) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

For J C Kabra & ASSOCIATES
Chartered Accountants
FRN: 115749W

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Vikas Kumar, FCA
Membership No. 137012

Place: Jaipur
Date: May 12th 2025
UDIN: 25137012BMIVVS9423

Annexure 'B' to the Independent Audit Report

Report on Internal Financial Controls with reference to financial statements

To the Members of

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

(Previously known as Sodhani Financial Consultants Private Limited)

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 **SODHANI ACADEMY OF FINTECH ENABLERS LIMITED (Previously known as Sodhani Financial Consultants Private Limited)** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, 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 J C Kabra & ASSOCIATES
Chartered Accountants
FRN: 115749W

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Place: Jaipur
Date: May 12th 2025
UDIN: 25137012BMIVVS9423

Vikas Kumar, FCA
Membership No. 137012

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
(Previously known as Sodhani Financial Consultants Private Limited)

Audited Statements of Assets and Liabilities

(Rs. in Lakhs)

Particulars	Notes	As at March 31st, 2025	As at March 31st, 2024
<u>I. EQUITY AND LIABILITIES</u>			
(1) Shareholder's Fund			
(a) Share Capital	4	569.50	472.50
(b) Reserves & Surplus	5	822.54	183.72
Total Shareholder's Fund		1,392.04	656.22
(2) Non-Current Liabilities			
(3) Current Liabilities			
(a) Short Term Borrowings	6	-	-
(b) Trade Payables	7		
(i) Micro, Small & Medium Enterprises		-	-
(ii) Others		0.87	0.05
(c) Other Current Liabilities	8	26.28	3.32
(d) Short term Provisions	9	0.90	0.45
Total Current Liabilities		28.05	3.82
Total Equity and Liabilities		1,420.10	660.04
<u>II. ASSETS</u>			
(1) Non-Current Assets			
(a) Property, Plant and Equipments	10	110.90	74.61
(b) Non Current Investments	11	1,185.37	456.01
(c) Deferred tax assets	12	0.54	0.04
(d) Other non current assets	13	-	-
Total Non-Current Assets		1,296.81	530.65
(2) Current Assets			
(a) Current Investments	14	-	92.45
(b) Trade Receivables	15	1.23	0.39
(c) Cash and Cash Equivalents	16	69.69	21.55
(d) Short Term Loans & Advances	17	19.74	2.97
(e) Other Current Assets	18	32.63	12.03
Total Current Assets		123.29	129.39
Total Assets		1,420.10	660.04

See accompanying notes to the Audited financial information
As per our report of even date

J C KABRA & ASSOCIATES
Chartered Accountants
Firm Registration No. 115749W

For and on behalf of the Board of Directors
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

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CA VIKAS KUMAR
Partner
M. No. 137012
UDIN: 25137012BMIVVS9423

RAJESH KUMAR SODHANI
Managing Director
DIN - 02516856

PRIYA SODHANI
Director
DIN - 02523843

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Place: Jaipur
Date: 12/05/2025

DEEPTI MAHESHWARI
Chief Financial Officer
PAN- BDRPM4856R

MONIKA AGARWAL
Company Secretary
M. NO. A55546

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
(Previously known as Sodhani Financial Consultants Private Limited)

Audited Statement of Profit and Loss

(Rs. in Lakhs)

Particulars	Notes	Year ended March 31st, 2025 (Audited)	Year ended March 31st, 2024 (Audited)
I. Revenue from Operations	20	354.84	205.08
II. Other Income	21	299.17	101.87
III. Total Income (I+II)		654.01	306.95
IV. Expenses			
Employee Benefits Expenses	22	39.83	25.32
Finance Costs	23	-	-
Depreciation and Amortization Expenses	40	9.61	1.14
Other Expenses	24	119.42	39.22
Total Expenses		168.86	65.68
V. Profit Before Exceptional Items and Tax (III-IV)		485.15	241.27
Exceptional Items		-	-
Prior Period Items		-	-
Profit Before Tax		485.15	241.27
Income Tax Expense			
Current Year		(93.00)	(50.95)
Earlier Year		(8.00)	(3.47)
Deferred tax		0.50	(3.67)
Profit After Tax		384.64	183.17
Earnings per equity share of face value of Rs. 10 each			
Basic EPS (In Rs.)	25	7.34	3.88
Diluted EPS (In Rs.)	24	7.34	3.88

See accompanying notes to the Audited financial information

As per our report of even date

Chartered Accountants
Firm Registration No. 115749W

For and on behalf of the Board of Directors
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

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CA VIKAS KUMAR
Partner
M. No. 137012
UDIN: 25137012BMIVVS9423

RAJESH KUMAR SODHANI
Managing Director
DIN - 02516856

PRIYA SODHANI
Director
DIN - 02523843

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-sd-

Place: Jaipur
Date: 12/05/2025

DEEPTI MAHESHWARI
Chief Financial Officer
PAN- BDRPM4856R

MONIKA AGARWAL
Company Secretary
M. NO. A55546

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED
(Previously known as Sodhani Financial Consultants Private Limited)

