

SAT KARTAR SHOPPING LIMITED

Date: 07.08.2025

To,
The Manager
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai-400051

SYMBOL: SATKARTAR
ISIN: INE0NB801022

Subject: Notice of 13th Annual General Meeting ('AGM') and Annual Report for FY 2024 - 2025

Dear Sir/Madam,

Pursuant to Regulation 34(1) read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the 'SEBI Listing Regulations'), please find enclosed herewith following documents for FY 2024 - 2025, as circulated to the members today through electronic mode:

- **Notice of 13th Annual General Meeting** scheduled to be held on **Friday, 29 August 2025 at 10:00 A.M.** Virtually through **Video Conferencing ("VC") / Other Audio Visual Mean ("OAVM")**.
- Annual Report for Financial Year 2024- 2025.

Further, in accordance with the Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the web-link for accessing the notice of 13th AGM and Annual Report for Financial Year 2024- 2025 is being sent to all those Members who have not registered their email IDs.

Aforesaid documents are also available on the website of the Company at www.satkartar.in.

You are requested to kindly take the said information in your record.

Thanking you,
Yours faithfully,
For Sat Kartar Shopping Limited

Sonal Seth

Digitally signed by
Sonal Seth
Date: 2025.08.07
11:24:49 +05'30'

Sonal Seth
Company Secretary & Compliance Officer
Date: 07.08.2025
Place: New Delhi



NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of shareholders of SAT KARTAR SHOPPING LIMITED ("Company") will be held on Friday, 29th August, 2025 at 10:00 A.M Virtually through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, and Report of Board of Directors of the Company and Statutory Auditors thereon, including Annexures thereto.

ITEM NO:1 To consider, review and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To re-appoint Ms. Richa Takkar (DIN: 09055080) as a Director who retires by rotation and being eligible, offers herself for re-appointment, as a Director of the company.

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

"RESOLVED THAT pursuant to the provision of Section 152 and the Companies (Appointment and qualification of Directors) Rules, 2014 and other applicable provisions (including any modification or re-enactment thereof) if any, of the Companies Act 2013, the approval of shareholders of the Company, be and is hereby accorded for the re-appointment of Ms. Richa Takkar (DIN: 09055080) as a "Director", who shall be liable to retire by Rotation."

3. To declare Final dividend on Equity Shares for Financial Year ended March 31, 2025

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

"RESOLVED THAT a dividend at the rate of ₹0.70 (Seventy Paise only) per equity share of face value ₹ 10/- each be and is hereby declared for the financial year ended 31st March, 2025 which was recommended by the board in the board meeting held on 17.05.2025 and the same is to be paid to those shareholders whose names appear in the Register of Members and/or in the records of the Depositories as beneficial owners of the shares as on the Record Date i.e. 22nd August, 2025 fixed for this purpose."

SPECIAL BUSINESS

4. ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and subject to the approval of the Registrar of Companies and/or such other regulatory authorities as may be required, consent of the members be and is hereby accorded to alter Object Clause III(A) of the Memorandum of Association of the Company by inserting the following sub-clause as new sub-clause 10, 11, 12, 13, 14 and 15 after the existing sub-clause 09:**

Clause 10. To carry on the business in India and abroad of manufacturing, developing, marketing, trading, importing, exporting, and retailing of curated spiritual offerings and wellness-related products including but not limited to rudraksha beads, gemstones, idols, yantras, incense sticks, puja items, meditation accessories, spiritual and astrology books, audio and video content and any other items related to spiritual practices and rituals.

To provide spiritual consultation including astrology consultation, online/offline spiritual education, meditation programs, healing sessions, and related services through digital platforms and physical centers in India and abroad, and to collaborate with spiritual teachers, healers, coaches, and practitioners from various traditions for the development and delivery of curated offerings in India and abroad.

To publish books, journals, digital content, and audiovisual material in relation to spirituality, consciousness, mindfulness, astrology and personal transformation.

Clause 11. To carry on the business of advertising in all our offices/ branches, including the planning, creating, designing, developing, buying, selling, and placing of advertisements in newspapers, magazines, journals,

radio, television, internet, social media, outdoor hoardings, digital platforms, and any other media or medium now known or hereafter developed, and to act as advertising agency, consultants, and marketing promoters, including brand promotion and media planning or to appoint any advertising agency, consultants and marketing promoters etc for advertising.

To acquire, develop, purchase, lease, license, or otherwise obtain any copyrights, trademarks, designs, digital content, and intellectual property necessary for the execution of advertising and marketing assignments, and to hire or employ models, artists, influencers, copywriters, and other professionals required in the conduct of the advertising business.

Clause 12. To carry on the business of courier services, logistics, freight forwarding, cargo handling, transportation and delivery services, both domestic and international, including but not limited to the collection, dispatch, transport, and delivery of letters, parcels, packages, documents, goods, and consignments by land, air, sea, or any other mode of transport, and to act as agents, franchisees, contractors, or service providers in relation thereto.

To purchase, own, hire, lease, or otherwise acquire vehicles, warehouses, offices, communication systems and other infrastructure necessary for the operation and management of courier and logistics services, and to develop or operate tracking, routing, and delivery management systems, either manually or through digital platforms or technology-based applications.

Clause 13. To carry on the business of manufacturing, processing, assembling, fabricating, converting, altering, improving, packing, re-packing, labeling, grading, mixing, treating, and dealing in all kinds of goods including but not limited to Ayurveda products, nutraceuticals, merchandise, materials, components, products, and articles including but not limited to industrial, commercial, agricultural, consumer and capital goods, either directly or through collaboration, joint ventures, or any other arrangement in India or abroad. To establish, own, acquire, lease, or otherwise operate manufacturing units, factories, work shops, and production facilities for carrying out such activities and to procure, install, operate, and maintain plant, machinery, equipment, and tools necessary or incidental to the manufacturing and production process.

Clause 14. To design, develop, operate, maintain, and promote e-commerce platforms, online marketplaces, or digital portals for selling, reselling, trading, importing, exporting, or distributing a wide range of goods and services including but not limited to those mentioned in above clause i.e. not limited to Ayurveda products and nutraceuticals. To provide allied services such as digital payments, logistics, warehousing, marketing, affiliate services, CRM, and IT support for e-commerce operations.

Clause 15. To engage in import and export of goods and services across global markets including but not limited to Ayurveda products and nutraceuticals included distribution, trading, licensing, franchising, or representation of Indian and foreign brands; To establish joint ventures, liaison offices, partnerships, or subsidiaries abroad and enter into agreements, contracts, or strategic alliances with international firms for trade, consultancy, marketing, or distribution purposes.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file the necessary forms with the Registrar of Companies and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

5. APPROVAL OF RELATED PARTY TRANSACTIONS

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules made thereunder, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Company's policy on dealing with related party transactions, consent of the members of the Company be and is hereby accorded to approve and ratify the material related party transactions entered into or to be entered into by the Company with the related party(ies), as set out below, for the financial year 2025-2026, on such material terms and conditions as agreed between the Company and the related parties(s).

S.No.	Name of Related Parties	Mr, Manprit Singh Chadha	Plantomed Nutraceuticals Private Limited	Affiance Advertisement
1	Nature of Relationship	Promoter and COO	Subsidiary Company	Directors are partners in the firm
2	Value of Transaction	1,50,00,000	5,00,00,000	60,00,000



3	Nature of Transaction	Remuneration	Marketing and promotion and Procurement of Goods	Slot Telecast Charges
4	Tenure of the transaction	transactions for financial year 2025-26.	transactions for financial year 2025-26.	transactions for financial year 2025-26.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured, if secured, the nature of security	NA	NA	NA
6	Justification as to why the related party transaction is in the interest of the listed entity	The expertise, complementary strengths and competencies and facilities available within the Group are leveraged for enhancing operating efficiency through these transactions	These transactions are undertaken in furtherance of the ordinary course of business of the Company.	These transactions are undertaken in furtherance of the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution including the delegation of powers to any director or officer of the Company."

6. APPROVAL OF MANAGERIAL REMUNERATION PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the recommendation of the Board and Nomination and Remuneration Committee, in accordance with the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17(6)(e) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be necessary, the consent of the members be and is hereby accorded for the payment of remuneration to the Managing Director and other Executive Directors of the Company in the financial year 2025-2026, as set out below, which may exceed the limits prescribed under Section 197 of the Companies Act, 2013 and Regulation 17(6) of SEBI (LODR) Regulations, 2015, during the financial year(s) 2025-2026:

S.No.	Name	Amount of Remuneration (In INR)
1.	Mr. Ved Prakash	54,00,000/-
2.	Mr. Sanjay Kumar	15,44,400/-
3.	Ms. Simrati Kaur	30,00,000/-
4.	Mr. Pranav Singh Chadha	30,93,600/-

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Nomination and Remuneration Committee), be and is hereby authorized to vary, revise or modify the terms and conditions of such remuneration, within the overall limits approved herein, and to take all such steps, acts, deeds, and things as may be necessary to give effect to this resolution."

For and on behalf of the Company
For Sat Kartar Shopping Limited

Place:-New Delhi
Date:- 04.08.2025

Sd/-
Ved Prakash
Managing Director
DIN: 08591808
Address: F -223, 3rd Floor,
Rishi Nagar, Rani Bagh,
North West Delhi, Saraswati Vihar
Delhi -110034

Notes

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of Item Nos. 4, 5 & 6 of the accompanying Notice, is annexed hereto. Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided as Annexure A. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India].
2. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 09/2024 dated September 19, 2024 read with circulars issued earlier on the subject ("MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted to conduct the Annual General Meeting ("AGM") virtually, without physical presence of Members at a common venue.

In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 13th AGM of the Company is being held virtually.

3. The Notice convening this AGM along with the Integrated Annual Report for FY25 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Integrated Annual Report for FY25 will also be available on the Company's website www.satkartar.in & website of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (CDSL) at <https://evoting.cdslindia.com>. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc.
4. Since this AGM is held through Video Conference/Other Audio Visual Means ("VC/OAVM"), route map to the venue is not required and therefore, the same is not annexed to this Notice.
5. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on Friday, August 22, 2025 ("Cut-off date") may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.
6. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on firstcome-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first- come-first serve basis.
7. Appointment of Proxy and Attendance Slip:
Since the 13th AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 13th AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.
8. The Company has appointed Ms. Vivek Rawal, Practising Company Secretary (Membership No. A43231 and Certificate of Practice No. 22687) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.
9. Corporate shareholders/institutional shareholders intending to send their authorised representative(s) to attend / vote at the 13th AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on his e-mail ID at vivekrawal89@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com and info@satkartar.in
10. Record Date:

Members may kindly note that Friday, August 22, 2025 has been fixed as the "Record Date" to determine entitlement of Members to the Final Dividend for the Financial Year 2024-25, if approved at the AGM.

11. Dividend:

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of Members w.e.f. April 1, 2020.



Accordingly, the Final Dividend, as recommended by the Board of Directors, and if approved at the 13th AGM, shall be paid after deducting tax at source ('TDS') at the prescribed rates in accordance with the provisions of the Income Tax Act, 1961, within 10 days from the date of declaration to the Members in respect of equity shares held by them in physical form, whose name appears as Member in the Company's Register of Members as on close of business hours on Friday, August 22, 2025; and to the beneficial owners in respect of equity shares held by them in dematerialized form, whose name appears in the list of beneficial owners furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), on close of business hours on Friday, August 22, 2025.

12. With effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made upon folio being KYC compliant i.e. the PAN, contact details including mobile no., bank account details and specimen signature are registered with the RTA/Company. [SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024]

13. Tax Deducted at Source ("TDS") on dividend:

For the prescribed rates for various categories, please refer to the Income Tax Act, 1961 and the Finance Acts of the respective years. The shareholders are requested to update their PAN with the Depository Participants (DPs) (if shares held in dematerialized form) and the Company/ RTA (if shares are held in physical mode).

To avail exemption of TDS, shareholders are requested to submit required documents/declaration by e-mail to compliances@skylinerta.com by 11.59 p.m. (IST) on Thursday, August 28, 2025. Members may also refer the e-mail sent to their registered e-mail ID for more details on submission of exemption documents.

Category of Shareholder	Document(s) to be submitted/ uploaded
Resident individual shareholders with PAN* and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax	<ul style="list-style-type: none"> i. Form No. 15G or ii. Form No. 15H
Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence.	<ul style="list-style-type: none"> • No Permanent Establishment • Declaration Beneficial Ownership Declaration • Tax Residency Certificate • Copy of electronically filed Form 10F • Any other document which may be required

**If PAN is not correct/invalid/inoperative then tax will be deducted at higher rates and credit of TDS will not be available. [Section 206AA of the Income Tax Act, 1961]*

14. Unclaimed Dividends and IEPF:

Dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members whose unclaimed dividends and/or shares have been transferred to IEPF, may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file web Form IEPF-5 for claiming the dividend and/or shares available on www.mca.gov.in.

For further details, please refer to Integrated Annual Report and FAQs of investor page on Company's website www.satkaratrust.in-FAQs The procedure for claiming the shares from IEPF Authority is available on <https://satkartar.in/IEPFprocedure-for-claiming>.

15. Members to intimate change in their details:

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile no., PAN, mandates, choice of nominations, power of attorney, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc.

- i. For shares held in electronic mode: to their DPs

- ii. For shares held in physical mode: to the Company/RTA in prescribed Form ISR-1 and other forms. [SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023]

The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. [Section 72 of the Act] If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.satkaratr.in-FAQs. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

16. Dematerialization of shares:

SEBI has mandated the Listed Companies to process service requests# for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4. The Form is available on website of Company at www.satkaratr.in-FAQs and RTA at www.skylinerta.com [SEBI Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024] # Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

Transfer, transmission and transposition of securities shall be effected 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. Members can contact the Company/RTA for assistance in this regard. [Regulation 40(1) of the SEBI Listing Regulations]

17. Members holding more than one physical folios in identical order of names are requested to submit Form ISR-4 along with requisite KYC documents and share certificates to the Company/RTA for consolidation of holdings in one folio. The consolidated share certificate will be issued in dematerialized form only.
18. Members seeking any information with regard to the financial statements or any other matters to be placed at the AGM are requested to write to the Company on info@satkartar.in latest by Friday 22nd August, 2022, from their registered e-mail ID, mentioning their name, DP ID and Client ID/Folio No. The same will be replied by the Company suitably.
19. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in this Notice or Explanatory Statement will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to info@satkartar.in.



INSTRUCTIONS FOR E – VOTING

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. 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 e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

- i. The voting period begins on 26th August, 2025 9:00 A.M and ends on 28th August, 2025 and 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd August, 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 demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid 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	<ol style="list-style-type: none"> 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.



<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 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 or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

non-individual shareholders in demat mode.

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

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • 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. <ul style="list-style-type: none"> • 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 EVSN for the relevant < Sat Kartar Shopping 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.
- 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. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

xvii. 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; vivekrawal89@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 04 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 04 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall

be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

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



EXPLANATORY STATEMENT

ITEM NO. 04

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The Board of Directors, in its meeting held on 4th August, 2025, has approved the proposal to alter the Object Clause of the Memorandum of Association ("MOA") of the Company by inserting new sub-clauses 10, 11, 12, 13, 14 and 15 in Clause III (A) – the Main Objects of the Company, after the existing sub-clause 09, subject to the approval of the shareholders by way of a special resolution.

The proposed addition of sub-clauses is aimed at enabling the Company to diversify and expand its business activities in line with emerging opportunities and future plans. The proposed alteration shall facilitate the Company to enter into new areas of operations and align its object clause with the evolving business environment and long-term strategic goals.

The following new sub-clauses are proposed to be inserted after the existing sub-clause 09 in Clause III(A) of the MOA:

Clause 10. To carry on the business in India and abroad of manufacturing, developing, marketing, trading, importing, exporting, and retailing of curated spiritual offerings and wellness-related products including but not limited to rudraksha beads, gemstones, idols, yantras, incense sticks, puja items, meditation accessories, spiritual and astrology books, audio and video content and any other items related to spiritual practices and rituals.

To provide spiritual consultation including astrology consultation, online/offline spiritual education, meditation programs, healing sessions, and related services through digital platforms and physical centers in India and abroad, and to collaborate with spiritual teachers, healers, coaches, and practitioners from various traditions for the development and delivery of curated offerings in India and abroad.

To publish books, journals, digital content, and audiovisual material in relation to spirituality, consciousness, mindfulness, astrology and personal transformation.

Clause 11. To carry on the business of advertising in all our offices/ branches, including the planning, creating, designing, developing, buying, selling, and placing of advertisements in newspapers, magazines, journals, radio, television, internet, social media, outdoor hoardings, digital platforms, and any other media or medium now known or hereafter developed, and to act as advertising agency, consultants, and marketing promoters, including brand promotion and media planning or to appoint any advertising agency, consultants and marketing promoters etc for advertising.

To acquire, develop, purchase, lease, license, or otherwise obtain any copyrights, trademarks, designs, digital content, and intellectual property necessary for the execution of advertising and marketing assignments, and to hire or employ models, artists, influencers, copywriters, and other professionals required in the conduct of the advertising business.

Clause 12. To carry on the business of courier services, logistics, freight forwarding, cargo handling, transportation and delivery services, both domestic and international, including but not limited to the collection, dispatch, transport, and delivery of letters, parcels, packages, documents, goods, and consignments by land, air, sea, or any other mode of transport, and to act as agents, franchisees, contractors, or service providers in relation thereto.

To purchase, own, hire, lease, or otherwise acquire vehicles, warehouses, offices, communication systems and other infrastructure necessary for the operation and management of courier and logistics services, and to develop or operate tracking, routing, and delivery management systems, either manually or through digital platforms or technology-based applications.

Clause 13. To carry on the business of manufacturing, processing, assembling, fabricating, converting, altering, improving, packing, re-packing, labeling, grading, mixing, treating, and dealing in all kinds of goods including but not limited to Ayurveda products, nutraceuticals, merchandise, materials, components, products, and articles including but not limited to industrial, commercial, agricultural, consumer and capital goods, either directly or through collaboration, joint ventures, or any other arrangement in India or abroad. To establish, own, acquire, lease, or otherwise operate manufacturing units, factories, workshops, and production facilities for carrying out such activities and to procure, install, operate, and maintain plant, machinery, equipment, and tools necessary or incidental to the manufacturing and production process.

Clause 14. To design, develop, operate, maintain, and promote e-commerce platforms, online marketplaces, or digital portals for selling, reselling, trading, importing, exporting, or distributing a wide range of goods and services

including but not limited to those mentioned in above clause i.e. not limited to Ayurveda products and nutraceuticals. To provide allied services such as digital payments, logistics, warehousing, marketing, affiliate services, CRM, and IT support for e-commerce operations.

Clause 15. To engage in import and export of goods and services across global markets including but not limited to Ayurveda products and nutraceuticals included distribution, trading, licensing, franchising, or representation of Indian and foreign brands; To establish joint ventures, liaison offices, partnerships, or subsidiaries abroad and enter into agreements, contracts, or strategic alliances with international firms for trade, consultancy, marketing, or distribution purposes.

A copy of the existing and proposed Memorandum of Association of the Company is available for inspection by the members at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m. up to the date of the Annual General Meeting.

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

The Board recommends the passing of the Special Resolution as set out in the Notice for approval by the members.

ITEM NO. 05

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

In accordance with the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the shareholders is required for entering into material related party transactions and/or transactions not in the ordinary course of business or not at arm's length basis.

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on 4th August, 2025, have approved the proposed related party transactions and recommended the same for the approval of the shareholders.

Information pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021& under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

S.No.	Name of Related Parties	Mr, Manprit Singh Chadha	Plantomed Nutraceuticals Private Limited	Affiance Advertisement
1	Nature of Relationship	Promoter and COO	Subsidiary Company	Directors are partners in the firm
2	Value of Transaction	1,50,00,000	5,00,00,000	60,00,000
3	Nature of Transaction	Remuneration	Marketing and promotion and Procurement of Goods	Slot Telecast Charges
4	Tenure of the transaction	transactions for financial year 2025-26.	transactions for financial year 2025-26.	transactions for financial year 2025-26.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured, if secured, the nature of security	NA	NA	NA
6	Justification as to why the related party transaction is in the interest of the listed entity	The expertise, complementary strengths and competencies and facilities available within the Group are leveraged for enhancing operating efficiency through these transactions	These transactions are undertaken in furtherance of the ordinary course of business of the Company.	These transactions are undertaken in furtherance of the ordinary course of business of the Company.



These transactions are necessary for the smooth conduct of the business and are in the best interest of the Company.

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their interest in the respective related parties, are concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members by way of an Ordinary Resolution

ITEM NO. 6

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

APPROVAL OF MANAGERIAL REMUNERATION IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 197 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act"), and Rules made thereunder, the Company is permitted to pay remuneration to its managerial personnel, including Managing Director/Whole-time Director/Manager, either within the limits specified under Section 197 or, in case of inadequacy or absence of profits, in accordance with the provisions of Schedule V of the Act.