Cash Flow Statement

(Rs. in Lakhs)

Particulars	Year ended March 31st, 2025 (Audited)	Year ended March 31st, 2024 (Audited)
A: Cash Flow from Operating Activities:		
Net Profit Before Tax as per Statement of Profit and Loss	485.15	241.27
Adjusted for:		
Profit / (Loss) on Sale of Assets (net)	-	(9.00)
Dividend	(2.64)	(1.72)
Depreciation	9.61	1.14
Interest Income	(0.22)	(1.05)
Finance Costs	-	-
Operating Profit before Working Capital Changes	491.90	230.64
Changes in working capital:		
Trade and Other Receivables	(0.84)	28.61
Other Current assets	(20.60)	(1.84)
Short Term Loans and Advances	(16.75)	37.75
Trade Payables	0.81	0.05
Other Current Liabilities	22.96	(17.76)
Short Term Provisions	0.45	(0.05)
Cash Generated from Operations	477.93	277.40
Taxes Paid (net)	(101.00)	(50.95)
Net Cash from / (Used in) Operating Activities	376.93	226.45
B: Cash Flow From Investing Activities:		
Purchase of Property, Plant and Equipments	(45.90)	(10.16)
Purchase of Non Current investment	(1,627.36)	(554.49)
Sale of Non Current Investment	990.45	266.94
Purchase of Current investment	-	40.61
Sale of Current Investment	-	-
Dividend	2.64	1.72
Interest Income	0.22	1.15
Net Cash from / (Used in) Investing Activities	(679.95)	(254.22)
C: Cash Flow From Financing Activities:		
Securities Premium	459.00	-
Proceeds from Issue of Equity Shares Face value	153.00	-
Payment to Promoter on account of OFS	(224.00)	(2.65)
Short Term Borrowings (net)	-	-
Share Capital Issue Expenses	(36.83)	-
Finance Costs	-	-
Net Cash from / (Used in) Financing Activities	351.17	(2.65)
D Net (Decrease) / Increase in Cash and Cash Equivalents	48.15	(30.43)
E Opening Balance of Cash and Cash Equivalents	21.55	51.98
F Closing Balance of Cash and Cash Equivalents	69.69	21.55

Reconciliation of cash and cash equivalents as per the cash flow statement

Cash and cash equivalents as per the above comprise of the following:

Cash on Hand	1.73	2.15
Balances with Banks in Current Accounts	67.96	19.40
Cash and Cash Equivalents [Refer note 16]	69.69	21.55
Cash and Cash Equivalents for the purpose of above statement of cash flows	69.69	21.55

Notes :

1 The Cash Flow Statement has been prepared under the "Indirect Method" as set out in AS 3, Issued by Institute of Chartered Accountants of India

2 Figures in bracket indicate cash outflow.

As per our report of even date
J C KABRA & ASSOCIATES
Chartered Accountants
Firm Registration No. 115749W

For and on behalf of the Board of Directors
SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

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-sd-

CA VIKAS KUMAR
Partner
M. No. 137012
UDIN: 25137012BMIVVS9423

RAJESH KUMAR SODHANI
Managing Director
DIN - 02516856

PRIYA SODHANI
Director
DIN - 02523843

-sd-

-sd-

Place: Jaipur
Date: 12/05/2025

DEEPTI MAHESHWARI
Chief Financial Officer
PAN- BDRPM4856R

MONIKA AGARWAL
Company Secretary
M. NO. A55546

Notes to the Audited Financial Statements

1 Company Information

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED (Previously known as Sodhani Financial Consultants Private Limited) ("the Company") was incorporated as a private limited company on February 3, 2009 under the provision of the Companies Act, 1956 with the Registrar of Companies, Rajasthan. Thereafter, the company was converted from private limited to public limited vide fresh certificate of incorporation dated April 10, 2023 issued by the Registrar of Companies, Jaipur, Rajasthan. The company is engaged in the business of training & learning . The registered office of the Company is situated at Plot no C- 373, First floor, C Block, Vaishali Nagar, Jaipur, Rajasthan - 302021.

2 BASIS OF PREPARATION AND MEASUREMENT AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The Audited financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

The Audited Financial Information has been compiled by the Management from the audited financial statements of the Company for the years ended March 31st, 2024 and March 31st, 2025 and approved by the respective Board of Directors of the company.

The preparation of these financial information in conformity with Indian GAAP requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or area where assumptions and estimates are significant to these financial statements are disclosed in notes to the financial statements.

These financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities (including investments), defined benefit plans, plan assets and share-based payments.

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013.

The Audited Financial Statements are presented in Rs. lakhs, except when otherwise indicated.

2.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/materialize.