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 4th August, 2025 approved the payment of remuneration to Managing Director and Other Executive Directors for the financial year 2025-2026, which may exceeds the limits specified under Section 197 of the Act.

In view of the limits prescribed under Section 197 read with Schedule V, the approval of the shareholders by way of a special resolution is required for payment of such remuneration.

The approval sought is in the interest of the Company.

The details of the remuneration and other terms are provided in the resolution accompanying this notice and mentioned below:

S.No	Name	Amount of Remuneration (In INR)
1.	Mr. Ved Prakash	54,00,000/-
2.	Mr. Sanjay Kumar	15,44,400/-
3.	Ms. Simrati Kaur	30,00,000/-
4.	Mr. Pranav Singh Chadha	30,93,600/-

None of the Directors, Key Managerial Personnel or their relatives, except Interested Director(s), are in any way concerned or interested in the said resolution.

The Board recommends the passing of the resolution set out at Item No. 6 as a Special Resolution.



Ayurveda For The Digital Age

SAT KARTAR SHOPPING LIMITED.



Annual Report
2024-25



SAT KARTAR

Your Heritage. Your Health. Your Balance.
Rooted in Rituals. Blossoming with Science.

Bridging Ancient Wisdom & Modern Wellness



For over five millennia, Ayurveda has stood as India's contribution to global health—a holistic system that nurtures the body, mind, and spirit with nature's balance. Today, this timeless science is not just a cultural treasure; it is an accelerating global opportunity. Rising demand for plant-based, preventive, and sustainable healthcare solutions is reshaping the \$5+ trillion global wellness economy, with India's Ayurveda sector projected to grow at a **CAGR of 15–20% over the next five years**. Today, this wisdom is entering a new era. The global health and wellness market is rapidly expanding. International markets—including North America, Europe, and Asia-Pacific—are witnessing double-digit demand for Ayurvedic formulations, particularly in categories like immunity boosters, stress management, digestive health, metabolic wellness, and natural personal care. Ayurveda is no longer confined to history—it is becoming a cornerstone of modern wellness.

Ayurveda in the Modern Health Landscape

The shift toward natural health is not a passing trend but a structural transformation: **Ayurveda is now backed by clinical research and regulatory recognition**, making it both credible and scalable for global markets. This resurgence positions Ayurveda as an evergreen sector, delivering long-term value for those invested in its growth. This is more than the story of a traditional science—it's the story of a sector poised for enduring growth. With a foundation built on a **5,000-year-old legacy**, Ayurveda is now positioned to be a key pillar of global health and well-being, offering investors a space that combines cultural depth, consumer trust, and significant financial potential. Ayurveda's resurgence represents not just cultural endurance but sustainable growth potential. With rising global acceptance, recurring demand in key health categories, and scalable market opportunities, the sector is primed for long-term returns. Our strategy focuses on "intensifying market penetration within India," deepening R&D investments, and scaling digital and retail distribution—all while preserving the legacy that makes Ayurveda enduringly relevant. For investors, this is an opportunity to participate in a sector that combines cultural depth, consumer trust, and significant financial upside.





The Ayurvedic healthcare market represents a resilient, high-growth segment within the broader wellness economy. It combines consumer trust, customer satisfaction, and long product lifecycles—key traits for sustained returns. Investors benefit from exposure to a sector that is:



With deep roots in heritage and a fast-expanding global footprint, Ayurveda is uniquely positioned to deliver sustainable growth, cultural relevance, and long-term value creation for all stakeholders.

Rooted in India's timeless Ayurvedic traditions yet empowered by modern science. In today's fast-paced world, where health challenges and lifestyle stressors are on the rise, Ayurveda stands as a trusted solution—delivering natural, preventive, and holistic care that aligns with the growing global demand for sustainable wellness.

Through carefully crafted therapeutic and lifestyle offerings—from immunity and vitality boosters to stress management and daily wellness solutions—we remain purely traditional yet powerfully modern, positioned to lead in a rapidly expanding Ayurvedic healthcare industry while preserving the heritage that makes it enduringly relevant.





Cautionary Statement

The statements in this Annual Report that relate to the Company's objectives, strategies, future business prospects, or performance may be forward-looking and are inherently subject to risks and uncertainties. These risks include, but are not limited to, operational and business risks, challenges in managing human resources, the potential impact of adverse external events, changes in the economic and political environment, fluctuations in market and industry conditions, evolving legal and regulatory requirements, and technological or innovation disruptions. Actual results and outcomes may therefore differ materially from those indicated or implied. The Company assumes no obligation to update forward-looking statements to reflect future developments or events, except as required by applicable law. However, actual results and developments could differ materially from those contemplated in such statements due to a number of factors, including but not limited to:

Investors and stakeholders are advised that such forward-looking statements are based on assumptions and expectations that are inherently subject to uncertainties and contingencies. Many of these uncertainties and contingencies are beyond the Company's control, and undue reliance should not be placed on such statements.

The Company does not undertake any obligation to publicly update or revise any forward-looking statements contained herein, whether as a result of new information, future events, or otherwise, except as may be required under applicable laws and regulations.





Operational and Business Risks

Dependency on third-party manufacturers, inability to identify or respond to changing consumer preferences, challenges in maintaining consistent quality standards, or operational disruptions could materially affect the Company's performance.



Market and Industry Factors

The highly competitive nature of the Ayurvedic and wellness industry, emergence of new market entrants, pricing pressures, and changing regulatory environments could adversely impact business operations and profitability.



Legal and Regulatory Compliance

The Company is subject to various laws and regulations, and any non-compliance or regulatory changes could have a material impact on its business.



Technological and Innovation Risks

The inability to adapt to technological advancements or to innovate products in line with market trends may affect the Company's competitive position.



Human Resource Risks

Difficulty in retaining and attracting skilled professionals and key personnel could affect strategic execution and operational efficiency.



External Events

Events such as pandemics, natural disasters, geopolitical developments, or supply chain disruptions may lead to unforeseen challenges impacting the Company's performance and financial condition.



Economic and Political Environment

Changes in macroeconomic conditions, fluctuations in interest political instability, or changes in government policies could affect the Company's business landscape.





Wellness Redefined

Sat Kartar Shopping Limited continues to pioneer the integration of ancient Ayurvedic wisdom with modern healthcare needs, transforming lives across Bharat.

In the evolving landscape of healthcare and wellness, Sat Kartar Shopping Limited stands at the forefront of India's Ayurvedic revolution. Our journey has been shaped by an unshakable commitment to natural healing and personalized wellness solutions, where every customer interaction reflects our belief that the majority of human wellness is deeply rooted to Bharat's Ancient Wisdom. As we reflect on FY2025, we celebrate a year marked by remarkable growth, strategic expansion, and deeper customer relationships across 11,600+ pin codes nationwide. Behind every order, every consultation, and every success story stands a dedicated team member who genuinely cares about improving lives through the wisdom of Ayurveda. The past year strengthened our position as a leading Direct-to-Consumer (D2C) Ayurvedic wellness platform. Our personalized approach is driven by a team of 750+ multilingual customer advisors who communicate with empathy and understanding in more than 10 Indian languages. This commitment to compassion and accessibility forms the core of our operations.

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Sat Kartar At A Glance



Sat Kartar Shopping Limited is a leading Ayurvedic wellness company that bridges ancient healing wisdom with modern consumer needs. Since our incorporation in 2012, we have evolved into a comprehensive direct-to-consumer platform, successfully completing our IPO and listing on NSE Emerge in January 2025.

Our business operates on an asset-light model with strategic contract manufacturing partnerships across 6 facilities. We serve customers through multiple channels including our proprietary e-commerce platform, third-party marketplaces, television marketing, and digital advertising. With **750+ multilingual customer advisors**, we provide personalized consultation services across **11,600+ pin codes** nationwide with a constant effort to add more in the upcoming years.

Core Business Segments

Our product portfolio spans 60+ SKUs across 16+ therapeutic remedies, with all formulations approved by the Ministry of AYUSH and formulated on the basis of traditional Charak Samhita principles. Key segments include sexual wellness, diabetes management, piles care, immunity support, personal care, addiction care, and respiratory health solutions.

Market Position & Reach

We maintain a robust presence across India with a customer database of 30+ million consumers. Our multilingual support capabilities cover 10+ Indian languages, enabling us to serve diverse market segments effectively. Revenue contribution comes primarily from Therapeutic areas (80%) and Personal Care Products (20%).

Operational Excellence

Our operations are supported by comprehensive quality control systems, regulatory compliance frameworks, and strategic technology investments.



Our Vision

The vision of our Company is to be a global leader in Ayurveda, bridging traditional practices with contemporary health needs. We aim to set new standards in personalized wellness, enhancing life quality worldwide through our unique, effective solutions.



Our Mission

Our mission is to revolutionize wellness with personalized Ayurvedic solutions, merging traditional wisdom and modern lifestyles. We focus on niche therapeutic areas, delivering premium quality and exceptional service, striving to become a global synonym for innovative, effective healthproducts.

Our Geographical Footprints

Sat Kartar Shopping Limited has established a comprehensive pan-India presence, making authentic Ayurvedic wellness solutions accessible across more than 12,000+ pincodes throughout the country, ensuring product availability even in regions where traditional e-commerce delivery faces challenges. Our strategic geographic positioning reflects a commitment to democratizing traditional healthcare, with North India contributing 55% of our business footprint while South India represents 45% of our operations. Tamil Nadu leads our revenue contribution at 23%, followed by Uttar Pradesh and Maharashtra each at 9%, Karnataka at 8%, and Telangana at 6%, showcasing strong market penetration across India's diverse regions. We connect with communities through multi-channel marketing across Google, Meta, and Television, while our multilingual approach enables effective communication in more than 10 Indian languages, ensuring customers receive personalized wellness support in their preferred language and cultural context. This extensive nationwide reach positions us as a truly national wellness partner, committed to making the ancient wisdom of Ayurveda accessible to modern India while respecting regional diversity and individual preferences.

* Delhi

Serving as the Company's nerve centre, the Registered Office is located in the state of Delhi, anchoring our administrative and strategic operations.

* Karnataka

Supporting our presence in southern India, with operational facilities catering to regional demand.

* Tamil Nadu

Enabling deeper market penetration in South India through on-ground presence.

* Maharashtra

A commercial hub, Maharashtra supports both our customer outreach and supply chain integration.

11,600+ Pincodes covered
Pan India Presence



This widespread physical infrastructure reinforces Sat Kartar Shopping Limited commitment to delivering quality products and services seamlessly across the nation.



Business Model of Sat Kartar Shopping Limited



Industry Domain

Sat Kartar Shopping Limited (SKSL) operates in the Ayurveda-based healthcare and wellness industry, focusing on natural and holistic solutions for therapeutic and lifestyle enhancement. They aim to integrate ancient Ayurvedic knowledge with modern consumer needs, capitalizing on India's growing preference for traditional, organic, and preventive healthcare alternatives.

2. Television Marketing

The company uses regional TV channels and DTH platforms in multiple languages (eg: Zee News Kannad, Airtel LCN-964, Peppers TV, Bharat Express) to reach diverse demographics.

3. Digital Platforms

The digital strategy includes Google Ads (Display and Search), YouTube ads (skippable video and in-feed), and social media campaigns via Meta (Facebook and Instagram).

This approach helps build brand trust, collect real-time customer feedback, and optimize marketing efforts through direct interactions.

Product Strategy

1. Core Focus: SKSL has strategically placed its focus on Ayurveda healthcare products.

2. Product Design: Formulations are enhanced by modern research, responding to changing wellness trends and lifestyle disorders.

3. Innovation: Strong emphasis on responsive product development, ensuring relevance to current health concerns.

Manufacturing Model: Contract Manufacturing

1. Contract Manufacturing Model

SKSL has adopted a contract manufacturing model for its production processes. The company does not operate its own in-house manufacturing facilities; instead, it outsources all production to specialized third-party manufacturers.

2. Strategic Advantages

This asset-light approach provides several key strategic advantages. It allows the company to reduce capital intensity and focus its resources on core competencies such as product innovation and branding. Through detailed agreements with its manufacturing partners, SKSL is able to maintain strict control over product formulation and uphold its quality assurance standards.

Go-to-Market

Model: D2C Focus

SKSL is a Direct-to-Consumer (D2C) company, removing all middlemen to directly engage with end users:

1. Online Stores: The company has its own e-commerce websites, satkartar.co.in and skinrange.com, and also sells products through third-party marketplaces like Amazon and Flipkart.



Revenue Streams

SKSL generates revenue through:

1. Sales of Ayurveda-based wellness products via D2C channels
2. Large-scale sales during televised campaigns and online discount seasons
3. Potential future diversification into personalized wellness, based on digital diagnostics and consumer health data

Branding and Marketing

Digital marketing is a core strength of SKSL. With key leadership experienced in high-impact digital campaigns (for brands like Flipkart, Zydus, CRED), the company:

1. Focuses on consumer retention and conversion.
2. Uses data-driven insights to optimize campaign success.

Leadership and Strategic Direction

1. **Mr. Manprit Singh Chadha:** A Chartered Accountant with 30+ years across telecom, biotech, and finance.
2. **Mr. Pranav Singh Chadha:** Leads digital growth, known for integrating AI-marketing strategies.
3. **Ms. Simrati Kaur:** Heads end-to-end digital campaigns, known for results-driven marketing.

Customer Segments

1. Health-conscious urban and semi-urban individuals.
2. People seeking preventive, holistic, and natural remedies.
3. Consumers looking for lifestyle solutions (e.g., skincare, digestion, immunity).
4. Millennials and Gen Z users who trust e-commerce and digital health narratives

Competitive Advantage

1. Core Focus on Ayurveda healthcare products
2. Direct connection with consumers (no intermediaries)
3. Tech-driven customer engagement
4. Outsourced, scalable production model
5. Strong marketing leadership and strategy





Key Achievements of the company



Successful Public Listing

- Completed Initial Public Offering (IPO) in January 2025, raising ₹33.8 crores.
- Successfully listed on NSE Emerge platform on January 17, 2025.
- Transitioned from private to public company status, marking a significant milestone in corporate journey.

Outstanding Financial Performance

- Achieved record revenue of ₹162.92 crores, representing 27.37% year-on-year growth.
- Reached significant revenue milestone, demonstrating strong market demand and business scalability.
- Delivered robust profitability with PAT of ₹9.82 crores, reflecting 55.63% year-on-year growth.
- Maintained healthy margins with 6% PAT margin and 8.73% EBITDA margin.

Exceptional Capital Efficiency

- Achieved outstanding return metrics with 97.6% ROE and 98.3% ROCE.
- Demonstrated effective capital utilization and strong shareholder value creation.
- Maintained negative working capital cycle supporting sustainable growth.

Operational Excellence & Scale

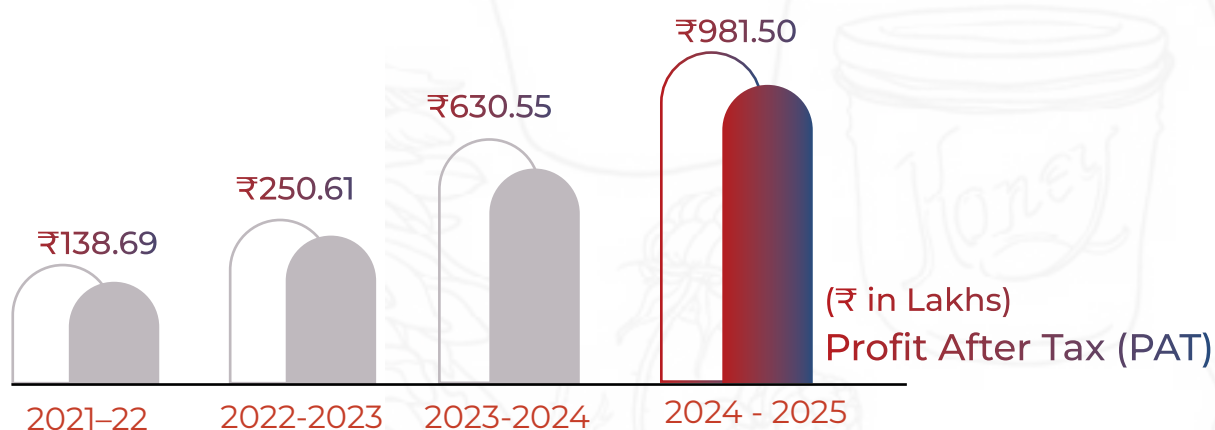
- Expanded geographic reach to 11,600+ pin codes across India.
- Built comprehensive customer database of 30+ million consumers.
- Strengthened team to 750+ multilingual customer advisors providing personalized wellness consultations.

Strategic Business Expansion

- Completed strategic acquisition of PlantoMed, focusing on diabetes niche with 60% repeat rate.
- Launched new product categories and expanded existing therapeutic areas.
- Achieved 60+ SKUs across 16+ therapeutic segments with Ministry of AYUSH approvals.

Technology & Innovation Advancement

- Implemented AI-powered customer interaction systems to enhance service delivery.
- Developed hyper-personalized marketing flows based on customer health goals.
- Advanced analytics capabilities for demand forecasting and inventory optimization.





Key Operational Milestones:



2012

Incorporation and launch of first product.



2022

Revenue milestone of ₹50 Cr.



2024

Revenue milestone of ₹100 Cr.



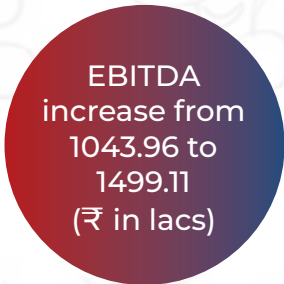
2025

Successfull Completion of IPO.

Consistent Financial Growth Metrics (FY 2023–24 to FY 2024–25)



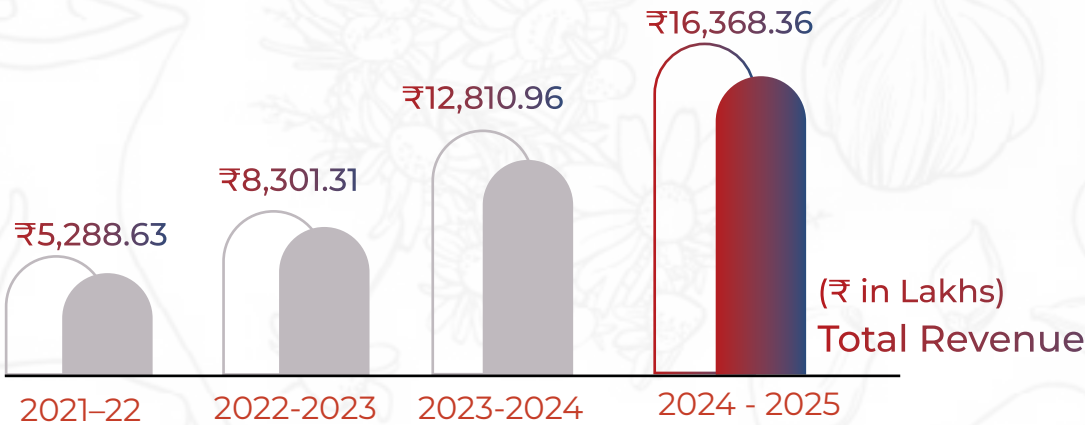
Revenue growth: 27.37%



EBITDA increase from 1043.96 to 1499.11 (₹ in lacs)



PAT Margin and EPS saw significant improvement year-on-year





Chairman's Statement to Shareholders



”

Dear Shareholders,

Over the years, our people, values and culture have formed the bedrock of what Sat Kartar is today. We have trusted our members to deliver the right outcomes for the business. I would like to thank each member of Sat Kartar family for their active support and unshakable trust in our abilities to deliver on our promise. You have motivated us to unleash our potential for the next phase of our growth.

It gives me great pleasure to present to you the Annual Report of Sat Kartar for the financial year ended March 31, 2025. This year marks a milestone in our journey as we took the significant step of becoming a publicly listed company. The successful launch of our Initial Public Offering (IPO) and listing on the NSE Emerge platform has

laid a strong foundation for our next phase of growth. Our journey began in 2012 with the vision to offer holistic, natural solutions grounded in the ancient science of Ayurveda. Over the years, we have evolved into a dedicated Ayurveda healthcare company, focusing on providing wellness products that blend traditional wisdom with modern research. We began a venture focused on Ayurveda's commitment to natural healing and lifestyle enhancement.

At Sat Kartar, we understand the evolving needs of consumers who are increasingly seeking natural, chemical-free, and preventive healthcare options. We are perfectly positioned within India's remarkable Ayurvedic market transformation—a sector that has grown from ₹4 billion in 2018 to ₹9.5

billion in 2024, representing a 16.06% CAGR. The post-COVID wellness revolution has further increased demand for immunity-boosting and holistic health solutions, trends that align seamlessly with our core offerings.

The global and domestic trends point to a rising demand for wellness and immunity-boosting solutions. We have strategically aligned ourselves with this shift, offering an expanding range of Ayurveda-based lifestyle products directly to consumers through multiple digital channels including our own D2C platform, third-party marketplaces, and digital advertising ecosystems like Google and Meta.

This year has also been significant in terms of our operational focus and branding strategy. Our

presence allows us to build a deeper connection with our customers while enabling us to respond rapidly to changing preferences. What truly sets us apart is our human-centric approach—our 750+ multilingual customer advisors who provide personalized wellness consultations in over 10 Indian languages, serving our extensive database of 30+ million consumers across 11,600+ pin codes nationwide.

We are proud of the trust our consumers place in our brand and are committed to enhancing this relationship through quality, transparency, and innovation. Every interaction reflects our belief that wellness is deeply personal and requires genuine human understanding, not just automated responses or robots.

Strategic Initiatives & Recent Developments

Our strategic expansion continues with recent key developments including the successful acquisition of PlantoMed, which strengthens our envisioned nutraceuticals segment and brings valuable expertise with its impressive 60% repeat rate. We have also appointed brand ambassadors in South India, with North India announcements planned, as part of our comprehensive brand-building strategy

to increase visibility and customer trust across diverse markets.

As we step into a new phase of growth post-listing, our goals are clear:

- Expansion of our product portfolio to cater to broader health and wellness categories
- Investment in digital infrastructure to drive customer engagement while maintaining our human touch
- Strengthening our manufacturing and supply chain capabilities to support scale and quality
- Brand-building efforts to increase visibility, customer trust, and market share

Looking ahead, we are targeting ambitious yet achievable growth milestones—reaching ₹500 crores in revenue over the next 3 years while expanding our geographic footprint to 19,000 pin codes. Our roadmap includes venturing into new therapeutic areas and innovative spiritual wellness offerings, always staying true to our core principle of combining ancient Ayurvedic wisdom with modern convenience and genuine human care. We acknowledge the support and trust of our stakeholders — our team members, customers, partners, and now our shareholders — who have been instrumental

in making this growth possible.

We are confident that our commitment to Ayurveda, backed by consumer insight, digital capabilities, human-centered service, and responsible governance, will enable us to deliver sustained growth and exceptional long-term value for all stakeholders. Let me conclude by saying that Sat Kartar is not just a company — it is a purpose-driven mission to make natural wellness accessible and affordable for everyone, delivered with the warmth and understanding that only genuine human connection can provide.

As we stand at the threshold of unprecedented growth in India's wellness sector, we are uniquely positioned to lead this transformation while staying true to our foundational values. We are humbled by the journey so far and incredibly excited about the road ahead.

Together, we will redefine wellness for millions of families across India and beyond.

Mr. Manprit Singh Chadha
Promoter & COO
Sat Kartar Shopping Limited





Brief of Promoters and Directors



Mr. Manprit Singh Chadha is the promoter of “Sat Kartar Shopping Limited” and a seasoned professional with over three decades of experience in corporate finance, entrepreneurship, and diversified industries. A qualified Chartered Accountant, he completed his graduation in B.Com. (Hons) from the University of Delhi in 1990 and earned his Chartered Accountancy designation from the Institute of Chartered Accountants of India in 1994.

Over the years, Mr. Chadha has demonstrated exemplary leadership across sectors such as biotechnology, telecom, automobile, and customer service operations. His professional journey includes key roles in reputed organizations — he served as the Financial Controller at Daksh e-Services (a BPO firm), Business Support Head at Watson Towers Chief Financial Officer (CFO) at Bharti Telecom (Airtel) in Seychelles and Pan India Motors Private Limited

In 2012, leveraging his vast experience, he founded “Sat Kartar Shopping Limited” steering it with strategic direction and financial prudence. As a hands-on entrepreneur, Mr. Manprit Singh Chadha has significantly contributed to shaping the company’s vision and scaling operations with a focus on the wellness and Ayurvedic segment.

Mr. Chadha’s contributions are central to the Company’s formation and growth, and his multidisciplinary experience continues to be an asset to the organization.

Under the insightful guidance of Mr. Manprit Singh Chadha, the company has emerged as a trusted name in its industry, marked by consistent performance and integrity.



Mr. Ved Prakash, the Managing Director of the Company, is 38 years old and holds a Bachelor’s degree in Commerce from the University of Delhi. With over 12 years of extensive experience in the marketing and branding of Ayurvedic products, he has played a pivotal role in shaping the strategic direction of the Company. Mr. Ved Prakash initially joined Sat Kartar Shopping Limited in its early days and worked as a freelancer from 2013 to 2018, during which he contributed significantly to content creation and promotional strategies. Upon rejoining the Company in 2018, he brought about transformative changes in digital marketing, e-commerce campaigns, and overall brand engagement. His efforts led to substantial growth in customer reach and brand recognition. He was appointed as Whole-Time Director and elevated to the role of Managing Director on May 1, 2024.



Mr. Pranav Singh Chadha serves as an Executive Director and is also one of the Promoters of the Company. A 28-year-old graduate in Commerce from Sri Guru Gobind Singh College of Commerce (University of Delhi), Mr. Chadha has been associated with the Company since 2017. He initially joined as a Digital Marketing Associate, where he managed D2C campaigns across multiple digital platforms and contributed to customer retention, lead generation, and marketing automation initiatives.



Ms. Simrati Kaur, also an Executive Director and Promoter, is 29 years old and a graduate from Indira Gandhi Institute of Technology. She has been instrumental in leading the Company's digital marketing initiatives. With around four years of experience, she specializes in planning and executing digital marketing strategies aligned with key performance indicators (KPIs). Her responsibilities include overseeing product launches, developing content strategies, and analyzing performance metrics to drive brand growth and consumer engagement.



Mr. Sanjay Kumar

Mr. Sanjay Kumar, aged 44 years, served as an Executive Director of the Company since January 12, 2021. He holds a Bachelor's degree in Arts from the University of Delhi and brings with him over two decades of rich and diversified experience across multiple operational domains. His professional journey spans across industries such as Ayurveda, Export-Import, and Technology, with notable expertise in general administration, procurement, transportation, vendor development and management, logistics, supply chain management, and regulatory compliance.

Throughout his career, Mr. Sanjay Kumar has held key roles that demonstrate his operational acumen and leadership skills. He has previously worked as Administration Executive at Agilent Technologies, served as Manager – Administration & Facility at Contentra Technologies (I) Private Limited, and also contributed significantly at Seven Colours Exim Private Limited. His consistent track record in managerial and administrative functions made him a valued member of the Company's executive team.



Ms. Richa Takkar, aged 36 Years, Non-Executive Director, effective from January 1, 2024. She holds a Bachelor's degree in Arts from the University of Delhi. She has a plentiful and varied career in customer support, marked by progressive roles from team leader to director of the Company. Having 6 years of experience in customer support services is a testament of her dedication and expertise in enhancing customer support and operational efficiency. She does not hold any shares in the Company.



Mr. Steve Austin Pereira appointed as an Independent Director, is 46 years old and holds a Bachelor's degree in Hotel Management along with a Post Graduate Diploma in Human Resources and Industrial Relations. He has a rich background in service management and currently holds directorships in Z-Tech (India) Limited and Waymaker Enterprises LLP. He was appointed to the Board on August 1, 2024, and regularized on October 26, 2024.



Mr. Manoj Kumar Verma, appointed as an Independent Director on January 20, 2024 (and regularized on April 9, 2024), is a qualified Company Secretary with over three decades of experience in corporate governance, legal compliance, and regulatory matters. Aged 57, he brings a wealth of professional expertise to the Board.



Mr. Sunil Kumar Mehdiratta

Mr. Sunil Kumar Mehdiratta aged 63 Years, is an Independent Director of the company w.e.f., January 20, 2024. He has done Chartered Accountant from Institute of Chartered Accountants of India. He has also done Management of Business Administration at Manchester Business School. He has experience of over 40 years as a professional, Corporate (Senior Management) and entrepreneurship in multi-disciplinary capacity and working across sectors. Currently, he is acting as an advisory for beverages alcohol companies for assisting in India entry strategy and route to market in a highly regulated environment in the industry. He has also undertaken the role of managing the industry body of spirits and wines companies in India for seeking market access of international beverage alcohol brands in India. He had worked with various state and central bodies like FSSAI, BIS and EU trade commission Professional details.

During his tenure of 40 years, he practiced as a Chartered Accountant in Delhi. He had also worked with Seagram India Private Limited (now Pernod Ricard Private Limited) as Chief Finance Officer, Head Management Systems and Audit and Director Corporate Affairs where he was responsible for treasury and finance functions of the company. He also acted as Secretary General of International Spirits and Wines Association of India and director of Bols Kyndal India Private Limited.





Corporate Information

REGISTERED OFFICE ADDRESS OF THE COMPANY

603, 6th Floor, Mercantile House, KG Marg,
New Delhi -110001
CIN No. L52590DL2012PLC238241
Tel No: +011-40550741
Email id: info@satkartar.in
Website: www.satkartar.in

Listed on

The National Stock Exchange of India Limited
(NSE – Emerge)
NSE Symbol: SATKARTAR

PROMOTER AND COO OF THE COMPANY

Mr. Manprit Singh Chadha

BOARD OF DIRECTORS

Mr. Ved Prakash (Managing Director)
Mr. Sanjay Kumar (Director)
Mr. Pranav Singh Chadha (Director)
Ms. Simriti Kaur (Director)
Ms. Richa Takkar (Non-Executive Director)
Sunil Kumar Mehdiratta (Independent Director)
Manoj Kumar Verma (Independent Director)
Steve Austin Pereira (Independent Director)

BANKER TO THE COMPANY

ICICI BANK
Address: D-139, New Rajinder
Nagar, Delhi 110060

INTERNAL AUDITOR

Mr. Ankush Molpariya
79, 2nd Floor Vinoba Puri Lajpat nagar -II
New Delhi -110024
Tel No. +91- 9560880307
Email Id: Ankush@satkartar.in

STATUTORY AUDITOR

M/s. Nidhi Bansal & Co., Chartered Accountants
Address: Commercial Complex 202, Amber Tow-
er, Azadpur, Delhi- 110033, India
Tel No.: +91- 9899154752
Email Id: info_canbc@yahoo.com

KMP'S

Mr. Devender Kumar Arora (CFO)
Ms. Sonal Seth (Company Secretary)

REGISTRAR AND SHARE TRANSFER

SKYLINE FINANCIAL SERVICES PRIVATE
LIMITED
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Area, Phase - I, New Delhi-110020
Telephone: +91-11-40450193-97
Email Id : compliances@skylinert.com

SECRETARIAL AUDITOR

M/s. Rawal & Co
Company Secretaries
631/101, Surendra Nagar,
Lucknow- 226016
Tel No: +91-7827794619







Management Discussion & Analysis Report

Global Economy:

The global economy demonstrates resilience despite headwinds, with GDP growth stabilizing at 3.2% in 2024 and projected at 3.3% in 2025, according to the International Monetary Fund. While below historical averages, this growth trajectory supports stable international trade flows crucial for Indian Ayurveda exports. Global inflation is declining from 6.8% in 2023 to a projected 4.2% in 2025, with central banks transitioning from aggressive tightening to measured easing cycles.

The global Ayurveda market presents exceptional opportunities, growing from USD 14.4 billion in 2023 to a projected USD 76.91 billion by 2030 at 27.2% CAGR. Europe commands over 30% of the global market share, followed by North America at 40% of global consumption, while Asia-Pacific emerges as the fastest-growing region at 30.5% CAGR.

Trade dynamics favor Indian exporters, with global trade value reaching \$33 trillion in 2024, growing 3.7%. Services trade leads with 9% growth contributing \$700 billion, particularly benefiting India's wellness tourism sector valued at USD 19.43 billion in 2024. However, trade policy uncertainties, particularly US-China tensions creating bilateral deficits exceeding \$355 billion, may create both challenges and opportunities for Indian companies seeking to diversify global supply chains.

Supply chain evolution accelerates toward nearshoring and regional networks, with Asia export volumes surging 7.4% in 2024, highest globally. This trend positions India favorably as companies seek alternatives to traditional manufacturing centers while maintaining quality and cost competitiveness.



Indian Economy:

India's economic performance significantly outpaces global averages, with GDP growth projected at 6.4% for FY25, making it the fastest-growing major economy. The Reserve Bank of India maintains a slightly more optimistic 6.6% projection, while international agencies including the IMF forecast 6.5% growth for both FY25 and FY26.

Rural consumption recovery emerges as a critical growth driver, with 78.5% of rural households reporting increased consumption expenditure. Rural food spending's share declined to 46.4% from 53% previously, while non-food consumption increased to 53.6%, indicating improving discretionary spending power. This trend particularly benefits Ayurveda companies as rural consumers increasingly prioritize health and wellness products.

Digital infrastructure expansion creates unprecedented market access, with 881 million internet users projected to reach 900 million by 2025. UPI transactions exceeded 16,996 crore worth INR 23.48 lakh crore in January 2025 alone, demonstrating the digital payment ecosystem's maturity essential for D2C operations.

The government's budget allocation demonstrates strong healthcare commitment, with health expenditure growing from INR 3.2 lakh crore in 2020-21 to INR 6.1 lakh crore in 2024-25 at 18% CAGR. Government's share of total health expenditure increased from 29% to 48% between 2015-2022, while out-of-pocket expenditure declined from 62.6% to 39.4%.

Consumer behavior shifts support premium positioning strategies, with premiumization trends evident across sectors - vehicles above INR 10 lakh now account for 48% of sales. The urban-rural consumption gap narrowed significantly, with the MPCE ratio declining from 84% to 71%, expanding addressable markets for quality Ayurveda products.



Indian Ayurveda industry

The Indian Ayurveda industry demonstrates explosive growth, with market valuation reaching INR 875.9 billion in 2024 and projected to achieve INR 3,605 billion by 2033 at 16.17% CAGR. This growth trajectory significantly exceeds broader economic expansion, indicating structural market evolution and increasing consumer acceptance.

Government support through the AYUSH Ministry has intensified, with budget allocation increasing to INR 3,992.9 crore for FY26, representing a 14.2% year-over-year increase. The establishment of WHO's Global Centre for Traditional Medicine in Jamnagar with USD 250 million investment underscores international recognition of India's traditional medicine leadership. Manufacturing capabilities have expanded remarkably, with the sector reaching USD 24 billion in 2024 from USD 2.85 billion in 2014, representing 8x growth over the decade. Export performance remains robust at USD 651.17 million in FY24, growing 3.6% despite global economic uncertainties.

Consumer behavior transformation drives market expansion, with over 70% of urban consumers preferring Ayurvedic products for perceived safety and efficacy. Post-COVID immunity focus created sustained demand for natural immunity boosters, while 58% of consumers express uncertainty about chemical ingredients in conventional products, driving demand for transparency and natural alternatives.

Market structure evolution favors organized players, with personal care products emerging as the fastest-growing segment within the 50% market share of total Ayurvedic products. Distribution channels diversify rapidly, with e-commerce representing the fastest-growing channel while supermarkets and retail chains maintain dominant market share.

Regional market dynamics reveal North India leading in market share driven by higher disposable incomes, while South India grows rapidly leveraging traditional knowledge centers. Price segmentation shows premium segments growing fastest, supported by quality consciousness among consumers willing to pay for authenticated, quality products.



Indian healthcare

The Indian healthcare market demonstrates robust expansion, valued at \$372 billion in 2023 and projected to reach \$638 billion by 2025 at 22% CAGR. This growth creates substantial opportunities for Ayurveda companies as traditional medicine increasingly integrates with mainstream healthcare delivery.

Preventive healthcare emerges as a key growth driver, with the market expected to reach \$197 billion by 2025 growing at 22% CAGR. Over 150 million in funding was raised by 40+ preventive healthcare startups in the last three years, while 40% of surveyed individuals show high inclination toward preventive health post-COVID. This trend aligns perfectly with Ayurveda's preventive care philosophy.

Digital health adoption accelerates transformation, with the digital health market valued at \$8.79 billion in 2024, projected to reach \$47.8 billion by 2033 at 17.67% CAGR. Telemedicine specifically grows from \$4.6 billion to a projected \$11.2 billion by 2033 at 24.7% CAGR. The National Digital Health Mission created over 73 crore ABHA accounts, while eSanjeevani platform handled over 1.2 million consultations.

Wellness and consumer health segments experience exceptional growth, with the functional foods and supplements market growing at 16% CAGR to reach \$12 billion by 2027. The fitness and wellness industry projects 27% CAGR, reaching \$12 billion by 2025, creating multiple touchpoints for Ayurveda product integration.

Government initiatives strengthen traditional medicine integration through Ayushman Bharat's inclusion of 170 AYUSH treatment packages in the insurance scheme. Kerala invested INR 1,000 crore in AYUSH infrastructure over three years, while the WHO collaboration involves multi-million, five-year agreements for traditional medicine development.

The Complementary and Alternative Medicine (CAM) market presents significant opportunities, valued at \$5.60 billion in 2024 and projected to reach \$21.78 billion by 2033 at 16.40% CAGR. Currently, 6.9% of outpatient care utilizes AYUSH services, indicating substantial room for market penetration growth.





Risk factors require strategic mitigation approaches

Regulatory risks intensify across domestic and international markets. Domestically, stricter AYUSH Ministry enforcement prohibits companies from claiming “100% safe,” “guaranteed treatment,” or “Ministry of AYUSH approved” status. Multiple regulatory bodies including CDSCO, State Drug Licensing Authorities, FSSAI, and AYUSH Ministry create complex compliance requirements with mandatory GMP certification increasing operational costs.

International regulatory challenges center on FDA heavy metal contamination concerns affecting US market access, where the US represents 25% of Indian Ayurvedic exports. Different classification systems across markets - dietary supplements in the US versus traditional medicines in India - require extensive documentation of product composition, safety assessments, and manufacturing practices.

Quality control and authentication challenges threaten consumer trust, with 58% of consumers uncertain whether Ayurvedic products contain chemical ingredients. Counterfeit products and lack of clinical evidence for some traditional claims affect credibility, while standardization difficulties in complex formulations create consistent quality control challenges.

Supply chain risks emerge from raw material dependencies and climate vulnerabilities. Quality consistency varies across different geographical and commercial sources, while seasonal dependencies for herbs like Ashwagandha require precise harvest timing for potency maintenance. Spiraling raw material price increases impact quality control budgets, while storage requirements for specific temperature and humidity conditions increase operational complexity.

Competition intensifies from both established players and new entrants, with market leaders Dabur, Patanjali, and Himalaya maintaining strong distribution networks. Over 800 D2C players create intense competition, while multinational companies bring higher quality standards, scientific validation, and advanced technology integration including AI/ML for personalized treatments.

Marketing landscape evolution creates both opportunities and challenges, with digital marketing now accounting for 42% of total advertising spend growing at 14% compared to television's 5% growth rate. However, healthcare sector paid search ads achieve only 2.6% conversion rates, requiring sophisticated digital marketing strategies to achieve effective customer acquisition costs.



SWOT Analysis

Strengths

- The company's market leadership position is evident through its extensive geographic reach covering over 11,600 pincodes across India, with ambitious plans to expand to 19,000 pincodes in the coming months. This reach is supported by a massive customer database of over 30 million consumers, providing a strong foundation for data analytics and targeted marketing. The company has successfully established itself as a market leader with NO DIRECT COMPETITORS offering a similar comprehensive Direct-to-Consumer model. The brand has achieved strong recognition in the Ayurvedic wellness space and maintains a unique positioning in its current market segment with premium pricing power.
- From an operational standpoint, Sat Kartar Shopping Limited operates an asset-light business model that maximizes capital efficiency through strategic contract manufacturing partnerships. The company's current infrastructure has the scalable capacity to handle turnover of up to ₹210 crores, providing significant room for growth without major capital investments. The operations are supported by over 750+ multilingual customer care personnel who provide service in more than 10 Indian languages, enabling deep customer engagement across diverse markets. Quality assurance is maintained through regulatory approvals from the Ministry of AYUSH and comprehensive quality certifications. The company is also advancing its technology integration with AI implementation for customer interaction and personalization.
- The product portfolio demonstrates both depth and innovation with over 60+ SKUs spanning 16 therapeutic categories. All formulations are scientifically grounded, rooted in the ancient Charak Samhita text, and approved by the AYUSH Ministry. The company maintains a continuous innovation pipeline supported by an R&D team that includes BAMS doctors and research professionals. The therapeutic expertise covers specialized focus areas including sexual wellness, diabetes management, and immunity building. Strong product efficacy is evidenced through positive customer testimonials and improving repeat purchase rates.
- Leadership strength comes from an experienced promoter team with over 30 years of combined experience across finance, digital marketing, and healthcare sectors. The management team brings proven digital marketing expertise from successful tenures with major brands including Flipkart, Zydus, and CRED. The company maintains strong corporate governance standards following its public listing, with transparent reporting and

compliance frameworks. Strategic vision is clearly articulated with defined growth milestones and achievable targets.