2.3 Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on the current/non-current classification

An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is expected to be realised within twelve months after the reporting period; or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

Current assets include the current portion of non-current financial assets. The Company classifies all other assets as non-current.

A liability is treated current when:

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

Current liabilities include current portion of non-current financial liabilities. The Company classifies all other liabilities as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle for the purpose of current / non-current classification of assets and liabilities.

2.4 Investments

Current investments are carried at lower of cost and quoted/ fair market value, compared investment wise. Long term Investments are stated at cost. Provision for diminution in the value of long term investment is made only if such a decline is other than a temporary.

2.4 Property, plant and equipment

i) All property, plant and equipment are stated at original cost of acquisition/installation (net of input credits availed) less accumulated depreciation and impairment loss, if any, except freehold land which is carried at cost. Cost includes cost of acquisition, construction and installation, taxes, duties, freight and other incidental expenses that are directly attributable to bringing the asset to its working condition for the intended use and estimated cost for decommissioning of an asset.

ii) Subsequent expenditure is capitalised only if it is probable that the future economic benefit associated with the expenditure will flow to the Company.

Notes to the Audited Financial Statements

2.5 Impairment of Assets

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an Impairment Loss and is recognized in statement of profit and loss. If at the balance sheet date there is an indication that if previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the assets are reflected at the lower of recoverable amount and the carrying amount that would have been determined had no impairment loss been recognized.

2.6 Cash and cash equivalents

- (i) Cash and cash equivalents in the balance sheet comprise cash at bank and on hand, short-term deposit with original maturity upto three months and fixed deposit with sweep in mode which are subject to insignificant risk of changes in value.
- (ii) For the purpose of presentation in the statement of cash flows, cash and cash equivalents consists of cash and short-term deposit, as defined above, net of outstanding bank overdraft as they are considered as an integral part of Company's cash management.

2.7 Revenue recognition

Revenue from operations is accounted for on the basis of billings to consumers and includes unbilled revenues accrued up to the end of the accounting year.

i) Sale of services

Revenue is measured at the fair value of the consideration received or receivable for services rendered, net of discounts to customers. Revenue from the services is recognised when the Company performs its obligations to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of services, in the period in which such services are rendered.

ii) Other income

Interest income is recognized on time proportion basis taking into account the amount outstanding and the applicable interest rate. Dividend income is accounted for when the right to receive is established.

2.8 Taxes on Income

The tax expense for the period, comprising of the current tax and deferred tax is included in determining the net profit for the year. Provision for the current tax is based on tax liability computed in accordance with relevant tax rates and tax laws. Provision for deferred tax is made for all timing differences arising between taxable incomes and accounting income at rates that have been enacted or substantively enacted as of the balance sheet date. Deferred tax assets are recognized only if there is a certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

2.9 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during all the period presented. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during all the period presented are adjusted for the effects of all dilutive potential equity shares except when the results would be anti-dilutive.

2.10 Provisions, contingent liabilities and contingent assets

- i) Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.
- ii) A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company. The Company does not recognize a contingent liability but discloses its existence in the Financial Statements.
- iii) Contingent assets are not recognized, but disclosed in the Financial Statements where an inflow of economic benefit is probable.

2.11 Borrowing Costs

Borrowing costs consist of interest, ancillary and other costs that the Company incurs in connection with the borrowing of funds and interest relating to other financial liabilities.

2.12 Equity

Share capital is determined using the nominal value of shares that are issued. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects. Retained earnings include all current and prior period results, as disclosed in the statement of profit and loss. Securities premium includes any premium received on the issue of share capital. Any transaction costs associated with the issue of shares is deducted from Securities premium, net of any related income tax benefits.

2.13 Previous Year Comparatives

The figures for the previous year have been regrouped, reworked, rearranged and reclassified wherever necessary to make them comparable to those for the current year.

2.14 Balance shown under the heading sundry creditor for goods, expenses & others, Sundry debtor, other current assets and advances to suppliers are subject to confirmations. Necessary adjustments, if any will be made when the accounts are reconciled and settled.

2.15 In the opinion of the management there is no such events occurred after the date of balance sheet, which needs disclosures in these accounts.

2.16 Cash balances has been taken as valued and certified by the management.

2.17 Segment Reporting

The company's business segment is 'Training, Learning and principal geographical segment is 'India'. Accordingly, no separate disclosure is required to be made under Accounting Standard 17, Segment Reporting.