- Customer relationship management has shown continuous improvement with repeat rates increasing from 22% to 25%. The company employs hyper-personalized customer journeys with segmentation based on ailments, age, demographics, and behavior patterns. The human-centric approach emphasizes language-specific customer interactions, setting it apart from automated systems. Proactive wellness support includes regular follow-up calls every 30-60 days, ensuring ongoing customer engagement and satisfaction.

Weakness

- Our commitment to premium quality products utilizing premium and organic raw materials results in higher average selling price values, naturally limiting accessibility to price-sensitive segments. However, this positioning strategy enables sustainable profit margins from initial sales and the company has already taken steps to increase its share in price-sensitive markets too.
- The rapidly changing digital marketing algorithms present ongoing challenges in maintaining optimal audience reach, a common issue faced by all digital commerce businesses. We are actively diversifying our marketing channels and building in-house digital expertise to ensure sustained market visibility and adaptation to this dynamic environment.

Opportunities

- The Indian Ayurvedic products market presents tremendous growth potential, expanding at a compound annual growth rate of 16.06% from ₹4 billion in 2018 to ₹9.5 billion by 2024. This growth trajectory provides a favorable backdrop for sustained business expansion. Geographic expansion opportunities are substantial, with untapped tier-2 markets in Gujarat, Maharashtra, North East regions, and Jammu & Kashmir offering significant potential. The rural and semi-urban segments remain largely underserved, presenting opportunities for market penetration. The planned expansion from 11,600 to 19,000 pincodes represents immediate growth potential, while future international markets like the USA offer long-term expansion possibilities because of their market size.
- Product development opportunities are extensive across multiple dimensions. The company



will expand into new therapeutic categories including nutraceuticals and spiritual wellness products, areas showing strong consumer interest. Development of sub-SKUs within existing successful categories can capture additional market share while leveraging established brand recognition. Introduction of shorter treatment cycle products, such as 15-day formulations, can appeal to price-sensitive consumer segments. Premium product lines offer opportunities to increase average order values, while personalized medicine based on individual health profiles represents a cutting-edge opportunity.

- Technology and digital transformation present significant value creation opportunities. Advanced AI integration can expand beyond current customer interaction automation to include predictive models for health outcomes and product recommendations. The extensive customer database of 30 million+ consumers can be monetized through advanced data analytics and insights. Development of a comprehensive digital health platform encompassing consultations, health tracking, and wellness programs could create a complete ecosystem. E-commerce innovation through enhanced user experience and conversion optimization can improve customer acquisition and retention. Integration of telemedicine services with Ayurvedic practitioners would provide additional revenue streams and customer value.
- Strategic growth initiatives offer multiple pathways for expansion. Acquisition opportunities exist with companies like Ajooni Life Sciences and PlantoMed, providing access to their specialized expertise and customer bases. Partnership development with healthcare providers, wellness centers, and complementary service providers can expand market reach. Brand ambassador strategies also significantly enhance brand visibility and credibility in the respective zones in India.
- Industry trends strongly favor the company's positioning. Post-COVID health consciousness has dramatically increased demand for immunity and wellness products, creating sustained market tailwinds. Government AYUSH initiatives provide strong policy support for traditional medicine companies. Rising healthcare costs are driving consumers toward preventive and natural healthcare solutions.

Threats

- The Ayurvedic wellness space is experiencing increasing competition as more players recognize the market opportunity and enter the sector. This competitive intensity could potentially create price competition pressures, particularly from low-cost competitors seeking to gain market share through aggressive pricing strategies.
- Regulatory and compliance considerations include potential changes in AYUSH sector regulations and compliance requirements that could impact operations. The evolution of quality standards toward increasing stringency in quality control and product standards requires ongoing attention and investment.
- Operational risks encompass potential supply chain disruptions due to geopolitical tensions or natural factors, as evidenced by recent border tensions affecting northern state deliveries. Raw material availability and pricing fluctuations for herbal ingredients could impact cost structures and product availability.
- Economic factors present moderate concerns, including potential impacts of economic volatility on discretionary health spending patterns. Rising digital marketing costs and customer acquisition expenses through

Strategic Outlook

- Sat Kartar Shopping Limited stands at a juncture with exceptional positioning for sustained growth and market leadership. The company's clear trajectory toward achieving ₹500 crores revenue within three years is underpinned by strong operational fundamentals, expanding market opportunities, and a proven management team. The unique combination of human-centric customer engagement, multilingual capabilities, and deep Ayurvedic expertise creates a sustainable competitive moat in the rapidly expanding wellness market.
- The company's competitive positioning is further strengthened by its asset-light business model, negative working capital cycle, and scalable infrastructure. These operational advantages, combined with improving customer retention rates and expanding geographic reach, provide multiple drivers for sustained growth. The strategic focus on margin expansion, with targets of 12% PAT margin and 15-20% EBITDA margin, demonstrates management's commitment to profitable growth rather than growth at any cost.

- Value creation potential is substantial given the company's current market position and growth trajectory. The expanding customer base, enhanced through AI-driven personalization and proactive wellness support, provides a strong foundation for increased customer lifetime value. Strategic technology investments are expected to drive operational efficiency while improving customer experience, creating a virtuous cycle of growth and profitability.
- The company's vision to become a leader in the Indian Ayurvedic wellness market is well-supported by market dynamics, operational capabilities, and strategic execution. With manageable risks, extensive opportunities, and strong leadership, Sat Kartar Shopping Limited is positioned to deliver superior shareholder returns while making meaningful contributions to India's wellness ecosystem. The combination of traditional Ayurvedic wisdom with modern technology and business practices creates a unique value proposition that resonates strongly with contemporary consumer preferences for natural, effective health solutions.





NOTICE

NOTICE is hereby given that the 13th Annual General Meeting of shareholders of SAT KARTAR SHOPPING LIMITED ("Company") will be held on Friday, 29th August, 2025 at 10:00 A.M Virtually through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, and Report of Board of Directors of the Company and Statutory Auditors thereon, including Annexures thereto.

ITEM NO:1 To consider, review and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Statutory Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To re-appoint Ms. Richa Takkar (DIN: 09055080) as a Director who retires by rotation and being eligible, offers herself for re-appointment, as a Director of the company.

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

"RESOLVED THAT pursuant to the provision of Section 152 and the Companies (Appointment and qualification of Directors) Rules, 2014 and other applicable provisions (including any modification or re-enactment thereof) if any, of the Companies Act 2013, the approval of shareholders of the Company, be and is hereby accorded for the re-appointment of Ms. Richa Takkar (DIN: 09055080) as a "Director", who shall be liable to retire by Rotation."

3. To declare Final dividend on Equity Shares for Financial Year ended March 31, 2025

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

"RESOLVED THAT a dividend at the rate of ₹0.70 (Seventy Paise only) per equity share of face value ₹ 10/- each be and is hereby declared for the financial year ended 31st March, 2025 which was recommended by the board in the board meeting held on 17.05.2025 and the same is to be paid to those shareholders whose names appear in the Register of Members and/or in the records of the Depositories as beneficial owners of the shares as on the Record Date i.e. 22nd August, 2025 fixed for this purpose."

SPECIAL BUSINESS

4. ALTERATION OF THE OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and subject to the approval of the Registrar of Companies and/or such other regulatory authorities as may be required, consent of the members be and is hereby accorded to alter Object Clause III(A) of the Memorandum of Association of the Company by inserting the following sub-clause as new sub-clause 10, 11, 12, 13, 14 and 15 after the existing sub-clause 09:**

Clause 10. To carry on the business in India and abroad of manufacturing, developing, marketing, trading, importing, exporting, and retailing of curated spiritual offerings and wellness-related products including but not limited to rudraksha beads, gemstones, idols, yantras, incense sticks, puja items, meditation accessories, spiritual and astrology books, audio and video content and any other items related to spiritual practices and rituals.

To provide spiritual consultation including astrology consultation, online/offline spiritual education, meditation programs, healing sessions, and related services through digital platforms and physical centers in India and abroad, and to collaborate with spiritual teachers, healers, coaches, and practitioners from various traditions for the development and delivery of curated offerings in India and abroad.

To publish books, journals, digital content, and audiovisual material in relation to spirituality, consciousness, mindfulness, astrology and personal transformation.

Clause 11. To carry on the business of advertising in all our offices/ branches, including the planning, creating, designing, developing, buying, selling, and placing of advertisements in newspapers, magazines, journals,

radio, television, internet, social media, outdoor hoardings, digital platforms, and any other media or medium now known or hereafter developed, and to act as advertising agency, consultants, and marketing promoters, including brand promotion and media planning or to appoint any advertising agency, consultants and marketing promoters etc for advertising.

To acquire, develop, purchase, lease, license, or otherwise obtain any copyrights, trademarks, designs, digital content, and intellectual property necessary for the execution of advertising and marketing assignments, and to hire or employ models, artists, influencers, copywriters, and other professionals required in the conduct of the advertising business.

Clause 12. To carry on the business of courier services, logistics, freight forwarding, cargo handling, transportation and delivery services, both domestic and international, including but not limited to the collection, dispatch, transport, and delivery of letters, parcels, packages, documents, goods, and consignments by land, air, sea, or any other mode of transport, and to act as agents, franchisees, contractors, or service providers in relation thereto.

To purchase, own, hire, lease, or otherwise acquire vehicles, warehouses, offices, communication systems and other infrastructure necessary for the operation and management of courier and logistics services, and to develop or operate tracking, routing, and delivery management systems, either manually or through digital platforms or technology-based applications.

Clause 13. To carry on the business of manufacturing, processing, assembling, fabricating, converting, altering, improving, packing, re-packing, labeling, grading, mixing, treating, and dealing in all kinds of goods including but not limited to Ayurveda products, nutraceuticals, merchandise, materials, components, products, and articles including but not limited to industrial, commercial, agricultural, consumer and capital goods, either directly or through collaboration, joint ventures, or any other arrangement in India or abroad. To establish, own, acquire, lease, or otherwise operate manufacturing units, factories, work shops, and production facilities for carrying out such activities and to procure, install, operate, and maintain plant, machinery, equipment, and tools necessary or incidental to the manufacturing and production process.

Clause 14. To design, develop, operate, maintain, and promote e-commerce platforms, online marketplaces, or digital portals for selling, reselling, trading, importing, exporting, or distributing a wide range of goods and services including but not limited to those mentioned in above clause i.e. not limited to Ayurveda products and nutraceuticals. To provide allied services such as digital payments, logistics, warehousing, marketing, affiliate services, CRM, and IT support for e-commerce operations.

Clause 15. To engage in import and export of goods and services across global markets including but not limited to Ayurveda products and nutraceuticals included distribution, trading, licensing, franchising, or representation of Indian and foreign brands; To establish joint ventures, liaison offices, partnerships, or subsidiaries abroad and enter into agreements, contracts, or strategic alliances with international firms for trade, consultancy, marketing, or distribution purposes.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file the necessary forms with the Registrar of Companies and to take all such steps as may be necessary, proper, or expedient to give effect to this resolution."

5. APPROVAL OF RELATED PARTY TRANSACTIONS

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with relevant rules made thereunder, Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the Company's policy on dealing with related party transactions, consent of the members of the Company be and is hereby accorded to approve and ratify the material related party transactions entered into or to be entered into by the Company with the related party(ies), as set out below, for the financial year 2025-2026, on such material terms and conditions as agreed between the Company and the related parties(s).

S.No.	Name of Related Parties	Mr, Manprit Singh Chadha	Plantomed Nutraceuticals Private Limited	Affiance Advertisement
1	Nature of Relationship	Promoter and COO	Subsidiary Company	Directors are partners in the firm
2	Value of Transaction	1,50,00,000	5,00,00,000	60,00,000



3	Nature of Transaction	Remuneration	Marketing and promotion and Procurement of Goods	Slot Telecast Charges
4	Tenure of the transaction	transactions for financial year 2025-26.	transactions for financial year 2025-26.	transactions for financial year 2025-26.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured, if secured, the nature of security	NA	NA	NA
6	Justification as to why the related party transaction is in the interest of the listed entity	The expertise, complementary strengths and competencies and facilities available within the Group are leveraged for enhancing operating efficiency through these transactions	These transactions are undertaken in furtherance of the ordinary course of business of the Company.	These transactions are undertaken in furtherance of the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this resolution including the delegation of powers to any director or officer of the Company."

6. APPROVAL OF MANAGERIAL REMUNERATION PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the recommendation of the Board and Nomination and Remuneration Committee, in accordance with the provisions of Section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17(6)(e) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals as may be necessary, the consent of the members be and is hereby accorded for the payment of remuneration to the Managing Director and other Executive Directors of the Company in the financial year 2025-2026, as set out below, which may exceed the limits prescribed under Section 197 of the Companies Act, 2013 and Regulation 17(6) of SEBI (LODR) Regulations, 2015, during the financial year(s) 2025-2026:

S.No.	Name	Amount of Remuneration (In INR)
1.	Mr. Ved Prakash	54,00,000/-
2.	Mr. Sanjay Kumar	15,44,400/-
3.	Ms. Simrati Kaur	30,00,000/-
4.	Mr. Pranav Singh Chadha	30,93,600/-

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Nomination and Remuneration Committee), be and is hereby authorized to vary, revise or modify the terms and conditions of such remuneration, within the overall limits approved herein, and to take all such steps, acts, deeds, and things as may be necessary to give effect to this resolution."

For and on behalf of the Company
For Sat Kartar Shopping Limited

Place:-New Delhi
Date:- 04.08.2025

Sd/-
Ved Prakash
Managing Director
DIN: 08591808
Address: F -223, 3rd Floor,
Rishi Nagar, Rani Bagh,
North West Delhi, Saraswati Vihar
Delhi -110034

Notes

1. The Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of Item Nos. 4, 5 & 6 of the accompanying Notice, is annexed hereto. Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided as Annexure A. [Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India].
2. Ministry of Corporate Affairs ("MCA") vide its General Circular No. 09/2024 dated September 19, 2024 read with circulars issued earlier on the subject ("MCA Circulars") and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted to conduct the Annual General Meeting ("AGM") virtually, without physical presence of Members at a common venue.

In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 13th AGM of the Company is being held virtually.

3. The Notice convening this AGM along with the Integrated Annual Report for FY25 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a Member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Integrated Annual Report for FY25 will also be available on the Company's website www.satkartar.in & website of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (CDSL) at <https://evoting.cdslindia.com>. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date for payment of dividend, etc.
4. Since this AGM is held through Video Conference/Other Audio Visual Means ("VC/OAVM"), route map to the venue is not required and therefore, the same is not annexed to this Notice.
5. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on Friday, August 22, 2025 ("Cut-off date") may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.
6. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on firstcome-first-serve basis. However, attendance of Members holding more than 2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first- come-first serve basis.
7. Appointment of Proxy and Attendance Slip:
Since the 13th AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 13th AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.
8. The Company has appointed Ms. Vivek Rawal, Practising Company Secretary (Membership No. A43231 and Certificate of Practice No. 22687) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.
9. Corporate shareholders/institutional shareholders intending to send their authorised representative(s) to attend / vote at the 13th AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on his e-mail ID at vivekrawal89@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com and info@satkartar.in
10. Record Date:

Members may kindly note that Friday, August 22, 2025 has been fixed as the "Record Date" to determine entitlement of Members to the Final Dividend for the Financial Year 2024-25, if approved at the AGM.

11. Dividend:

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of Members w.e.f. April 1, 2020.



Accordingly, the Final Dividend, as recommended by the Board of Directors, and if approved at the 13th AGM, shall be paid after deducting tax at source ('TDS') at the prescribed rates in accordance with the provisions of the Income Tax Act, 1961, within 10 days from the date of declaration to the Members in respect of equity shares held by them in physical form, whose name appears as Member in the Company's Register of Members as on close of business hours on Friday, August 22, 2025; and to the beneficial owners in respect of equity shares held by them in dematerialized form, whose name appears in the list of beneficial owners furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), on close of business hours on Friday, August 22, 2025.

12. With effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made upon folio being KYC compliant i.e. the PAN, contact details including mobile no., bank account details and specimen signature are registered with the RTA/Company. [SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024]

13. Tax Deducted at Source ("TDS") on dividend:

For the prescribed rates for various categories, please refer to the Income Tax Act, 1961 and the Finance Acts of the respective years. The shareholders are requested to update their PAN with the Depository Participants (DPs) (if shares held in dematerialized form) and the Company/ RTA (if shares are held in physical mode).

To avail exemption of TDS, shareholders are requested to submit required documents/declaration by e-mail to compliances@skylinerta.com by 11.59 p.m. (IST) on Thursday, August 28, 2025. Members may also refer the e-mail sent to their registered e-mail ID for more details on submission of exemption documents.

Category of Shareholder	Document(s) to be submitted/ uploaded
Resident individual shareholders with PAN* and whose income does not exceed maximum amount not chargeable to tax or who is not liable to pay income tax	<ul style="list-style-type: none"> i. Form No. 15G or ii. Form No. 15H
Non-resident shareholders [including Foreign Portfolio Investors (FPIs)] who can avail beneficial rates under tax treaty between India and their country of tax residence.	<ul style="list-style-type: none"> • No Permanent Establishment • Declaration Beneficial Ownership Declaration • Tax Residency Certificate • Copy of electronically filed Form 10F • Any other document which may be required

**If PAN is not correct/invalid/inoperative then tax will be deducted at higher rates and credit of TDS will not be available. [Section 206AA of the Income Tax Act, 1961]*

14. Unclaimed Dividends and IEPF:

Dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members whose unclaimed dividends and/or shares have been transferred to IEPF, may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file web Form IEPF-5 for claiming the dividend and/or shares available on www.mca.gov.in.

For further details, please refer to Integrated Annual Report and FAQs of investor page on Company's website www.satkartr.in-FAQs The procedure for claiming the shares from IEPF Authority is available on <https://satkartar.in/IEPFprocedure-for-claiming>.

15. Members to intimate change in their details:

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail ID, telephone/mobile no., PAN, mandates, choice of nominations, power of attorney, bank details viz., name of the bank and branch details, bank account, MICR code, IFSC code, etc.

- i. For shares held in electronic mode: to their DPs

- ii. For shares held in physical mode: to the Company/RTA in prescribed Form ISR-1 and other forms. [SEBI Master Circular No. SEBI/HO/MIRSD/SECFATF/P/CIR/2023/169 dated October 12, 2023]

The facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. [Section 72 of the Act] If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.satkaratr.in-FAQs. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

16. Dematerialization of shares:

SEBI has mandated the Listed Companies to process service requests# for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4. The Form is available on website of Company at www.satkaratr.in-FAQs and RTA at www.skylinerta.com [SEBI Master Circular No. SEBI/ HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024] # Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition.

Transfer, transmission and transposition of securities shall be effected 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. Members can contact the Company/RTA for assistance in this regard. [Regulation 40(1) of the SEBI Listing Regulations]

17. Members holding more than one physical folios in identical order of names are requested to submit Form ISR-4 along with requisite KYC documents and share certificates to the Company/RTA for consolidation of holdings in one folio. The consolidated share certificate will be issued in dematerialized form only.
18. Members seeking any information with regard to the financial statements or any other matters to be placed at the AGM are requested to write to the Company on info@satkartar.in latest by Friday 22nd August, 2022, from their registered e-mail ID, mentioning their name, DP ID and Client ID/Folio No. The same will be replied by the Company suitably.
19. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in this Notice or Explanatory Statement will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to info@satkartar.in.



INSTRUCTIONS FOR E – VOTING

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. 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 e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
7. In continuation to this Ministry's General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

- i. The voting period begins on 26th August, 2025 9:00 A.M and ends on 28th August, 2025 and 05:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd August, 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 demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid 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	<ol style="list-style-type: none"> 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. 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. 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 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.



<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 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 or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

non-individual shareholders in demat mode.

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

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> 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. <ul style="list-style-type: none"> 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 EVSN for the relevant < Sat Kartar Shopping 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.
- 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. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

xvii. 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; vivekrawal89@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 04 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 04 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall

be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

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



EXPLANATORY STATEMENT

ITEM NO. 04

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The Board of Directors, in its meeting held on 4th August, 2025, has approved the proposal to alter the Object Clause of the Memorandum of Association ("MOA") of the Company by inserting new sub-clauses 10, 11, 12, 13, 14 and 15 in Clause III (A) – the Main Objects of the Company, after the existing sub-clause 09, subject to the approval of the shareholders by way of a special resolution.

The proposed addition of sub-clauses is aimed at enabling the Company to diversify and expand its business activities in line with emerging opportunities and future plans. The proposed alteration shall facilitate the Company to enter into new areas of operations and align its object clause with the evolving business environment and long-term strategic goals.

The following new sub-clauses are proposed to be inserted after the existing sub-clause 09 in Clause III(A) of the MOA:

Clause 10. To carry on the business in India and abroad of manufacturing, developing, marketing, trading, importing, exporting, and retailing of curated spiritual offerings and wellness-related products including but not limited to rudraksha beads, gemstones, idols, yantras, incense sticks, puja items, meditation accessories, spiritual and astrology books, audio and video content and any other items related to spiritual practices and rituals.