3 MATERIAL ADJUSTMENT TO THE AUDITED FINANCIAL STATEMENT

Material Adjustment

- 3.1 The Summary of the Audited Financial Statement for the respective period and its impact on profit & loss of the Company as follows:

Particulars	As at	
	March 31st, 2025	March 31st, 2024
Net profit after Tax as per Audited Profit	384.64	183.17
Adjustments for:		
Valuation of investment as per AS-13	-	-
Deferred tax on above	-	-
Net Profit After Tax as Audited	384.64	183.17

- 3.2 Reconciliation Statement between Audited Reserve & Surplus affecting Equity due to Adjustment made in Audited Financial Statements:

Adjustment for	As at	
	March 31st, 2025	March 31st, 2024
Equity / Net worth as per Audited Financials	1,392.04	656.22
Adjustments for:		
Valuation of investment as per AS-13	-	-
Deferred tax on above	-	-
Equity/Net Worth as Audited	1,392.04	656.22

3.3 Audited Statement of Accounting Ratios:

Financial Ratios	March 31st, 2025	March 31st, 2024	Reason for movements
Current Ratio (a/b)	4.40	33.87	The Current Ratio decreased to 4.40 in FY 2025 from 33.87 in FY 2024, primarily due to a significant increase in current liabilities, while current assets also increased.
Current Assets {a}	123.29	129.39	
Current Liabilities {b}	28.05	3.82	
Debt Equity Ratio {a/b}	-	-	The Debt Equity Ratio is not applicable for FY 2025 and FY 2024 as the Company has no outstanding debt.
Total Debt {a}	-	-	
Total Equity {b}	1,392.04	656.22	
Debt Service Coverage Ratio {a/b}	-	-	The Debt Service Coverage Ratio is not applicable for FY 2025 and FY 2024 as the Company has no outstanding debt obligations.
Net Operating Income {a}	185.98	139.40	
Total Debt {b}	-	-	
Return on Equity Ratio {a/b}	0.28	0.28	The ROE remains stable at 0.28, indicating consistent returns on shareholders' equity. Both net income and equity have grown proportionally, reflecting efficient capital utilization.
Net Income {a}	384.64	183.17	
Shareholder's Equity {b}	1,392.04	656.22	

Trade Receivables Turnover Ratio {a/b}		1.42	0.03	The Trade Receivables Turnover Ratio increased significantly to 1.42 in FY 2025 from 0.03 in FY 2024, due to an increase in net credit sales and a substantial reduction in average accounts receivable, indicating improved collection efficiency and tighter receivables management.
Net Credit Sales {a}		1.23	0.40	
Average Account Receivable {b}		0.87	14.70	
Trade Payable Turnover Ratio {a/b}		1.67	0.59	The Trade Payables Turnover Ratio increased from 0.59 as of 31st March 2024 to 1.67 as of 31st March 2025, indicating improved efficiency in settling supplier dues. This was driven by a rise in net credit purchases and better management of payables, reflecting stronger operational and cash flow performance in the current year.
Net Credit Purchase {a}		0.87	0.05	
Average Account Payable {b}		0.52	0.09	
Net Capital Turnover Ratio {a/b-c}		3.73	1.63	The Net Capital Turnover Ratio improved significantly to 3.73 in FY 2025 from 1.63 in FY 2024, driven by higher Net Annual Sales and a larger net working capital base (Average Current Assets – Average Current Liabilities). This reflects more efficient utilization of working capital to generate revenue during the year.
Net Annual Sales {a}		354.84	205.08	
Av. Current Assets {b}		123.29	129.39	
Av. Current Liabilities {c}		28.05	3.82	
Net Profit Ratio {a/b}		1.08	0.89	The Net Profit Ratio increased to 1.08 for the year ended March 31, 2025, from 0.89 in the previous year, primarily due to a significant increase in Net Profit, while Net Sales also grew, indicating improved operational efficiency and profitability.
Net Profit {a}		384.64	183.17	
Net Sales {b}		354.84	205.08	
Return on capital employed {a/b}		0.35	0.37	ROCE marginally decreased to 0.35 in FY 2025 from 0.37 in FY 2024, despite an increase in Profit Before Interest and Tax, due to a proportionally higher increase in Capital Employed reflecting ongoing investments in business expansion and asset base.
Profit before Interest and Tax {a}		485.15	241.27	
Capital Employed {b}		1,392.05	656.22	
Return on Investment {a/b}		43.37	13.87	ROI increased to 43.37 in FY 2025 from 13.87 in FY 2024, primarily due to a significant increase in profit from investments, despite an increase in the cost of investment to ₹686.53 Lacs from ₹548.46 Lacs. This indicates improved efficiency and returns on a larger investment base.
Profit from investment {a}		297.74	76.04	
Cost of investment {b}		686.53	548.46	

4 Share Capital

Particulars	As at March 31st, 2025	As at March 31st, 2024
Number of shares are in absolute number		
Authorised Share Capital:		
70,00,000 Equity Share (30,00,000 equity shares in FY 2022-23 and FY 2021-22, 20,00,000 equity shares in FY 2020-21) of Rs.10 each	700.00	700.00
Issued, Subscribed and Fully Paid up:		
56,95,000 Equity Shares of Rs. 10 each	569.50	472.50
Total	569.50	472.50

4.1 The reconciliation of the number of shares outstanding is set out below:

No. of Shares	As at March 31st, 2025	As at March 31st, 2024
Equity Shares at the beginning of the year	47,25,000	13,50,000
Add: Shares issued during the year (refer note(i) below)	9,70,000	-
Add: Bonus Shares Issued during the year (refer note(ii) below)	0	33,75,000
Equity shares at the end of the year	56,95,000	47,25,000

- (i) The Company issued 9,70,000 equity shares via fresh issue and 5,60,000 shares through offer for sale for its listing on 23 September 2024. Post listing, the paid-up share capital stood at ₹ 5,69,50,000/- comprising 56,95,000 equity shares of ₹ 10 each.
- (ii) Bonus shares was issued in the ratio of 4 shares for every 1 shares held. Total 10,80,000 bonus shares were issued during financial year 2022-23. No shares were bought back during the reporting period. Further, during the year 2023-24, 5 bonus shares were issued for every 2 share held. Total 33,75,000 bonus shares were issued.

4.2 Rights, Preferences and restrictions attached to Equity shares:

The Company has a single class of equity shares. 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 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.

4.3 The details of Shareholders holding more than 5% shares:

Name of the Shareholder	March 31st, 2025 No. of Shares % held	March 31st, 2024 No. of Shares % held
Rajesh Kumar Sodhani (HUF)	1419600 24.93%	1398600 29.60%
Rajesh Kumar Sodhani	1362500 23.92%	1837500 38.89%
Priya Sodhani	1402500 24.63%	1487500 31.48%

Number of shares are in absolute number.

4.4 Shareholding of promoters and change therein

Name of the Promoters	March 31st, 2025	March 31st, 2024
Rajesh Kumar Sodhani (HUF)		
Number of shares held	14,19,600	13,98,600
% of shares held	24.93%	29.60%
% change in shareholding from last year	-4.67%	0.00%
Rajesh Kumar Sodhani		
Number of shares held	13,62,500	18,37,500
% of shares held	23.92%	38.89%
% change in shareholding from last year	-14.96%	0.00%

Priya Sodhani

Number of shares held	14,02,500	14,87,500
% of shares held	24.63%	31.48%
% change in shareholding from last year	-6.85%	0.00%

Kailash Chandra Sodhani

Number of shares held	350	350
% of shares held	0.01%	0.01%
% change in shareholding from last year	0.00%	0.01%

Ganga Devi Sodhani

Number of shares held	350	350
% of shares held	0.01%	0.01%
% change in shareholding from last year	0.00%	0.01%

5 Reserves & Surplus

Particulars	As at March 31st, 2025	As at March 31st, 2024
5.1 Securities Premium Account		
Balance at beginning of the year	0	67.00
Add: Security Premium on new shares	291.00	-
Less: Bonus Shares Issued	0	(67.00)
Less: IPO Related legal and listing fee	(36.83)	
Balance at end of the year	254.17	-
5.2 Retained Earnings		
Balance at beginning of the year	183.72	274.85
Add: Profit / (Loss) for the year	384.64	183.17
Less: Bonus Shares Issued	-	(270.50)
Less: ROC charges paid to increase authorised capital	-	(3.80)
Balance at end of the year	568.37	183.72
Total	822.54	183.72

6 Short Term Borrowings

Particulars	As at March 31st, 2025	As at March 31st, 2024
Unsecured		
From Related Parties	-	-
Total	-	-

Note: Company has not availed any finance against security of current assets such as Cash credit, Bank overdraft or any such similar loans from banks / financial institutions against current assets.

Related Parties who have advanced to the company

Particulars	As at March 31st, 2025	As at March 31st, 2024
	-	-
	-	-
Total	-	-

7 Trade Payables

Particulars	As at March 31st, 2025	As at March 31st, 2024
MSME		
Others	0.87	0.05
Total	0.87	0.05

Trade Payables Ageing schedule

As at March 31st, 2025					
Particular	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	
MSME					
Others	0.87				0.87
Disputed - MSME					
Disputed - Others					
As at March 31st, 2024					
Particular	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 years	
MSME					
Others	0.05				0.05
Disputed - MSME					
Disputed - Others					

8 Other Current Liabilities

Particulars	As at March 31st, 2025	As at March 31st, 2024
Current		
Statutory dues/liabilities*	26.16	2.86
Employee benefits payables	-	0.33
Advance From Customers	-	0.12
Other Payables	0.12	
Total	26.28	3.32

* includes TDS Payable and GST Payable (net).

9 Short Term Provisions

Particulars	As at March 31st, 2025	As at March 31st, 2024
Current		
Provision for audit fees	0.90	0.45
Provision for income tax	-	-
Total	0.90	0.45

10 Property, Plant and Equipments

Particulars	As at March 31st, 2025	As at March 31st, 2024
Land/Plot (Property)	59.45	59.45
Plant & Equipment	51.45	15.15
Intangible Assets *	-	-
Total	110.90	74.61

* The Company does not have any intangible assets as of the reporting date.