To provide spiritual consultation including astrology consultation, online/offline spiritual education, meditation programs, healing sessions, and related services through digital platforms and physical centers in India and abroad, and to collaborate with spiritual teachers, healers, coaches, and practitioners from various traditions for the development and delivery of curated offerings in India and abroad.

To publish books, journals, digital content, and audiovisual material in relation to spirituality, consciousness, mindfulness, astrology and personal transformation.

Clause 11. To carry on the business of advertising in all our offices/ branches, including the planning, creating, designing, developing, buying, selling, and placing of advertisements in newspapers, magazines, journals, radio, television, internet, social media, outdoor hoardings, digital platforms, and any other media or medium now known or hereafter developed, and to act as advertising agency, consultants, and marketing promoters, including brand promotion and media planning or to appoint any advertising agency, consultants and marketing promoters etc for advertising.

To acquire, develop, purchase, lease, license, or otherwise obtain any copyrights, trademarks, designs, digital content, and intellectual property necessary for the execution of advertising and marketing assignments, and to hire or employ models, artists, influencers, copywriters, and other professionals required in the conduct of the advertising business.

Clause 12. To carry on the business of courier services, logistics, freight forwarding, cargo handling, transportation and delivery services, both domestic and international, including but not limited to the collection, dispatch, transport, and delivery of letters, parcels, packages, documents, goods, and consignments by land, air, sea, or any other mode of transport, and to act as agents, franchisees, contractors, or service providers in relation thereto.

To purchase, own, hire, lease, or otherwise acquire vehicles, warehouses, offices, communication systems and other infrastructure necessary for the operation and management of courier and logistics services, and to develop or operate tracking, routing, and delivery management systems, either manually or through digital platforms or technology-based applications.

Clause 13. To carry on the business of manufacturing, processing, assembling, fabricating, converting, altering, improving, packing, re-packing, labeling, grading, mixing, treating, and dealing in all kinds of goods including but not limited to Ayurveda products, nutraceuticals, merchandise, materials, components, products, and articles including but not limited to industrial, commercial, agricultural, consumer and capital goods, either directly or through collaboration, joint ventures, or any other arrangement in India or abroad. To establish, own, acquire, lease, or otherwise operate manufacturing units, factories, workshops, and production facilities for carrying out such activities and to procure, install, operate, and maintain plant, machinery, equipment, and tools necessary or incidental to the manufacturing and production process.

Clause 14. To design, develop, operate, maintain, and promote e-commerce platforms, online marketplaces, or digital portals for selling, reselling, trading, importing, exporting, or distributing a wide range of goods and services

including but not limited to those mentioned in above clause i.e. not limited to Ayurveda products and nutraceuticals. To provide allied services such as digital payments, logistics, warehousing, marketing, affiliate services, CRM, and IT support for e-commerce operations.

Clause 15. To engage in import and export of goods and services across global markets including but not limited to Ayurveda products and nutraceuticals included distribution, trading, licensing, franchising, or representation of Indian and foreign brands; To establish joint ventures, liaison offices, partnerships, or subsidiaries abroad and enter into agreements, contracts, or strategic alliances with international firms for trade, consultancy, marketing, or distribution purposes.

A copy of the existing and proposed Memorandum of Association of the Company is available for inspection by the members at the Registered Office of the Company on all working days between 11:00 a.m. and 1:00 p.m. up to the date of the Annual General Meeting.

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

The Board recommends the passing of the Special Resolution as set out in the Notice for approval by the members.

ITEM NO. 05

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

In accordance with the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the shareholders is required for entering into material related party transactions and/or transactions not in the ordinary course of business or not at arm's length basis.

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on 4th August, 2025, have approved the proposed related party transactions and recommended the same for the approval of the shareholders.

Information pursuant to SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021& under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

S.No.	Name of Related Parties	Mr, Manprit Singh Chadha	Plantomed Nutraceuticals Private Limited	Affiance Advertisement
1	Nature of Relationship	Promoter and COO	Subsidiary Company	Directors are partners in the firm
2	Value of Transaction	1,50,00,000	5,00,00,000	60,00,000
3	Nature of Transaction	Remuneration	Marketing and promotion and Procurement of Goods	Slot Telecast Charges
4	Tenure of the transaction	transactions for financial year 2025-26.	transactions for financial year 2025-26.	transactions for financial year 2025-26.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured, if secured, the nature of security	NA	NA	NA
6	Justification as to why the related party transaction is in the interest of the listed entity	The expertise, complementary strengths and competencies and facilities available within the Group are leveraged for enhancing operating efficiency through these transactions	These transactions are undertaken in furtherance of the ordinary course of business of the Company.	These transactions are undertaken in furtherance of the ordinary course of business of the Company.



These transactions are necessary for the smooth conduct of the business and are in the best interest of the Company.

None of the Directors, Key Managerial Personnel or their relatives, except to the extent of their interest in the respective related parties, are concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members by way of an Ordinary Resolution

ITEM NO. 6

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

APPROVAL OF MANAGERIAL REMUNERATION IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 197 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 ("the Act"), and Rules made thereunder, the Company is permitted to pay remuneration to its managerial personnel, including Managing Director/Whole-time Director/Manager, either within the limits specified under Section 197 or, in case of inadequacy or absence of profits, in accordance with the provisions of Schedule V of the Act.

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 4th August, 2025 approved the payment of remuneration to Managing Director and Other Executive Directors for the financial year 2025-2026, which may exceeds the limits specified under Section 197 of the Act.

In view of the limits prescribed under Section 197 read with Schedule V, the approval of the shareholders by way of a special resolution is required for payment of such remuneration.

The approval sought is in the interest of the Company.

The details of the remuneration and other terms are provided in the resolution accompanying this notice and mentioned below:

S.No	Name	Amount of Remuneration (In INR)
1.	Mr. Ved Prakash	54,00,000/-
2.	Mr. Sanjay Kumar	15,44,400/-
3.	Ms. Simrati Kaur	30,00,000/-
4.	Mr. Pranav Singh Chadha	30,93,600/-

None of the Directors, Key Managerial Personnel or their relatives, except Interested Director(s), are in any way concerned or interested in the said resolution.

The Board recommends the passing of the resolution set out at Item No. 6 as a Special Resolution.

Directors' Report

Dear Members,

The Board of Directors ("Board") of the Company have pleasure in presenting the **13th Annual Report** of **Sat Kartar Shopping Limited** ("the Company") together with the Audited Financial Statement for the financial year ended March 31, 2025.

1. Financial summary or highlights/Performance of the Company (Standalone)

PARTICULARS	«31.03.2025»	«31.03.2024 »
Revenue from operations and Other Income	16,368.36	12,810.96
Operating Profit (PBIDT)	1499.11	1,043.96
Interest Cost	53.94	51.79
Profit before Depreciation (PBDT)	1445.17	992.17
Depreciation	130.12	132.71
Profit before Tax	1315.05	859.46
Provision for Taxation	333.56	228.81
Profit after Tax	981.50	630.55

The Board's Report has been prepared based on the stand-alone financial statements of the company.

1. Operational Review:

- During the year, the net revenue from operations of your Company has increased tremendously from INR 12,810.96 (In Lakhs) in financial year 2023-2024 to INR 16,368.36 (In Lakhs) in the year 2024-2025.
- The Company's profit after tax stood at INR. 630.55 (In Lakhs) vis-à-vis INR. 981.50 (In Lakhs) in the previous year.

The Board is continuously working for the better performance of the Company in the years to come.

2. Dividend

During the year, the Board recommended and company paid final Dividend at ₹0.175 per equity share of face value ₹ 10/- each. in accordance with the provisions of the Companies Act, 2013 and LODR (Regulations), 2015.

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).

3. Reserves

An amount of vis INR. 981.50 (In Lakhs) has been transferred to reserves.

a. Change in the nature of business, if any

During the year on 09th April,2024 company passed Special Resolution for alteration of Memorandum of Association of Company focuses on single line of business i.e. marketing & selling of Ayurveda products online through any website, electronic media, social media, print media, online store and physical shop, showroom, factory outlets on B2B and B2C methods & any other mode wherein earlier the company was into business of Ayurveda products and spiritual offerings.

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

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



c. Listing of shares by way of Initial Public Offer (IPO) on NSE Emerge Platform

The shares of the Company were listed on the Small and Medium Enterprises (SME) Platform of the National Stock Exchange of India Limited (NSE Emerge) on 17th January, 2025.

4. Share Capital

Authorised Share Capital:

The Authorised Share Capital of the Company is Rs. 18,00,00,000/- (Rupees Eighteen Crore Only) divided into 1,80,00,000 (One Crore Eighty Lacs) equity shares of Rs. 10/- each.

Issued, Subscribed and Paid up share capital:

On 16th May 2024, the Company has allotted 93,019 equity shares by way of private placement. As a result, the paid up share capital of the Company has increased to Rs. 2,89,30,190 (Two Crore Eight Nine Lacs Thirty Thousand One Hundred Ninety) divided into 2893019 (Twenty Eight Lakh Ninety Three Thousand Nineteen) equity shares of Rs. 10/- each.

On 20th June, 2024 the Company has also allotted 86,79,057/- Bonus shares of Rs. 10/- each in the ration of 03:01. As a result of which the paid up share capital of the Company stood increased to Rs. 11,57,20,760/- (Eleven Crores Fifty Seven Lakh Twenty Thousand Seven Hundred Sixty) divided into 1,15,72,076 (One Crore Fifteen Lakh Seventy Two Thousand Seventy Six) equity shares of Rs. 10/- each.

On 15th January, 2025 the Company came out with an Initial Public Offer (IPO) of 41,72,800 equity shares having face value of Rs. 10/- after which the total paid up equity capital of the Company stood at Rs. 15,74,48,760/- (Fifteen Crores Seventy Four Lakh Forty Eight Thousand Seven Hundred Sixty) comprising 1,57,44,876 (One Crore Fifty Seven Lakh Forty Four Thousand Eight Hundred Seventy Six) equity shares of Rs. 10/- each.

5. Details of Dematerialization of Equity Shares

All the equity shares of the Company are held in the dematerialized form. The ISIN allocated to the Company is INE0NB801022. To provide service to the Shareholders, the Company has appointed Skyline Financial Services Private Limited having office at D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi -110020 as Registrar and Share Transfer Agent (RTA) of the Company.

6. 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 order affecting the going concern status and company's operations in future has been passed by any regulator or any court or other judicial bodies against the company.

7. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

The company has an internal control system, commensurate with the size, scale and complexity of its operations to ensure proper recording of financials and monitoring of operational effectiveness and compliance of various regulatory and statutory requirements.

8. Internal Auditor

The Company has appointed Mr. Ankush Molpariya as the internal auditor of the Company under section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company from time to time.

9. Details of Subsidiary/Joint Ventures/Associate Companies

As on March 31, 2025, Company doesn't have any Subsidiary & Joint Venture and Associate Companies at the end of the financial year.

10. Deposits

The deposit accepted by the company during the financial year are exempted deposits. Hence the provisions

of Section 73 and section 76 of the Companies Act 2013 and the Companies (acceptance of Deposit) Rule 2014 are considered as not applicable.

11. **Extract of Annual Return**

As per the amendment in Rule 12 of Companies (Management and Administration) Rules, 2014, a company shall not be required to attach the extract of annual return with the Board's Report in Form No. MGT-9, in case the web link of such annual return has been disclosed in the Board's report in accordance with sub-section (3) of section 92 of the Companies Act, 2013. The Annual return will be placed on the website of the company at the following link: <https://www.satkartar.in/investors>

12. **Corporate Governance**

The Company got listed on NSE Emerge platform on 17th January 2025. As the shares are listed on SME Platform of NSE, by virtue of Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of regulation 46 and Para C, D and E of schedule V are not applicable to the Company. Hence, the Corporate Governance Report does not form part of this Board's Report.

13. **Auditor and Auditors' Report**

As per the provisions of Section 139 & 142 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the members of the Company had appointed M/s Nidhi Bansal & Co., Chartered Accountants (Firm Registration No. 022073N) as the Statutory Auditors to hold office till the conclusion of the Annual General Meeting of the Company to be held in the year 2026.

There are no qualifications, reservations or adverse remarks made by the M/s Nidhi Bansal & Co., Auditors of Company in their Audit Report for the year under review.

14. **Secretarial Auditor and their Report**

The Company has appointed Rawal & Co having office at B- Wing, 6th Floor, GCS Tower, Near Delhi Jaipur Expressway, Sector -30 Gurgaon – 122001 a firm of Practicing Company Secretaries as the secretarial auditor of the Company under the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

There are no qualifications, reservations or adverse remarks made by Secretarial Auditor of Company in their Audit Report for the year under review which is attached as **Annexure- I** to this report.

15. **Directors & Key Managerial Personnel**

During the period under review, the Board of Directors of the Company duly constituted as per provisions of Companies Act, 2013.

Composition of Board of Directors:

The Board of Directors of Sat Kartar Shopping Limited is an optimum combination of Executive, Non-Executive Directors and Independent Directors. As on 31st March, 2025, The Board of company consists of Eight (8) Directors and Two KMP'S. The composition and category of Directors and KMP's are as follows:

Directors

S.No.	Name of Director	Designation	DIN
1	Mr. Ved Prakash	Managing Director	08591808
2	Mr. Pranav Singh Chadha	Director	08218407
3	Ms. Simriti Kaur	Director	10432136
4	Mr. Steve Austin Periera	Independent Director	08566688
5	Mr. Manoj Kumar Verma	Independent Director	10472822
6	Mr. Sunil Kumar Mehdiratta	Independent Director	01963477
7	Mr. Sanjay Kumar	Director	08218434
8	Ms. Richa Takkar	Non-Executive Director	09055080

**KMP'S**

S.No.	Name of KMP	Designation	PAN
1.	Mr. Devendra Kumar Arora	CFO	ABZPA7083M
2.	Ms. Himanshu Malik (Resigned w.e.f 2 nd July, 2025)	Company Secretary and Compliance Officer	APDPM5229H
3.	Ms. Sonal Seth (Appointed w.e.f 2 nd July, 2025)	Company Secretary and Compliance Officer	ARNPG0123E

The following changes have been made to the Board of Directors and Key Managerial personnel of the Company during the financial year 2024-2025:

S. no.	Name	Designation	Appointment/ Resignation	Date of Appointment/ Resignation
1	Mr. Ved Prakash	Managing Director	Change in Designation	01/05/2024
2	Mr. Devendra Kumar Arora	Chief Financial Officer	Appointment	01/05/2024
3	Mr. Steve Austin Periera	Additional Independent Director	Appointment	01/08/2024
4	Mr. Pranav Singh Chadha	Additional Director	Appointment	01/08/2024
5	Ms. Simriti Kaur	Additional Director	Appointment	01/08/2024
6	Mr. Pranav Singh Chadha	Director	Regularization	26/10/2024
7	Ms. Simriti Kaur	Director	Regularization	26/10/2024
8	Mr. Steve Austin Periera	Independent Director	Regularization	26/10/2024

16. Number of meetings of the Board of Directors held during the financial year 2024-2025

The boards of directors have met **30 times** during the year. The intervening gap between the two consecutive meetings was as prescribed under the provisions of the Companies Act 2013 and LODR (Regulations), 2015

S.No.	Date of Board Meeting	No. of Directors Eligible to attend	No. of Directors attended meeting
1	09/04/2024	05	04
2	15/04/2024	05	03
3	30/04/2024	05	04
4	03/05/2024	05	03
5	16/05/2024	05	05
6	03/06/2024	05	04
7	15/06/2024	05	04
8	20/06/2024	05	04
9	26/06/2024	05	04
10	12/07/2024	05	04
11	19/07/2024	05	04
12	30/07/2024	05	03
13	01/08/2024	05	03
14	12/08/2024	08	05
15	07/09/2024	08	04
16	13/09/2024	08	05
17	14/09/2024	08	04
18	19/09/2024	08	05
19	25/09/2024	08	05
20	05/10/2024	08	06
21	03/12/2024	08	04
22	31/12/2024	08	05

23	03/01/2024	08	03
24	04/01/2025	08	06
25	15/01/2025	08	05
26	15/01/2025	08	05
27	23/01/2025	08	05
28	01/02/2025	08	05
29	07/02/2025	08	05
30	24/03/2025	08	05

The necessary quorum was maintained in all the said meetings and proceedings during the meetings have been duly recorded in minutes' book maintained for the purpose.

17. Number of meetings of the Shareholder(s) held during the financial year 2024-2025

S.No.	Date of EGM /AGM	No. of Shareholders Eligible to attend	No. of Shareholders attended meeting
1	09.04.2024 (EGM)	11	06
2	01.05.2024 (EGM)	12	05
3	18.06.2024 (EGM)	12	06
4	01.07.2024 (EGM)	28	05
5	31.07.2024 (AGM)	28	05
6	26.10.2024 (EGM)	28	05

18. Declaration under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from Independent Directors

The Company has duly complied with the definition of 'Independence' in according to the provisions of Section 149(6) of the Companies Act, 2013 read with Schedule IV- Code of Independent Directors to the Companies Act, 2013 and Regulation 16 (1) (b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended). All the Independent Director/s, have submitted a declaration that he/she meets the criteria of independence and submit the declaration regarding the status of holding other directorships and memberships as provided under law. The Independent Directors have also confirmed that they have complied with the Company's code of conduct for Board and Senior Management as per Regulation 26(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The Independent Directors affirmed that none of them were aware of any circumstance or situation which could impair their ability to discharge their duties in an independent manner.

Opinion of the Board with regard to integrity, expertise and experience of the independent directors appointed during the year:

The Directors are satisfied with the performance of all the independent directors appointed during the year and are of the opinion that all the independent directors are persons of integrity and possess relevant experience and expertise.

19. Committees of the Board

As on March 31, 2025, the Board has constituted the following committees as required in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Stakeholders' Relationship Committee

The composition of each committee is mentioned below:

Audit Committee:



As per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Audit Committee has been constituted by the Board of Directors in its meeting on 26th June 2024.

The Committee reviews the adequacy and effectiveness of internal audit function and control systems, and such other items as may be prescribed by applicable laws or by the Board from time to time. As on date the Audit Committee comprises of:

S No.	Name of the Director	Designation in the Committee	Nature of Directorship
1.	Mr. Sunil Kumar Mehdiratta	Chairperson	Independent Director
2.	Mr. Manoj Kumar Verma	Member	Independent Director
3.	Mr. Ved Prakash	Member	Managing Director

The Compliance Officer shall act as Secretary to the Audit Committee.

The policy of the Audit Committee is available on the website of the Company at: <https://www.satkartar.in/investors>

During the Financial year 2024-2025, three meetings of the Audit Committee were held on 14th September 2024 & 3rd January 2025 and 10th February, 2025.

The Nomination and Remuneration Committee:

As per the provisions of Section 178 of the Companies Act, 2013 (the "Act") and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Nomination and Remuneration Committee has been constituted by the Board of Directors in its meeting on 26th June 2024.

It shall review, acts on and reports to the Board with respect to various governance, nomination, compensation and performance evaluation matters. The Committee works with full autonomy and is free of any managerial interference. As on date the Nomination and Remuneration Committee comprises of:

S No.	Name of the Director	Designation in the Committee	Nature of Directorship
1.	Mr. Manoj Kumar Verma	Chairperson	Independent Director
2.	Mr. Sunil Kumar Mehdiratta	Member	Independent Director
3.	Ms. Richa Takkar	Member	Non-Executive Director

The Compliance Officer shall act as Secretary to the Nomination and Remuneration Committee.

The policy of the Nomination and Remuneration Committee is available on the website of the Company at: <https://www.satkartar.in/investors>

During the Financial year 2024-2025, one meeting of the Nomination and Remuneration Committee was held on 1st August 2024.

The Stakeholder Relationship Committee:

As per the provisions of Section 178 of the Companies Act, 2013 (the "Act") and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Stakeholder Relationship Committee has been constituted by the Board of Directors in its meeting on 26th June 2024.

This Committee is responsible for redressing the grievances of shareholders, investors or other security holders including complaints related to transfer or transmission of shares, non-receipt of dividends, annual reports and such other grievances as may be raised by the security holders from time to time. As on date the Stakeholder Relationship Committee comprises of:

S No.	Name of the Director	Designation in the Committee	Nature of Directorship
1.	Ms. Richa Takkar	Chairperson	Non- executive Non-Independent Director
2.	Mr. Manoj Kumar Verma	Member	Independent Director

3.	Mr. Ved Prakash	Member	Managing Director
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The Compliance Officer and company secretary will act as Secretary to the Stakeholder Relationship Committee.

The policy of the Stakeholder Relationship Committee is available on the website of the Company at: <https://www.satkartar.in/investors>

During the Financial year 2024-2025, two meetings of the Stakeholder Relationship Committee were held on 3rd July 2024 & 4th March 2025.