11 Non-Current Investments

Particulars	As at March 31st, 2025	As at March 31st, 2024
Investments Measured at Cost		
<u>Investments in Equity Shares :-</u>	614.92	168.86
BOMBAY DYEING EQ	7.17	
CFF FLUID CONTROL LTD	4.73	
Epigral Ltd Eq	6.11	
FLUIDOMAT LTD EQ	0.82	
Himadri Specility EQ	25.74	
Hindustan Construction	4.93	
Godavari Drugs Limited	-	2.62
Jeena Sikho Life	25.27	29.37
RAGHAV PRODUCTIVITY EQ	7.25	
Shriram Pistons & Ri	3.04	
The Anup Engineering	33.80	
Piccadily Agro	21.03	37.34
Sarthak Metals	-	3.41
Shanthi Gears	-	8.52
Silly Monk Entertainment	35.96	35.96
Tracxn Technologies	23.28	23.28
Zee Learn Limited	-	2.07
TGV Sraac Ltd	10.13	10.13
BMW Ind Ltd.	-	9.74
Cheviot Co. Ltd.	4.26	6.42
Accent Microcell Lim Eq	78.77	
Amba Enterprises Ltd	84.67	
Bajaj Hindustan Sugar Eq	18.16	
Fine Organic Ind	32.16	
Sumedha Fiscal Service	41.79	
Zomato Ltd	45.84	
Smart School Educational P Ltd, Eq	100.00	
<u>Investment in Mutual Fund :-</u>	569.82	287.01
ABSL Multi Cap	5.54	4.75
Aditya Birla Sunlife	-	194.00
Bajaj Finserv Money Market Fund Reg	78.65	
Canara Rebeco Liquid Fund Reg Plan	195.02	
HSBC Small Cap Fund	0.89	3.60
Kotak smallcap Fund	4.21	5.10
Mahindra Manulife Flexi Cap Fund Reg	3.75	2.85
Mahindra manulife Top 25 Nivesh Yojana	4.11	5.35
Mirae Asset Mid Cap Fund Reg	5.85	5.25
Motilal Oswal Midcap 30 funds	7.01	5.25
Nippon india Large Cap fund	7.25	5.35
SBI Magnum Medium Duration Fund Reg	0.10	
SBI Magnum Low Duration Fund Reg	252.93	
Sundaram service fund investment	2.06	2.30
Bandhan Liquied Fund		4.00
Bandhan Ultra Short Term	2.45	49.21
<u>Other Investments :-</u>		
(a) Gold Coin*	0.14	0.14
(b) FD with Kotak	0.50	
Total	1,185.37	456.01

*In some target based contest company won gold coin

12 Deferred Tax

Particulars	As at March 31st, 2025	As at March 31st, 2024
Deferred tax assets / (Liabilities)		
Deferred tax assets	0.54	0.04
	-	
Total	0.54	0.04

* In accordance with Accounting Standard 22, Accounting for Taxes on income, issued by the institute of Chartered Accountant of India, the Deferred Tax Liabilities (Net of Assets) is provided in the books of account as at the end of the year/ (Period).

13 Other Non Current Assets
(Unsecured, considered good unless stated otherwise)

Particulars	As at March 31st, 2025	As at March 31st, 2024
Total	-	

14 Current Investment

Particulars	As at March 31st, 2025	As at March 31st, 2024
Investments in equity instruments		
<u>Quoted Securities and Shares (Annexure A)</u>	-	92.45
Total	-	92.45

(i) The Basis of Valuation of Investments

Investment is valued at the lower of cost and fair value

cost of investment	-	92.45
Investmentwise fair value of investment as on March 31	-	152.15

15 Trade Receivables

As at March 31st, 2025						
Particular	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 Years	2-3 Years	More than 3 years	
Undisputed - Considered Good	1.23					1.23
Undisputed - Considered Doubtful						
Disputed - Considered Good						
Disputed - Considered Doubtful						
As at March 31st, 2024						
Particular	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months- 1 year	1-2 Years	2-3 Years	More than 3 years	
Undisputed - Considered Good	0.40					0.40
Undisputed - Considered Doubtful						
Disputed - Considered Good						
Disputed - Considered Doubtful						

16 Cash and Cash Equivalents

Particulars	As at March 31st, 2025	As at March 31st, 2024
Balances with Banks		
In Current Accounts	67.96	19.40
Cash on Hand	1.73	2.15
Total	69.69	21.55

17 Short term loans and advances

Particulars	As at March 31st, 2025	As at March 31st, 2024
Current		
(Unsecured and Considered good)		
Inter Corporate Loans	-	-
Security deposits	3.45	1.20
Advances to related parties	-	1.77
Prepaid expenses	16.29	
Other Advances		
Total	19.74	2.97

* The security deposit comprises amounts maintained with NSDL and CDSL, along with a deposit placed with the landlord.