20. Particulars of contracts or arrangements made with related parties pursuant to section 188 of the Companies Act 2013

The details of the contracts or arrangements made with related parties as defined under section 188 of the Companies Act 2013 during the financial year are detailed under **"Annexure -II"**

21. Disclosure under sexual harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013

Our Company has always believed in providing a safe and harassment free workplace for every individual working in the Company premises. Company always endeavors to create and provide an environment that is free from any discrimination and harassment. For this purpose, the Board of Directors has adopted a policy on "Prevention of Sexual Harassment" in line with the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules thereunder.

Further, during the financial year ended March 31, 2025, there is no complaints received pertaining to sexual harassment.

22. Prevention of Insider Trading

In compliance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the Company has formulated and adopted the "Code of Conduct for prohibition of Insider Trading". The object of the Insider Trading Code is to set framework, rules and procedures which all concerned should follow, both in letter and spirit, while trading in the securities of the Company. The Insider Trading Code is available at: <https://www.satkartar.in/investors>

23. Establishment of Vigil Mechanism/Whistle Blower Policy:

Pursuant to the provisions of section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meeting of Board and it powers) Rules, 2014 and the Listing Regulations, the Company has adopted Whistle Blower Policy/Vigil Mechanism. The Policy provides for a channel to report genuine concerns about unethical behaviour, actual or suspected fraud or violation of companies policies. The Whistle Blower Policy of the Company is available at the following link: <https://www.satkartar.in/investors>

24. Compliance with Applicable Secretarial standards

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

25. Maintenance of Cost Records

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

26. Particulars of loans, guarantees, or Investments made under Section 186 of the Companies Act, 2013

The Loans, Guarantees and Investment made during the financial year was in accordance with the provisions of the Companies Act, 2013 and rules made thereunder and the same has been discussed in the audited financials enclosed.

27. Unsecured loan from Directors

During the financial Year 2024-2025, no unsecured loan were received from the directors of the Company.

**28. Familiarisation Program For Independent Directors**

Regular interactions are held between statutory and internal auditors and independent directors. Monthly / quarterly updates on relevant statutory, regulatory changes are circulated to the Directors.

The Directors were also informed of key developments in the Company. Learning and development sessions for Independent Directors are conducted, as may be required on relevant business topics. The internal newsletters of the Company, the press releases, news in media about the Company are circulated to all the Directors so that they are updated about the operations of the Company. Certain programmes / activities are merged with the Board/Committee meetings to suit the convenience of Directors.

29. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, the Board of Directors has carried out an annual evaluation of its own performance, the performance of its Committees, and of individual Directors. The evaluation process was conducted through a structured questionnaire covering various aspects such as board composition, diversity, strategy, risk management, and the effectiveness of meetings. Feedback was also sought from the Directors for the improvement of the overall functioning of the Board. The outcome of the evaluation reflected the overall engagement and effectiveness of the Board and its Committees in discharging their responsibilities.

30. Compliance with Maternity benefit Act, 1961

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

31. Downstream Investment

During the financial year under review, the Company has not made any downstream investment as defined under the Foreign Exchange Management Rules, 2019.(FEMA) Accordingly, the provisions relating to downstream investment and associated compliance requirements are not applicable to the Company for the reporting period.

32. Reporting of Fraud

During the year under review, the Statutory Auditor in their report have not reported any instances of frauds committed in the Company by its Officers or Employees under section 143(12) of the Companies Act, 2013.

33. The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016 during the year along with their status as at the end of the financial year

During the FY 2024-25, no proceeding has been initiated under Insolvency and Bankruptcy Code for default in payment of debt. Further, the Company has also not initiated any proceedings against the defaulting entities. However, it had lodged its claim with the resolution professional/liquidator appointed for defaulting listed companies.

34. Details of difference between the amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the bank or financial institutions along with the reasons thereof

During the period under review,, there has been no one time settlement accordingly no valuation were done for this purpose.

35. Particular of Employees

The information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company, is enclosed as **Annexure III** and forms part of this Report.

Further, as per the provisions specified in Chapter XIII of Companies (Appointment & Remuneration of Managerial Personnel) Amendment Rules, 2016 one of employees of the Company was in receipt of remuneration exceeding Rs. 1,02,00,000/- per annum, if employed for whole of the year or Rs. 8,50,000/- per month if employed for part of the year.

36. Corporate Social Responsibility

The Board approved a policy for Corporate Social Responsibility (CSR) in its meeting held on 26th June, 2024.

The CSR policy of the Company is available at: <https://www.satkartar.in/investors>

The Company is not required to constitute a Corporate Social Responsibility Committee since the amount required to be spent by the company on CSR activities for the financial year 2024-2025 does not exceed Rs.50,00,000/- (Rupees Fifty lakhs).

The provision of CSR is applicable to the Company for the financial year 2024-2025 as the Company has satisfied the criteria of Net profit to comply the CSR provisions under the Companies Act 2013 as on 31st March 2024. Further, the information pursuant to Section 134(3)(O) of the Companies Act, 2013 and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014 are given in **Annexure – IV** outlining the main initiatives during the year under review.

The projects that will be undertaken will be within the broad framework of Schedule VII of the Companies Act, 2013.

37. Management Discussion and Analysis

The Management Discussion and Analysis as required in terms of the Listing Regulations is annexed to the report as **Annexure V** and is incorporated herein by reference and forms an integral part of this report.

38. Details of conservation of energy, technology absorption, foreign exchange earnings and outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. Conservation of energy:

Though energy does not form a significant portion of the cost of the company yet wherever possible and feasible, continuous efforts are being put for conservation of energy and minimize power cost.

B. Technology absorption:

The company does not have a separate in house research and development center and is relying on the outside agencies for technology absorption, adoption and innovation.

C. Foreign exchange earnings and Outgo:

During the year, the Company made foreign currency payments amounting to USD 557,158.28 (equivalent to 5,09,70,672.70) and AED 301.99 (equivalent to 7,169.86). These payments were made in the ordinary course of business.

39. 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 had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

40. SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralized web-based complaints redressal system. The salient



features of this system are the 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. The 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. The Company has received complaints on the SCORES during the financial year 2024-2025 which were successfully resolved by the Company.

41. Acknowledgements

The Directors take this opportunity to place on record their sincere appreciation for the support received during the year from the investors through their overwhelming response to the Company's initial public offering and the employees who put in significant efforts to ensure the success of the Company. The Directors also take this opportunity to acknowledge the support received from all our external supporters such as the Central and State government authorities, the National Stock Exchange of India Limited, Banks and financial institutions, depositories, analysts, advisors, suppliers and other business partners for their support during the year.

**For and on behalf of the Company
For Sat Kartar Shopping Limited**

Place:-New Delhi
Date:- 04.08.2025

Sd/-

Ved Prakash

Managing Director

DIN: 08591808

Address: F -223, 3rd Floor,
Rishi Nagar, Rani Bagh,
North West Delhi, Saraswati Vihar
Delhi -110034

Sd/-

Sanjay Kumar

Director

DIN: 08218434

Address: S/O Ram Lal, C 1/10 Ground Floor
Bhagwati Garden Extension,
Near Dwarka Mor, Uttam Nagar,
Mohan Garden, West Delhi, Delhi -110059

CHAIRMAN'S DECLARATION ON COMPLIANCE WITH THE CODE OF CONDUCT DECLARATION

As provided under Regulation 17(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby declared that all members of the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct of the Board of Directors and Senior Management for the financial year ended March 31, 2025.

For and on behalf of Board of Directors

Sd/-
Manprit Singh Chadha
Promoter

Place:-New Delhi
Date:- 04.08.2025

**CHIEF FINANCIAL OFFICER CERTIFICATION UNDER REGULATION 17(8) OF SEBI (LODR) REGULATIONS**

To
The Board of Directors
Sat Kartar Shopping Limited

I, Devender Kumar Arora, Chief Financial Officer of Sat Kartar Shopping Limited, hereby certify that:

- a. I have reviewed financial statements and the cash flow statement for the year ended March 31, 2025 and that to the best of my knowledge and belief:
- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year that are fraudulent, illegal, or violative of the Company's code of conduct.
- c. I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps taken or proposed to be taken to rectify these deficiencies.
- d. I have indicated to the auditors and the Audit Committee:
- significant changes, if any, in internal control over financial reporting during the year;
- significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Sat Kartar Shopping Limited

Place:-New Delhi
Date:- 04.08.2025

Sd/-
Devender Kumar Arora
Chief Financial Officer

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

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

**To,
The Members,
SAT KARTAR SHOPPING LIMITED
603, 6th Floor, Mercantile House, KG Marg,
Delhi-, 110001.**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sat Kartar Shopping Limited ("the Company"). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Auditor's responsibility

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards require that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

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 from April 01, 2024 to March 31, 2025 ("the audit period") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanisms in place to the extent and in the manner reporting made hereinafter along with.

Annexure-A attached to this report:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); (Not applicable to the Company during the Audit Period)
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. **(Not applicable to the Company during the Audit Period);**
 - b. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period);**
 - 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit Period);**
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit Period);**

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder ("Listing Regulations").

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. made thereunder.

We further report that

The company got listed on NSE Emerge Platform on **17th January, 2025** through Initial Public Offer of **41,72,800** equity shares.

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 audit period were carried out in compliance with the provisions of the Act and Listing Regulations.

Adequate notice was given to all directors to schedule Board meetings, agenda and detailed notes on agenda were sent at least seven days in advance or on shorter notice subject to ratifications in next meeting. 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 decisions at Board meetings and Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

There were certain amendments in the Memorandum of Association and Articles of Association of the Company during the period under report which are as follows:

- i. Company has changed its Main Object by alteration of Memorandum of Association vide Special Resolution dated 09th April, 2024.

We also report that based on the information provided and representations made by the Company, there were adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

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

For Sat Kartar Shopping Limited

Place:-Gurugram
Date:- 04.08.2025

For RAWAL & CO.
(Company Secretaries)
FRN: S2020UP717200

Sd/-
Vivek Rawal
(Proprietor)

M. NO.: 43231

CP NO.: 22431

Peer Review No.: 5722/2024
UDIN: A043231G000925233

ANNEXURE-A

To,
The Members,
SAT KARTAR SHOPPING LIMITED
603, 6th Floor, Mercantile House, KG Marg,
Delhi-, 110001.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. During the course of our examination of the books and records of the Company carried out in accordance with generally accepted practices in India, we have neither come across any instance of material fraud on or by the Company, nor the Company has noticed and reported any such case during the year and accordingly the Company has not informed us of any such case.

For Sat Kartar Shopping Limited

Place:-Gurugram
Date:- 04.08.2025

For RAWAL & CO.
(Company Secretaries)
FRN: S2020UP717200

Sd/-
Vivek Rawal
(Proprietor)
M. NO.: 43231
CP NO.: 22431
Peer Review No.: 5722/2024
UDIN: A043231G000925233

**ANNEXURE-II**

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 arm's length transaction under third proviso thereto.

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

All contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 are at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis

All the transactions were entered by the Company in ordinary course of business and were in arm's length basis:

Name of the Related Party	Nature of Relationship	Nature of contract/ agreement/ transactions	Duration of contract/ agreement/ transactions	Salient terms of contracts or agreements, or transactions including the value	Date(s) of approval by the Board, if any:	Amount paid as advances
Manprit Singh Chadha	COO and Promoter of the Company	Remuneration	One year	Salary paid as per the terms of the employment with the company	09/04/2024	NIL
Abhishek Prakash	Relative of Managing Director	Salary	One year	Salary paid as per the terms of the employment with the company	09/04/2024	NIL
SK Sarthi Pvt Ltd	Entity Under Significant Control	Advances Against Supply of Goods/ Services	One year	Supply of Goods	09/04/2024	3,20,60,000/-
Affiance Advertisement	Partner are the director in the company	Slot Telecast Charges	One year	Slot Telecast Charges	09/04/2024	NIL
SK Sarthi Pvt Ltd	Entity Under Significant Control	Marketing and Promotion expenses	One year	Marketing and Promotion expenses	09/04/2024	NIL
SK Sarthi Pvt Ltd	Entity Under Significant Control	Sale of goods	One year	Sale of goods	09/04/2024	NIL
SK Sarthi Pvt Ltd	Entity Under Significant Control	Purchase of goods	One year	Purchase of goods	09/04/2024	NIL
Ajooni Life Sciences Pvt Ltd	Entity Under Significant Control	Purchase of goods	One year	Purchase of goods	09/04/2024	NIL
Ajooni Life Sciences Pvt Ltd	Entity Under Significant Control	Sale of goods	One year	Sale of goods	09/04/2024	NIL
Paramjit Singh Chadha	Shareholder	Rent Paid	One year	Rent Paid	09/04/2024	NIL
Archana Chadha	Shareholder	Rent Paid	One year	Rent Paid	09/04/2024	NIL

The Company has entered into contracts or arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013. However, all such transactions are entered into in the ordinary course of business and in the option of the Board all such transaction are at arm's length. Accordingly, by virtue of third proviso to Section 188(1) of the Act, no approval of the Board or General Meeting as referred to in Section 188(1) and its first proviso is required for such transactions.

ANNEXURE-III

PARTICULARS OF EMPLOYEE

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year under review and the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year under review:

Name of the Director	Designation	Ratio of remuneration of each Director to median remuneration of employees	% increase in remuneration in FY 2024-2025
Ved Prakash	Managing Director	20.42 : 01	Same
Sanjay Kumar	Director	05.86 : 01	31.05%
Pranav Singh Chadha	Director	11.39 : 01	-
Simrati Kaur	Director	11.75 : 01	-
Richa Takkar	Non-Executive Director	0.45 : 01	-
Sunil Kumar Mehdiratta	Independent Director	0.45 : 01	-
Manoj Kumar Verma	Independent Director	0.45 : 01	-
Steve Austin Pereira	Independent Director	0.45 : 01	-
Devender Kumar Arora	Chief Financial Officer	7.06 : 01	-
Himanshu Malik	Company Secretary	5.28 : 01	-

Median remuneration of all the employees of the Company for the financial year 2024-2025 is Rs. 2,63,376/-

- b. **The percentage increase/decrease in the median remuneration of employees in the financial year under review:**

Majority of the employees were hired in the second half of the financial year under review, therefore there is no comparable increase in the median remuneration during the financial year under review.

- c. **The number of permanent employees on the rolls of company as on 31st March 2025:**

922 employees

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

Percentile Increase for Employees other than Managerial Personnel:

Percentile Increase for Managerial Personnel:

Justification: Due to Performance-Based incentives which are not part of regular salary increases, Role Expansion and Bonus.

- e. Affirmation that the remuneration is as per the remuneration policy of the company.

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.



- f. The names of the top ten employees in terms of remuneration drawn is as provided hereunder

Details of the top ten employees in terms of remuneration drawn from the period 1st April 2024 to 31st March 2025:

Names of employees who are in receipt of aggregate remuneration of not less than rupees one crore and two lakh during the FY2024-2025 or not less than rupees eight lakh and fifty-thousand per month (if employed for part of the FY24-25)

Name of the Employee	Designation	Remuneration	qualification	Qualification & experience	Date of commencement of employment	Age	Last employment held	% shareholding	Whether any such employee is a relative of a director or manager
Manprit Singh Chadha	COO	1,41,00,000	CA	32 Years	29.12.2012	56 Years	CFO at Pan India Motors Private Limited	20.96%	Yes

For and on behalf of the Company
For Sat Kartar Shopping Limited

Place:-New Delhi
Date:- 04.08.2025

Sd/-
Ved Prakash
Managing Director
DIN: 08591808
Address: F -223, 3rd Floor,
Rishi Nagar, Rani Bagh,
North West Delhi, Saraswati Vihar
Delhi -110034

Sd/-
Sanjay Kumar
Director
DIN: 08218434
Address: S/O Ram Lal, C 1/10 Ground Floor
Bhagwati Garden Extention,
Near Dwarka Mor, Uttam Nagar,
Mohan Garden, West Delhi, Delhi -110059

ANNEXURE- IV

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

1. Brief outline on CSR Policy of the Company.

During the financial year ended March 31, 2025, the Company incurred CSR contribution of INR 10,00,000/- (Rupees Ten Lakhs Only). The CSR initiatives of the Company were under the area of **Mid-day Meal**

2. Composition of CSR Committee: Not Applicable as Expenditure below 50 Lakhs

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
			Not applicable	

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

<https://www.satkartar.in/investors>

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report): Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

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

6. Average net profit of the company as per section 135(5): INR 4,48,97,747/-

7.

a. Two percent of average net profit of the company as per section 135(5): INR 8,97,960/-

b. Surplus arising out of the CSR projects or programmes or activities of the previous FY: NIL

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

d. Total CSR obligation for the financial year (7a+7b-7c): INR 8,97,960/-

8.

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

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
10,00,000/-	-	-	-	-	-

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



(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.

b. Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)		
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
-	-	-	-	-	-	-	-	-	-

c. Amount spent in Administrative Overheads: NIL

d. Amount spent on Impact Assessment, if applicable: NIL

e. Total amount spent for the Financial Year (8b+8c+8d+8e): INR 10,00,000/-

f. Excess amount for set off, if any

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	8,97,960
(ii)	Total amount spent for the Financial Year	10,00,000
(iii)	Excess amount spent for the financial year [(ii)-(i)]	1,02,040
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	1,02,040

9.

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

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

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
-----	-----	-----	-----	-----	-----	-----	-----	-----

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

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- a. Date of creation or acquisition of the capital asset(s): NIL
- b. Amount of CSR spent for creation or acquisition of capital asset: NIL
- c. Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc: NIL
- d. Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset): NIL

11. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Not Applicable

For and on behalf of the Company
For Sat Kartar Shopping Limited

Place:-New Delhi
Date:- 04.08.2025

Sd/-
Ved Prakash
Managing Director
DIN: 08591808
Address: F -223, 3rd Floor,
Rishi Nagar, Rani Bagh,
North West Delhi, Saraswati Vihar
Delhi -110034

Sd/-
Sanjay Kumar
Director
DIN: 08218434
Address: S/O Ram Lal, C 1/10 Ground Floor
Bhagwati Garden Extention,
Near Dwarka Mor, Uttam Nagar,
Mohan Garden, West Delhi, Delhi -110059



INDEPENDENT AUDITOR'S REPORT

THE MEMBERS OF
SAT KARTAR SHOPPING LIMITED

I. Report on the Audit of the Financial Statements

1. Opinion

- A. We have audited the accompanying Financial Statements of SAT KARTAR SHOPPING LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss and Cash Flow statement for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").
- B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit/loss for the year ended on that date.

2. Basis for Opinion

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

Key Audit Matter(s)

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, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

3. Other Information - Board of Directors' Report

- A. The Company's Board of Directors is responsible for the preparation and presentation of its report (herein after called as "Board Report") which comprises various information required under section 134(3) of the Companies Act 2013 but does not include the financial statements and our auditor's report thereon. Our opinions on the financial statements, does not cover the Board Report and we do not express any form of assurance conclusion thereon.
- B. In connection with our audit of the financial statements, our responsibility is to read the Board Report and in doing so, consider whether the Board Report 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, in this Board Report, we are required to report that fact. We have nothing to report in this regard.

4. Management's Responsibility for the Financial Statements

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

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to

cease operations, or has no realistic alternative but to do so.

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

5. Auditor's Responsibilities for the Audit of the Financial Statements

- A. 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.
- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - i. Identify and assess the risks of material misstatement of the standalone 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.
 - ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
 - iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - iv. 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.
 - v. 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.
- C. Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.
- D. 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.
- E. 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.

II. Report on Other Legal and Regulatory Requirements

6. As required by Section 143(3) of the Act, based on our audit 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 dealt with by this Report are in agreement with the relevant books of account.
- D. In our opinion, the aforesaid financial statements comply with the AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- E. On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified, as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- F. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- G. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
7. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Nidhi Bansal & Co.
Chartered Accountants

Dated: 17.05.2025
Place: New Delhi

Sd/-
(Varun Gupta)
(Partner)
Membership No. 503070
Audit Firm Reg. No. 022073N
Amber tower, Commercial
Complex Azadpur Delhi 110033
UDIN-25503070BMHBVR9655

Annexure A to the Independent Auditor's Report

Report on the Internal Financial Controls over Financial Reporting under clause (i) of the Sub-section 3 of the Section 143 of the Companies Act, 2013 ('The Act')

In conjunction with our audit of the standalone financial statements of Sat Kartar Shopping Limited ("the Company") as at and for the year ended 31st March 2025, we have audited the internal financial controls over financial reporting of the Company as of that date.