Related Parties who have advanced to the company

Particulars	As at March 31st, 2025	As at March 31st, 2024
Sodhani Capital Private Limited	-	-
Rajesh Kumar Sodhani (Rent)		1.77
Total	-	1.77

18 Other Current Assets

Particulars	As at March 31st, 2025	As at March 31st, 2024
Current		
Advance Tax	12.74	9.49
TDS	19.61	2.54
Other Receivables	0.28	-
Total	32.63	12.03

19 Revenue From Operations

Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
Sale of Services		
Income from Learning, Training and Consultancy	351.34	205.08
Income from Placement	3.50	
Total	354.84	205.08

20 Other Income

Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
Interest Income from banks	0.00	0.52
Dividend income	2.64	1.72
Profit (Loss) on sale of shares/mutual fund *	295.10	74.32
Interest on investment	-	0.53
Profit on sale of Property	-	9.00
Reversal of Loss on sale of shares/mutual fund	-	14.72
Miscellaneous Income	1.20	1.05
Interest Received on TDS Refund	0.22	
Total	299.17	101.87

* Note on Capital Gains – Mutual Funds and Equity Shares:

Mutual Funds:

Long-Term Capital Gains (LTCG): Rs. 11.11 Lacs

Short-Term Capital Gains (STCG): Rs. 24.07 Lacs

Shares:

Long-Term Capital Gains (LTCG): Rs. 186.26 Lacs

Short-Term Capital Gains (STCG): Rs. 73.66 Lacs

21 Employee Benefits Expenses

Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
Salaries, Bonus & Allowances	27.83	13.32
Directors' Remuneration	12.00	12.00
Total	39.83	25.32

22 Finance Cost

Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
Interest Expenses - Others	-	-
Total	-	-

23 Other Expenses

Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
Bank Charges and Commission	0.04	0.02
Demat Account Charges	0.08	0.10
Legal and professional fees	0.52	6.70
Payments to auditors	0.45	0.50
Advertising and Promotion Expenses	0.26	1.01
Income Tax Demand and Interest on TDS	0.03	
Office and Administrative Overheads	0.01	0.39
Office Rent Expense	19.28	13.00
Printing and Stationery Expenses	0.02	
Processing and Franchisee Fees	0.35	
Repairs and Maintenance Expenses	0.29	
Software Licenses and Subscription Expenses	0.23	
Telephone & Communication Expenses	0.54	0.24
Travel and Conveyance Expenses	1.75	
Conference and Seminar Expenses	0.97	
Electricity Charges	0.96	
Website Development Expenses	0.59	1.50
Traning Expenses	33.08	15.77
Miscellaneous Expenses	0.00	
Opearting expenses (Utilization of IPO Proceeds)	60.00	
Total	119.42	39.22

24 Earning Per Share (EPS)

Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
i) Net Profit after tax as per Statement of Profit and Loss attributable Equity Share holders (Rs.)	384.64	183.17
ii) Weighted Average number of Equity Shares used as denominator for calculating EPS	52,37,904	47,25,000
iii) Basic and Diluted Earnings per share (Rs.)	7.34	3.88
iv) Face Value per Equity Share (Rs.)	10.00	10.00

Note:

- The Earnings Per Share for the year ended March 31, 2025, is ₹7.34 as compared to ₹3.88 for the year ended March 31, 2024. The increase in EPS is primarily attributable to a higher Net Profit After Tax during the current financial year as compared to the previous year.
- Weighted average number of equity shares (AS 20: Earnings Per Share) is calculated based on time-weighted outstanding shares during the year.
Calculation:
Opening: $47,25,000 \times 365/365 = 47,25,000$ | Fresh Issue: $9,70,000 \times 193/365 = 512904$
Total Weighted Avg. Shares = 5237904

25 Related Party Disclosures

i) List of related parties where control exists and related parties with whom transactions have taken place and relationships:

Sr. No.	Name of the Related Party	Relationship
1	Mr Rajesh Kumar Sodhani	Managing Director
2	Mr. Priya Sodhani	Non- Executive and Non Independent Director
3	Mr. Dinesh Saboo	Non- Executive and Non Independent Director
4	Ms. Shilpa Maheshwari	Independent Director
5	Ms. Deepti maheshwari	Chief Financial Officer
6	Ms. Monika Agarwal (CS)	Company Secretary
7	Ms. Ritika Sodhani	Daughter of Rajesh Kumar Sodhani
8	Ms. Aastha Sodhani	

ii) Transactions for the year

S no	Particulars	Year ended March 31st, 2025	Year ended March 31st, 2024
1	Salaries		
	Key Management personnel		
	Mr Rajesh Kumar Sodhani	12.00	12.00
	Ms. Deepti maheshwari	3.00	2.50
	Ms. Monika Agarwal (CS)	2.30	1.43
2	Training Fees		
	Key Management personnel		
	Mr Rajesh Kumar Sodhani	8.48	4.80
	Ms. Deepti maheshwari	1.33	1.20
	Relative of Key Management Personal		
	Ms. Ritika Sodhani	6.58	0.09
	Ms. Aastha Sodhani	2.88	-
3	Rent		
	Key Management personnel		
	Mr Rajesh Kumar Sodhani	18.00	15.34
4	Learning & Training income		
	Key Management personnel		
	Mr. Dinesh Saboo	0.05	6.18
5	Board Sitting fees		
	Key Management personnel		
	Ms. Shilpa Maheshwari	0.20	
4	Unsecured long term Loans received and repaid		
	Key Managerial Personnel		
	Mr Rajesh Kumar Sodhani	4.19	2.65

iii) Details of balances with Related party at the year end :

Sr no	Particulars	Year ended March 31st, 2025	As on March 31st, 2024
1	Loans and advances (Asset)		
2	Unsecured long term loans (liability)		
	Key Managerial Personnel		

Notes to the Audited Financial Statements

- 26 In the opinion of the Board, the Current Assets, Loans and Advances are approximately of the value stated as realizable in the ordinary course of business and the provision for all known liabilities are adequate.
- 27 Debit and Credit balances are subject to confirmation and reconciliation if any.
- 28 The Company has not granted loans or advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:(a) repayable on demand or (b) without specifying any terms or period of repayment.
- 29 Previous year figures have been regrouped / reclassified, wherever necessary, to correspond with current year classification.
- 30 The Company does not have any capital work-in-progress
- 31 The Company does not have any subsidiary or holding company as on the reporting date.
- 32 The Company does not have any intangible asset under development.
- 33 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.
- 34 The Company has no borrowings from banks or financial institutions.
- 35 The company is not declared as wilful defaulter by any bank or financial institution or other lender.
- 36 The company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 2013
- 37 The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year
- 38 The Company does not have any modification or satisfaction of charge which is required to be registered with the RoC beyond statutory period.
- 39 The company's investments are in compliance with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
-

As per our report of even date attached

Place: Jaipur

J C KABRA & ASSOCIATES

Chartered Accountants

Firm Registration No. 115749W

For and on behalf of the Board

SODHANI ACADEMY OF FINTECH ENABLERS LIMITED

-Sd-

-Sd-

-Sd-

CA VIKAS KUMAR

Partner

M. No. 137012

UDIN: 25137012BMIVVS9423

RAJESH KUMAR SODHANI

Managing Director

DIN - 02516856

PRIYA SODHANI

Director

DIN - 02523843

-sd-

-sd-

Place: Jaipur

Date: 12/05/2025

DEEPTI MAHESHWARI

Chief Financial Officer

PAN- BDRPM4856R

MONIKA AGARWAL

Company Secretary

M. NO. A55546

40 "Depericiation"**on Property, Plant and Equipments (Tangible)**

Sr. No.	Particulars	Useful life	Salavge Value	Gross Block			Depreciation			Net Block	
				As On 01.04.202 4	Addition/ Deletion	As On 31.03.2025	Up to 31.03.202 4	For the Year 2024-25	Up to 31.03.202 5	As On 31.03.2024	As On 31.03.2025
1	Furniture & Fittings A/c	10	1.78	14.14	21.53	35.67	1.03	4.13	5.16	13.11	30.51
2	Air Conditioner	8	0.10	1.09	0.82	1.92	0.03	0.37	0.40	1.06	1.52
3	Computer	3	1.06	1.06	20.10	21.16	0.08	4.57	4.65	0.98	16.51
4	Office Equipment	3	0.17	0.00	3.45	3.45	0.00	0.54	0.54	0.00	2.91
Total			3.11	16.30	45.90	62.20	1.14	9.61	10.75	15.15	51.45

Note:

Depreciation has been calculated using the **Written Down Value (WDV) method**, considering a **salvage value of 5% of the original cost** of each asset. The rates are applied as per the estimated useful life of the respective assets in accordance with applicable accounting standards.

Annexure A:	
Investments in equity instruments	Rs. in Lakhs
<u>Quoted Securities and Shares (At Cost)</u>	
Particulars	As at March 31st, 2025
Total	-

Particulars	As at March 31st, 2024
BALMER LAWRIE EQ	7.25
BOMBAY DYEING EQ	7.59
Ce Info System	10.41
CFF FLUID CONTROL LTD	4.73
Epigral Ltd Eq	6.11
FLUIDOMAT LTD EQ	0.82
Himadri Specility EQ	8.95
Hindustan Construction	3.68
Indiabull Real Estate	2.86
Kirloskar Electric Eq	2.61
RAGHAV PRODUCTIVITY EQ	5.85
Shriram Pistons & Ri	3.04
The Anup Engineering	25.92
Voith Paper Fabrics	2.64
Total	92.45