Management's Responsibility for Internal Financial Controls

The Respective Board of Directors of the Holding Company and its subsidiary are 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the company's internal financial controls over financial reporting based on our Audit. We conducted our audit in accordance with the Guidance note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an Audit of Internal Financial Controls. These standards and guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our Audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the Auditor's Judgment, including the assessment of the risk 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 and the company's internal financial control 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 these 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 authorization 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 Limitation of Internal Financial Controls over Financial Reporting

Because of the inherent limitation 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 Holding 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 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over

For Nidhi Bansal & Co.
Chartered Accountants

Dated: 17.05.2025
Place: New Delhi

Sd/-
(Varun Gupta)
(Partner)

Membership No. 503070
Audit Firm Reg. No. 022073N
Amber tower, Commercial
Complex Azadpur Delhi 110033
UDIN-25503070BMHBVR9655



ANNEXURE TO THE AUDITORS' REPORT

(Referred to in our Audit Report of even date to the Members SAT KARTAR SHOPPING LIMITED on the Accounts for the period ended on 31st March, 2025)

(i) (a)	<p>A. The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.</p> <p>B. Based on the information and explanations given to us and on the basis of our examination of the records of the Company, we note that the Company has capitalized expenditure incurred on an advertisement film shoot during the year as an intangible asset. In our opinion, the recognition is in accordance with the applicable accounting standard and the Company's policy, considering the expected future economic benefits. The Company is maintaining proper records showing full particulars of the intangible asset.</p>
(i) (b)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programmed of physical verification of its Property, plant and equipment by which all Property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programmed, certain Property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
(i) (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 immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
(i) (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 or both during the year.
(i) (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 initiated or pending against the Company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
(ii) (a)	The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records of inventory.
(ii) (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 borrowed any working capital limits/ Loans more than Rs. 5 crores from any banks.
(iii)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, The company has not provided any investments, guarantees, security, or loans, nor has it granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships, or any other parties during the year.
(iii)(a)	<p>(A) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted any loans to subsidiaries</p> <p>(B) Based on the audit procedures carried out by us and according to the information and explanations given to us, the Company has granted loans during the year to related parties. The details given below</p>
(iii)(b)	According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.
(iii)(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 given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
(iii)(d)	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 overdue amount for more than ninety days in respect of loans given.
(iii)(e)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the over dues of existing loans given to the same party.
(iii)(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 given any 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, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.
(v)	The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
(vi)	According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(l) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.
(vii)(a)	The Company does not have liability in respect of Sales tax, Service tax, Duty of excise and Value added tax, GST, Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues during the year.
(vii)(b)	According to the information and explanations given to us, there are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of disputes.
(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 did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable
(ix) (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 government or government authority.
(ix) (c)	According to the information and explanations given to us by the management, the Company utilized term loans were applied for the purpose for which the loans were obtained.
(ix) (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 have been raised on short-term basis by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.
(ix)(e)	According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
(ix) (f)	According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
(x)(a)	The Company has raised funds amounting to ₹33.80 crores through an Initial Public Offering (IPO) during the year. As on March 31, 2025, a portion of the proceeds remains unutilized and has been temporarily invested in fixed deposits with a scheduled commercial bank in accordance with applicable regulations. The utilization of funds so far has been in line with the objects stated in the Prospectus, except for 0.34 is overrun due to underestimation of IPO fee and this is to be adjusted with FD interest proceeds of unutilized IPO amount.
(x)(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 made private placement of shares during the year. Accordingly, the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.
(x)(c)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, The Company has issued bonus shares in the ratio of 3:1 during the year. The bonus issue has been made in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, and the issue has been appropriately disclosed in the financial statements.
(xi)(a)	Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit
(xi)(b)	According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 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.
(xi)(c)	No whistle blower complaints has received by the Company during the year Hence no further reporting is required.
(xii)	According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.



(xiii)	In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.
(xiv) (a)	Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
(xiv) (b)	We have considered the internal audit reports of the Company issued till date for the period under audit.
(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 its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
(xvi) (a)	The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
(xvi) (b)	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.
(xvi) (c)	The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
(xvi) (d)	According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
(xvii)	The Company has not incurred cash losses in the current 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, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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)	In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable

Sd/-

For NidhiBansal & Co.
Chartered Accountants

Dated: 17.05.2025
Place: New Delhi

(Varun Gupta)
(Partner)
Membership No. 503070
Audit Firm Reg. No. 022073N
Amber tower, Commercial
Complex Azadpur Delhi 110033
UDIN-25503070BMHBVR9655

BALANCE SHEET

AS AT 31ST MARCH, 2025

(Amount in Rs. lakhs)

Particulars	Note No.	As at 31st March, 2025	As at 31st March, 2024
I. EQUITY AND LIABILITIES :			
Shareholder's Funds			
Share Capital	2	1,574.49	280.00
Reserves and Surplus	3	3,575.57	663.33
Non-Current Liabilities			
Long Term Borrowings	4	198.87	52.07
Current Liabilities			
Short Term Borrowings	5	393.04	125.92
Trade Payables	6		
Total outstanding dues of Micro & Small Enterprises		127.91	25.56
Total outstanding dues other than Micro & Small Enterprises		290.07	561.44
Other Current Liabilities	7	112.03	467.11
Short Term Provisions	8	101.88	-
TOTAL		6,373.86	2,175.43
II. ASSETS :-			
Non-Current Assets			
Property, Plant and Equipment.	9	592.08	269.03
Capital Work-in-Progress - Software		28.02	
Non-Current Investment	10	81.72	538.18
Long Term Loans and Advances	11	135.09	121.35
Deferred Tax Assets	12	71.02	51.89
Current Assets			
Current Investment	13	-	2.10
Trade Receivables	14	597.83	231.02
Inventory in Hand		456.03	56.25
Cash and Cash Equivalents	15	3,069.96	251.88
Short Term Loans and Advances	16	647.68	384.56
Other Current Assets	17	694.42	269.18
TOTAL		6,373.86	2,175.43

The accompanying Notes form an integral part of the Financial Statements

As per our separate report of even date annexed

For NIDHI BANSAL & CO
 CHARTERED ACCOUNTANTS (FRN: 022073N)

Sd/-
 (Varun Gupta)
 Partner
 M. No. 503070
 UDIN: 25503070BMHBVR9655
 Date: 17.05.2025
 Place: New Delhi

Sd/-
 (Ved Prakash)
 Managing Director
 DIN: 08591808

Sd/-
 (Himanshu Malik)
 Company Secretary
 M. No. F8651

For Sat Kartar Shopping Limited
 (CIN: L52590DL2012PLC238241)

Sd/-
 (Sanjay Kumar)
 Director
 DIN: 08218434

Sd/-
 (Devender Kumar Arora)
 Chief Financial Officer

**PROFIT AND LOSS STATEMENT**

AS AT 31ST MARCH, 2025

(Amount in Rs. lakhs)

	Particulars	Note No.	Period Ended 31st March, 2025	As at 31st March, 2024
I.	Revenue from Operations	18	16,292.13	12,790.93
	Less: Excise Duty		-	-
			16,292.13	12,790.93
II.	Other Incomes	19	76.23	20.03
III.	Total Revenue (I + II)		16,368.36	12,810.96
IV.	Expenses:			
	Cost of Material Sold	20	899.99	903.06
	Employee Benefit Expenses	21	2,760.13	2,958.53
	Finance Costs	22	53.94	51.79
	Other Expenses	23	11,209.12	7,905.41
	Depreciation and Amortization Expenses	9	130.12	132.71
	Total		15,053.31	11,951.50
V.	Profit before Exceptional and Extraordinary		1,315.05	859.46
	Items and Tax (III - IV)			
VI.	Exceptional Items - Prior Period Items		-	-
VII.	Profit before Extraordinary Items and Tax (V - VI)		1,315.05	859.46
VIII.	Extra Ordinary Items- Change in Depreciation Policy			
IX.	Profit before Tax (VII - VIII)		1,315.05	859.46
X.	Tax Expense:			
	(1) Current tax		352.69	232.79
	(2) Deferred Tax Asset		(19.13)	(8.86)
	(3) Tax Adjustment for earlier years		-	4.97
XI.	Profit/ (Loss) for the period from Continuing Operations (IX - X)		981.5	630.55
XII.	Profit/ (Loss) for the Period (XI + XIV)		981.5	630.55
XIII.	Earnings Per Equity Share	24		
	(1) Basic		7.37	22.52
	(2) Diluted		7.37	22.52

The accompanying Notes form an integral part of the Financial Statements

As per our separate report of even date annexed

For NIDHI BANSAL & CO
CHARTERED ACCOUNTANTS (FRN: 022073N)Sd/-
(Varun Gupta)

Partner

M. No. 503070

UDIN: 25503070BMHBVR9655

Date: 17.05.2025

Place: New Delhi

Sd/-
(Ved Prakash)
Managing Director
DIN: 08591808Sd/-
(Himanshu Malik)
Company Secretary
M. No. F8651For Sat Kartar Shopping Limited
(CIN: L52590DL2012PLC238241)Sd/-
(Sanjay Kumar)
Director
DIN: 08218434
Sd/-
(Devender Kumar Arora)
Chief Financial Officer



Notes to Accounts to Financial Statements

AS AT 31ST MARCH, 2025

(Amount in Rs. lakhs)

2 Share Capital :-

				31st March,2025	31st March, 2024
(a) Authorised Capital					
1,80,00,000 Equity Share Of Rs. 10/- Each				1,800	1,800
(b) Issued, Subscribed and Paid up Capital					
1,57,44,876 Equity Shares of Rs. 10/- Each, Fully Paid up				1,574.49	280
(P. Y.28,00,000 Equity Shares of Rs. 10/- Each, Fully Paid up)					
				1,574.49	280
a) During the Period Ended on May 16,2024 company has issued 93,019 Equity Shares of Rs 10/- per share at a Premiun of Rs 205 per share					
b) During the Period Ended on June 20,2024 company has issued 86,79,057 Equity shares of Rs 10/- as Bonus Shares to the existing shareholders					
C) The Company issued 41,72,800 Equity shares of Rs 10/- per share at a Premium of Rs 71 per shares through SME IPO					
(c) Reconciliation of the number of shares:-					
			31st March,2025	31st March, 2024	
	No.	Amount		No.	Amount
Equity shares at the beginning of the year Rs. 10/- Each	2,800,000	280		2,800,000	280
Issue of Equity Shares (Private Placement)	93,019	9.3			
Issue of Bonus Shares	8,679,057	867.91			
Issue of Equity Shares (IPO)	4,172,800	417.28			
Equity shares at the end of the Period	15,744,876	1,574.49		2,800,000	280
(d) Terms/Rights attached to equity shares :-					
The company has only one class of Equity Shares having par value of Rs. 10/- per Share Each holder of equity is entitled to one vote per share					



(e) Rights, preferences and restrictions attached to shares

The Company has one class of equity shares having a par value of 10 each. Each shareholder is eligible for one vote per share held and carry a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

(f) Details of shareholders holding having more than 5% shares :-

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

(f) Details of shareholders holding having more than 5% shares :-

Total

31st March, 2025

31st March, 2024

No.

Amount

% of Holding

No.

Amount

% of Holding

Equity shares of Rs. 10/- each (P.Y. Rs. 1/- Each)

1	Ajooni Wellness Private Limited	5,712,000	571.2	36.28%	1,428,000	142.8	51.00%
2	Manprit Singh Chadha	3,300,320	330.03	20.96%	640,000	64	22.86%
3	Shreya Jain			0.00%	140,000	14	5.00%
Total		9,012,320		57.24%	2,068,000		78.86%

Notes to Accounts to Financial Statements

AS AT 31ST MARCH, 2025
(Amount in Rs. lakhs)

3 Reserve and Surplus:-

	31st March, 2025	31st March, 2024
(a) Securities Premium		
As per last Balance Sheet	0.3	0.3
Add :- Premium recd on issue of shares	3,153.38	
Less :- Issue of Bonus shares	-190.99	
Less :- IPO Expenses	-349.83	
Closing Balance	2,612.86	0.3
(b) Surplus i.e. Balance in the Statement of Profit & Loss		
As per last Balance Sheet	663.03	257.18
Add:- Profit during the year	981.5	630.55
Less:- Bonus Shares Issued during the year	-676.92	-210
Less:- Dividend Paid	-4.9	-14.7
	962.71	663.03
Total Reserve and Surplus	3,575.57	663.33

4 Long Term Borrowings:-

	31st March, 2025	31st March, 2024
From Others (Unsecured):		
ICICI Bank Personal loan	-	13.01
From Bank (Secured against relevant Asset):		
Loans from Various Banks & NBFC	198.87	39.06
	198.87	52.07

5 Short Term Borrowings:-

From Bank:-		
Bank OD from NBFC	309.28	0.002
Loans from Various Banks repayable within one Year	83.76	125.92
	393.04	125.92

6 Trade Payables :-

Sundry Creditors Outstanding	417.98	587
MSME	127.91	25.56
0-6 Months	127.91	25.56
6-12 Months	-	-
1-2 Years	-	-
2-3 Years	-	-
Above 3 Years	-	-



Others	290.07	561.44
0-6 Months	255.68	514.58
6-12 Months	-	1.48
1-2 Years	34.4	41.26
2-3 Years	-	-
Above 3 Years	-	4.13
	417.98	587

7 Other Current Liabilities & Provisions:-

	31st March,2025	31st March,2024
Duties & Taxes:		
EPF Payable	6.6	3.52
ESI Payable	1.41	0.65
Sales Tax Receivable	-0.26	-0.26
TDS Payable	27.29	41.04
GST Payable	-108.41	10.62
	-73.37	55.57
Advance from Customer:-	-	98.69
	-	98.69
Expenses Payable		
Staff Salary Payable	158.98	178.69
Bonus payable	14.9	28.42
Other Payable	0.25	82.18
Dividend Payable	-	13.23
Audit Fees Payable	1.8	1.35
Postage & courier payable	9.48	8.97
	185.41	312.84
	112.03	467.11

8 Short Term Provisions:-

Provision for Gratuity	75.36	
Provision for Income Tax (Net of TDS)	26.52	-
	101.88	-

9 Fixed Assets (Tangible):-

Gross Block	739.04	750.01
Addition During the year	490.42	50.96
TOTAL	1,229.46	800.98
Less :- Deletion	80.38	61.94
Total	1,149.09	739.04
Less: P.Y. Depreciation	470.01	337.3
Less:- Dep. During the year	130.12	132.71
Less:- Adjustment due to Deletion	-43.13	
Net Block	592.08	269.03

10 Non Current Investments :-

Advance for Purchase of Properties		
DLF Urban Private Limited	-	351.33
Sobha Limited	-	81.96
Investment in Unquoted 2568 shares of :-		-
Plantomed Neutraceuticals Pvt Ltd	29.28	
Investment in Properties		
Old Rajendera Nagar Delhi	52.45	104.89
	81.72	538.18

11 Long Term Loans and Advances:-

Security Deposit	135.09	121.35
	135.09	121.35

12 Net Deferred Tax Assets / (Liability) :-

Deferred tax assets on :-		
Fixed Assets		
WDV as per companies act	592.08	269.03
WDV as per income tax act	798.88	475.17
Provision for Gratuity	75.36	-
Gross deferred tax asset (A)	71.02	51.89
Deferred tax liability on :-		
Opening Deffered Tax Assets	51.89	43.03
Net deferred tax assets/(liability) (A-B)	19.13	8.86

13 Current Investments Investment in Cryptocurrency

Crypto Currency (BTC)	-	2.1
	-	2.1

14 Trade Receivable :-

Sundry Debtors Outstanding		
0-6 Months	597.31	224.06
6-12 Months	0.53	2.77
1-2 Years	-	-
2-3 Years	-	0.14
Above 3 Years	-	4.06
	597.83	231.02

15 Cash and Bank Balances:-

Cash & Cash Equivalents		
Cash in Hand	8.8	8.55
Imprest Account	2.02	1.73
Balance with Banks-ICICI Current A/c 164205000033	0.68	1.16
ICICI Bank Private Placement 034305005386	0.49	-
ICICI IPO Current A/c - 164205000709	1.42	
HDFC Bank-13867630000091	1.1	7.96
ICICI Bank Current Account 1642050000410	444.04	95.61
ICICI Bank Current Account 796	-	14.7
ICICI Bank 135205001011	2.59	1.91
State Bank Of India - 205	17.29	-



State Bank Of India - 79742	41.92	120.26
ICICI Bank A/c - 135205001642	1.15	
Balance with NBFC OD Account	0.02	-
Fixed Deposits with Bank including accrued interest	2,548.46	
	3,069.96	251.88

16 Short Term Loans and Advances:-

Short Term advances to Parties	236.54	309.22
Short Term advances to Related Parties	320.6	25.5
Advance to staff	90.54	49.83
	647.68	384.56

17 Other Current Assets:-

Pre-paid expenses	275.2	9.52
TDS Receivable	2.46	1.97
Income Tax refund	-	15.14
Advance to Vendors	416.77	242.54
	694.42	269.18

18 Revenue from Operations:-

Sales of Goods	16,290.09	12,762.47
Sale of Slot	2.04	28.47
	16,292.13	12,790.93

19 Other Income:-

Discount Received	0.46	0.36
Interest Received	37.93	
Profit on sale of Fixed Assets	-0.05	15.42
Misc. Income	30.31	4.2
Short & Excess		0.06
Profit on sale of investment	7.59	
	76.23	20.03

20 Cost of Material Sold:-

Opening Stock	56.25	33.6
Add :Purchases	1,299.77	925.7
Less: Closing Stock	456.03	56.25
Cost Of Purchases	899.99	903.06

21 Employee Benefit Expenses:-

Salary	2,188.17	2,519.33
Director Remmunration	87.38	99.34
Director Remmunration (Sitting Fee)	4.3	0.9
Staff Welfare Exp	104.91	91.19
Provision for Gratuity	75.36	
Bonus and Freelance charges	14.9	50.59
Employer's Contribution to EPF	32.83	21.35
Employers Cont. to ESI	10.78	5.96
Incentives to Employee	230.1	169.87

Other Expenses	11.41	-
	2,760.13	2,958.53

22 Finance Cost:-

Bank Charges	3.25	0.7
Interest on Loan	27.11	25.95
Interest on Car Loan	15.63	21.97
Loan Processing Fees	4.54	3.17
Other Charges	3.41	-
	53.94	51.79

23 Other Expenses:-

Advertisement Charges	7,604.96	5,453.73
Audit Fee	3.65	2.5
Bad Debts Written off	2.1	27.26
Business Promotion	36.37	49.17
Commision & Brokerage	151.45	69.52
Communication Expenses	121.81	96.61
Conveyance Exp	160.51	51.69
Courier Charges	697.66	639.94
CSR Expense	10	-
Donation	0.21	-
Electricity Charges	183.22	131.52
Fees & Taxes	10.98	10.93
Freight & Cartage	1.49	1.34
House Keeping Expenses	84.02	64.99
Insurance Expenses	11.11	8.71
Internet Expenses	29.97	19.1
Legal Professional Charges	64.29	83.37
Office Expenses	58.7	53.58
Other Exp	58.23	28.38
Packing Material	87.58	66.81
Printing & Stationery Exp	54.92	52.25
Rental Exp	875.27	682.11
Repair & Maintance	122.32	89.9
Retainership Charges	688.59	153.1
ROC Filling Fees	0.6	14.6
Short & Excess	0.04	-
Software Exp	19.66	2.2
Travelling Expenses	50.92	39.45
Water Charges	18.48	12.67
	11,209.12	7,905.41

24 Earning Per Share (As per AS-20):-

Profit After Tax	98,149,708	63,054,964
Profit after tax attributable to ordinary shareholders	98,149,708	63,054,964
No. of ordinary Shares	15,744,876	2,800,000
Nominal Value of ordinary Shares	10	10
Basic Earning Per Share	7.37	22.52



Diluted Earning Per Share	7.37	22.52
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25 Net Deferred Tax Assets / (Liability) :-

Deferred tax assets on :-		
Fixed Assets & Provision for Gratuity	71	52
Gross deferred tax asset (A)	71	52
Deferred tax liability on :-	-	-
Opening Deferred Tax Assets		
Net deferred tax assets/(liability) (A-B)	71	52

26 The Auditor Remuneration for the year for Statutory and Tax Audit and other professional charges :

	Audit Fees	Other Charges
Period from 2024-25	3.65	2
F.Y. 2023-24	2.5	2

27 Previous year's figures have been rearranged/ regrouped wherever necessary to make them comparable with current figures

For NIDHI BANSAL & CO
CHARTERED ACCOUNTANTS (FRN: 022073N)

Sd/-
(Varun Gupta)
Partner
M. No. 503070
UDIN: 25503070BMHBVR9655
Date: 17.05.2025
Place: New Delhi

Sd/-
(Ved Prakash)
Managing Director
DIN: 08591808

Sd/-
(Himanshu Malik)
Company Secretary
M. No. F8651

For Sat Kartar Shopping Limited
(CIN: L52590DL2012PLC238241)

Sd/-
(Sanjay Kumar)
Director
DIN: 08218434

Sd/-
(Devender Kumar Arora)
Chief Financial Officer

(All amounts in Indian Rs in Lacs, unless otherwise stated)

Notes 1

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS AS ON 31-3-2025

1. SIGNIFICANT ACCOUNTING POLICIES:-

1.1. GENERAL

The financial statements have been prepared in accordance with accounting standards specified by the Institute of Chartered Accountants of India. Accounting policies not specifically referred to otherwise are consistent and in accordance with generally accepted accounting principles.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (SIGNIFICANT ACCOUNTING POLICIES & OTHER EXPLANATORY NOTES):-

2.1. BASIS OF PREPARATION

These standalone financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortized cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realization in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

These standalone financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction.

Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognized in the statement of profit and loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The material accounting policy information related to preparation of the standalone financial statements have been discussed in the respective notes.

2.2. USE OF ESTIMATES AND JUDGMENTS

The preparation of standalone financial statements in conformity with the recognition and measurement principles of Accounting Standards requires management of the Company to make estimates and judgments that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of standalone financial statements and the reported amounts of income and expenses for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected.

The Company uses the following critical accounting judgments, estimates and assumptions in preparation of its standalone financial statements:

2.3. PROVISION FOR INCOME TAX AND DEFERRED TAX ASSETS



The Company uses judgments based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Accordingly, the Company exercises its judgment to reassess the carrying amount of deferred tax assets at the end of each reporting period.

2.4. PROVISIONS AND CONTINGENT LIABILITIES

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgments to assess contingent liabilities. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the standalone financial statements.

2.5. EMPLOYEE BENEFITS

The Company has adopted the Accounting Standard 15- Employee Benefits prescribed under the Companies (Accounting Standards) Rules, 2006. 'Employee benefits include provident fund, bonus and gratuity benefits. The Company's obligation towards various employee benefits has been recognized as follows:

Short Term Employee Benefits:-

All employee benefits payable wholly within twelve months of rendering the service are short-term employee benefits. Benefits such as salaries, wages and bonus, wages, etc., are recognized in the Profit and Loss statement in the period in which the employee renders the related service. Defined Contribution Plans:-

The Company's contribution to provident fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made. Defined benefits plans –

For defined-benefit plans, the amount recognized in the Balance Sheet is the present value of the defined-benefit obligation less the fair value of any plan assets. The present value of the defined benefit obligation is the present value of expected future payments required to settle the obligation resulting from employee service in the current and prior periods. The discount rate used is the market yields on government bonds at the Balance Sheet date with remaining terms to maturity approximating those of the Company's obligations.

Actuarial gains and losses in respect of post employment and other long-term benefits are charged to the Statement of Profit and Loss.

2.6. Leases

■ Finance lease

Assets taken on finance lease are capitalized at fair value or net present value of the minimum lease payments, whichever is less.

Lease payments are apportioned between the finance charges and outstanding liability in respect of assets taken on lease.

■ Operating Lease

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term are classified as operating lease. Lease rent are recognized as an expense in the Statement of Profit and Loss on a straight line basis over the lease term.

2.7. PROVISINS, CONTINGENT LIABILITIES AND ASSETS

A provision is recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of obligation. A Contingent Liability is recognized for :-

A present obligation that arises from past events but is not recognized as a provision because either the possibility that an outflow of resources embodying economic benefit will be required to settle the obligation is remote or reliable estimate of the amount of the obligation can not be made.

A possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within control of the company.

Contingent assets are neither accounted for nor disclosed in the financial statements.

2.8. Intangible assets

Separately acquired intangible assets:-

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalized development cost, are not capitalized and the related expenditure is reflected in statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

2.9. Depreciation and amortization

Depreciation on property, plant and equipment is provided on prorated basis on straight line method using the useful lives of the assets estimated by the management and in

the manner prescribed in Schedule II of the Companies Act 2013. The estimated life of various assets is as follows:

Building	30 Years
Motor Cycle	10 Years
Electrical equipment's	10 Years
Furniture and Fixture	10 Years
Motor Car	8 Years
Office Equipment	5 Years
Computer and Software	3Years
Advertisement film	3Years

2.10. Inventories

Inventories are carried at lower of cost and net realizable value. Cost is Computed on First in First Out (FIFO) method. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges. Finished goods include appropriate proportion of overheads.

2.11. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise of cash at bank and in hand and short term investments with an original maturity of three months or less. Earmarked balances with bank, margin money or security against borrowings, guarantees and other commitments, if any shall be treated separately from cash and cash equivalent.

2.12. Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.13. Taxes on Income :-



Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax for timing difference between the book profits and tax profits is accounted for using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets arising from the timing differences are recognized to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Keeping in view the taxable income of the company provision for tax has been made for Rs 352.69

The company has followed the deferred tax accounting method. Consequently, the company has accounted for a Deferred Tax assets arising out of timing difference during the year of Rs. (19.13).

Particulars	Deferred Tax asset/ (liability) as at 31.3.2024	Tax effect of timing differences during the year	Deferred Tax asset/(liability) as at 31.3.2025
Deferred Tax Asset:			
Excess of block of fixed assets as per Income Tax Act as compared to Companies Act	51.89	(0.16)	52.05
Provision for Gratuity	-	(18.96)	18.96
Total	51.89	(19.13)	71.02
Deferred Tax Liability:			
Excess of block of fixed assets as per Companies Act as compared to Income Tax Act			
Net deferred Tax Asset/ (Liability)	51.89	19.13	71.02

2.14. Other income

Interest income is recognized on time proportion basis. Rental income is recognized on accrual basis.

2.15. Revenue Recognition:-

All the term of costs/expenditure and revenue/ Income have been accounted for an accrual Basis.

Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

Trade Receivables, Trade Payables, Loans & Advances, Security Deposits and Unsecured Loans have been taken at their book value subject to confirmation and Realization

Contingent Liabilities not provided for Rs NIL (previous Year Rs NIL)

As the company's business activity falls within a single primary business segment viz Herbal Products , the disclosure requirements of Accounting Standards (AS-17) Segment Reporting issued by the Institute of Chartered Accountants of India are not applicable

There are no dues outstanding to Micro and Small Enterprises for a period exceeding 45 days as at the balance sheet date. Details of Dues to Micro and Small Enterprises as per MSMED Act 2006 :-

Particulars	2024-25	2023-24
The Principal amount and the Interest due thereon (to be shown Separately) remaining unpaid to any supplier at the end of each accounting Year	127.91	25.56
The amount of Interest paid by the buyer in term of the section 16 of the Micro , Small and Medium Enterprises Development Act 2006 along with the amount of payment made to the Suppliers beyond the appointed day during the each accounting year	0.00	0.00
The amount of Interest due and payable in making payment (which have been paid but beyond the appointed day during the Year) but without adding Interest specified under The Micro , Small and Medium Enterprises Development Act 2006	0.00	0.00
The amount of Interest accrued and remaining unpaid at the end of each accounting Year	0.00	0.00

The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to small enterprises for the purpose of disallowance as deductible expenditure under section 23 of Micro, Small and Medium Enterprises Development Act 2006	0.00	0.00
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Previous year's figures have been regrouped and rearranged wherever considered necessary.

All other information required to be given is either Nil or not applicable.

2.16. Foreign Currency Transactions And Translations

■ Initial recognition:-

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

■ Measurement Of Foreign Currency Monetary Items At The Balance Sheet Date:-

Foreign currency monetary items (other than derivative contracts) of the Company outstanding at the Balance Sheet date are restated at the year-end rates. Exchange differences arising out of these translations are charged to the Statement of Profit and Loss."

■ Foreign Currency Payments During the Year :-

During the year, the Company made foreign currency payments amounting to USD 557,158.28 (equivalent to ₹5,09,70,672.70) and AED 301.99 (equivalent to 7,169.86). These payments were made in the ordinary course of business.

2.17. Investments

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties.

The company has invested Rs 29.28 lac in shares of Plantomed Neutraceuticals Pvt Ltd. This investment is classified as a long-term investment and is recorded at cost, less any provision for permanent diminution in value, if applicable.

2.18. Government Grants

This is not applicable to the this concern.

2.19. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.20. Related Party Disclosures

Related party disclosures as required under Accounting Standard 18 (AS-18) will be shown separately in the Balance Sheet as Note No 27.

The above disclosure is in addition to the existing notes and policies and has been appropriately included as per the instructions provided.

2.21. Earning Per Share :-

Basic Earning Per share are calculated by dividing the Net Profit or Loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year .

For Calculating Diluted earning per share, The Net Profit or Loss for the Year attributable to equity shareholders and the weighted average number of Equity Shares outstanding during the year are adjusted for the effects of all dilutive potential Equity Shares.

2.22. Financial Ratios (As per Schedule III Requirements)



Particulars	Formula	Numerator	Denominator	Ratio as on 31.03.2025
(a) Current Ratio	Current Assets / Current Liabilities	Current Assets	Current Liabilities	5.33
(b) Debt-Equity Ratio	Total Debt / Equity	Total Debt	Equity	0.13
(c) Debt Service Coverage Ratio	EBITDA / (Principal + Interest)	Earning available for debt service	Interest + Principal	1.88
(d) Return on Equity	Net Profit after Tax / Shareholder's Funds	Net Profit after Tax	Shareholder's Funds	0.19
(e) Inventory Turnover Ratio	Cost of Goods Sold / Clo. Inventory	COGS	Clo. Inventory	35.73
(f) Trade Receivables Turnover	Credit Sales / Clo. Receivables	Credit Sales	Clo. Trade Receivables	27.25
(g) Trade Payables Turnover	Credit Purchases / Clo. Payables	Credit Purchases	Clo. Payables	2.15
(h) Net Capital Turnover	Revenue / Working Capital	Sales	Working Capital	3.67
(i) Net Profit Ratio	Net Profit / Revenue	Net Profit	Sales	0.06
(j) Return on Capital Employed	EBIT / Capital Employed	EBIT	Equity + Long-Term Liabilities	0.25
(k) Return on Investment	EBIT / Shareholder's Equity	EBIT	Equity	0.27

2.23. Dividend Declaration

The Board of Directors has declared a final dividend of ₹0.70 per equity share of ₹10 each for the financial year 2024–25, subject to approval by the shareholders at the ensuing Annual General Meeting.

Cash Flow Statement

AS AT 31ST MARCH, 2025

(Amount in Rs. lakhs)

Particulars	Amount	Amount	Amount	Amount
	31 st March, 2025	31 st March, 2024		
Operating Activity:-				
Net Profit Before Tax		1,315.05		859.46
Adjustment For				
Amt Written off	2.1		27.26	
Finance cost	53.94		51.79	
Depreciation	130.12		132.71	
Profit / Loss on sale of Fixed assets / Investment	-7.54		-15.42	
Provision for Gratuity	75.36			
Interest received	-37.93			
		216.05		196.34
Operating Profit Before Working Capital Change		1,531.11		1,055.80
Changes in working capital:-				
(Increase)/Decrease in Inventories	-399.78		-22.64	
(Increase)/Decrease in Trade receivables	-368.91		-361.89	
(Increase)/Decrease in Current Investment	2.1			
(Increase)/Decrease in Short Term Loans and Advances	-263.12		7.86	
(Increase)/Decrease in other Current Assets	-425.24		-1.66	
Increase/(Decrease) in Trade Payable	-169.02		213.5	
Increase/(Decrease) in short Term Borrowings	267.12		-7.08	
Increase/(Decrease) in Other Current Liabilities	355.07	-1711.93	115.89	-56.03
		-180.82		999.77
Income Tax & CSR Paid / (Refund)		326.17		295.52
	(A)	-506.99	(A)	704.25
Investing activity:-				
Increase / (Decrease) in Fixed Assets	-518.44		-50.96	
Sale of Fixed Assets	37.2		62.02	
Purchase of Investments	464.05		-255.06	
Cash advances and loans made to other parties	-13.74	-30.93	-17.15	-261.16
	(B)	-30.93	(B)	-261.16
Financing Activities:-				
Interest received	37.93			
Finance cost	-53.94		-51.79	
Taken of Long Term Borrowings	146.8		-190.17	
Proceeds from Issue of share capital (Net of exp)	3,230.13			
Dividend Paid	-4.9	3,356.01	-14.7	-256.66
	(C)	3,356.01	(C)	-256.66
Net (Increase)/(Decrease) in A, B & C) in Cash & Cash equivalents		2,818.09		186.43
Opening Cash & Cash Equilent		251.88		65.44
Closing Cash & Cash Equilent*		3,069.96		251.88
* Comprises				-
Cash in hand		10.82		10.28
Cheques in hand		-		-
Balance with Banks		510.68		241.59
Fixed Deposit		2,548.46		
		2,818.09		186.43



Calculation of Depreciation During the Year

Details	Opening Balance as on 01.4.2024	Addition during the year	Sale out during the year	Dep. On new assets	Dep. On old assets	Total Dep	Closing Balance as on 31.03.2025
Computer & Asseseries:-							
				-		-	-
Computer accessories	3.68	2.65		0.75	0.96	1.71	4.62
Laptop	6.2				3.76	3.76	2.45
Printer (tamil nadu)		0.18		0.1		0.1	0.08
Printers	1.8	0.53		0.17	1.1	1.27	1.05
Firewall		14.19		8.94		8.94	5.25
Projector		0.57		0.03		0.03	0.54
						-	-
	11.68	18.11	-	9.99	5.82	15.81	13.98
Office Equipmtent 1:-							
Camera	1				0.45	0.45	0.55
Television	0.49				0.22	0.22	0.27
Office Equipmtent	3.95	0.07		0.03	1.2	1.23	2.8
Mobile Phone	11.12	6.81		1.72	5.26	6.98	10.94
Micron System (Tamilnadu)	3.81				1.72	1.72	2.09
	20.36	6.88	-	1.75	8.84	10.59	16.65
Furniture & Fixture:-							
Furniture	1.15	3.14		0.62	0.3	0.92	3.37
Sofa	0	0.09		0.0013	0.05	0.05	0
Chair	2.13				0.55	0.55	1.58
	3.49	3.22	-	0.63	0.9	1.53	5.18
Electric Installation:-							
Air Conditioner	0.13	0.87		0.2	0.03	0.23	0.77
UPS batteries	1	0.4		0.05	0.26	0.31	1.09
Microwave	0.33	0.15		0.009	0.09	0.09	0.38
Freeze	0.12	1.03		0.21	0.03	0.24	0.91
Other electric enstalation	0.05				0.01	0.01	0.04
Biometric machine		1.05		0.21		0.21	0.85
	1.63	3.5	-	0.67	0.42	1.09	4.04
Motor Car:-							
Car-ELite I-20	2.97		2.87		0.1	0.1	0
Car Verna	3.29				1.03	1.03	2.26
Hundai I Venue	2.33				0.73	0.73	1.61
Hundai I Venue	2.33				0.73	0.73	1.61
CLA 200	8.51				2.66	2.66	5.85
Land Cruiser	44.26		34.38		9.88	9.88	-

Rolls Royce	127.21				39.73	39.73	87.48
Scooty Activa 5G	0.08				0.03	0.03	0.06
XUV 3XO		15.54		1.61		1.61	13.93
XUV 700		25.68		3.54		3.54	22.14
Car 19		207.92		16.9		16.9	191.02
Car 13	13.18				4.12	4.12	9.06
Wagon R	4.82				1.51	1.51	3.32
Swift Dzire -2	1.42				0.44	0.44	0.98
Vento Car-1	2.01				0.63	0.63	1.38
	-					-	-
	212	249	37	22	62	84	340.68

Intangible Assets:-

Advertisement film		204.85		3.11		3.11	201.74
Software	19.45	4.73		2.86	11.52	14.38	9.8
	19.45	209.57	-	5.97	11.52	17.48	211.55
Total	269.03	490.42	37.25	41.05	89.08	130.12	592.08



Notes to Accounts to Financial Statements Notes to

AS AT 31ST MARCH, 2025

(Amount in Rs. lakhs)

27 Related Party Disclosure:-

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

S.No.	Name of the Related Party	Relationship
1	Manprit Singh Chadha	Promoters/COO
2	Ajooni Wellness Private Limited	Corporate Promoter
3	SK Sarthi Private Limited	Entity Under Significant Control
4	(Previously Known as Monica Infratech Private Limited)	
5	Affiance Advertising	Partner are the director in the company
6	Ved Prakash	Managing Director
7	Paramjit Singh Chadha	Shareholder
8	Abhishek Prakash	Relative of Managing Director
9	Sanjay Kumar	Director
10	Pranav Singh Chadha	Director
11	Simrati Kaur	Director
12	Ajooni Life Sciences Pvt Ltd	Entity Under Significant Control
13	Manoj Verma	Independent Director
14	Sunil Kumar Mehdiratta	Independent Director
14	Steve Austin Pereira	Independent Director
16	Richa Takkar	Non Executive Director
17	Archana Chadha	Shareholder
18	Himanshu Malik	Company Secretary
19	Devender Kumar Arora	Chief Financial Officer

Nature of Transactions with related party:-

a) Salary paid to Individual over which key management personnel & their relatives are able to exercise significant influence:-

SI No	Name of Related party	Nature of Transaction	Amount
1	Manprit Singh Chadha	Salary Paid	141
2	Abhishek Prakash	Salary Paid	9.67
3	Sanjay Kumar	Salary Paid	13.97
4	Ved Prakash	Salary Paid	48.78
5	Pranav Singh Chadha	Salary Paid	13.54
6	Simrati Kaur	Salary Paid	17.79
7	Himanshu Malik	Salary Paid	13.92
8	Devender Kumar Arora	Salary Paid	18.6
9	Manoj Verma	Sitting Fee	1.2
10	Sunil Kumar Mehdiratta	Sitting Fee	1.2
11	Richa Takkar	Sitting Fee	1.2
12	Steve Austin Pereira	Sitting Fee	0.7

b) Enterprises/ Individual over which key management personnel & their relatives are able to exercise significant influence:-

Advances Against Supply of Goods/Services

SI No	Name of Related party	Amount
1	SK Sarthi Pvt Ltd	320.6

c) Other Expenses paid to Individual or other enteties over which key management personnel & their relatives are able to exercise significant influence:-

Sl No	Name of Related party	Nature of Transaction	Amount
1	Affiance Advertisement	Slot Telecast Charges	14.79
2	SK Sarthi Pvt Ltd	Marketing and Promotion expenses	5.8
3	SK Sarthi Pvt Ltd	Sale	2.55
4	SK Sarthi Pvt Ltd	Purchase	218.57
5	Ajooni Life Sciences Pvt Ltd	Purchase	13.38
6	Ajooni Life Sciences Pvt Ltd	Sale	10.46
7	Paramjit Singh Chadha	Rent	4.4
8	Archana Chadha	Rent	2.75

28 Cryptocurrency:-

	During the year company has not deal with the Cryptocurrency , hence further reporting is not required
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Additional Regulatory Information

AS AT 31ST MARCH, 2025

(Amount in Rs. lakhs)

Disclosure of Ratios	Formula	Numerator	Denominator	31st March, 2025	31st March, 2024
a) Current ratio	"Current Assets/ Current Liabilities"	Current Assets	Current Liabilities	5.33	0.68
b) Debt-Equity ratio	Total Debt/ Total Equity	Long Term Debt + Short Term Debt	Shareholder equity	0.13	0.19
c) Debt service coverage ratio	EBITDA/ (Principal + Interest)	Earning Before Interest, tax, Depreciation & Amortisation	Total principal + Interest on Borrowings	1.88	20.16
d) Return on equity ratio	Profit after Tax/ Equity	Earning After Interest, tax, Depreciation & Amortisation	Closing Shareholder's Equity	0.19	2.25
e) Inventory turnover ratio	"Cost of Goods Sold/ Closing Inventory"	Turnover	Closing Inventory	35.73	16.05
f) Trade receivables turnover ratio	"Credit Sales/ Closing Trade Receivables"	Net Credit Sales	Closing Trade Receivable	27.25	55.37
g) Trade payables turnover ratio	"Credit Purchases/ Closing Trade Payables"	Net Credit Purchase	Closing Trade Payable	2.15	1.58
h) Net capital turnover ratio	Sales/ Working Capital	Total Sales	Closing Working Capital	3.67	13.56
i) Net profit ratio	Net Profit/ Sales	Net Profit	Net Sales	0.06	0.05
j) Return on capital employed	"EBIT/ (Shareholder's Equity + Long term Liabilities)"	Earning Before Interest & tax	Capital employed	0.25	0.92
k) Return on investment	EBIT / Shareholder's Equity	Earning Before Interest and Tax	Shareholder's Equity	0.27	0.97

For NIDHI BANSAL & CO
CHARTERED ACCOUNTANTS (FRN: 022073N)

Sd/-
(Varun Gupta)
Partner
M. No. 503070
UDIN: 25503070BMHBVR9655
Date: 17.05.2025
Place: New Delhi

Sd/-
(Ved Prakash)
Managing Director
DIN: 08591808

Sd/-
(Himanshu Malik)
Company Secretary
M. No. F8651

For Sat Kartar Shopping Limited
(CIN: L52590DL2012PLC238241)

Sd/-
(Sanjay Kumar)
Director
DIN: 08218434
Sd/-
(Devender Kumar Arora)
Chief Financial Officer