



# ON DOOR CONCEPTS LIMITED

(Formerly Known as On Door Concepts Private Limited)

CIN: L52100MP2014PLC033570 Email id - info@ondoor.com Contact No. 0755-4509561

Registered Office Address – 1<sup>st</sup> and 2<sup>nd</sup> Floor, Plot No. 13 Railway Colony, E-8 Arera Colony, Bhopal,  
Madhya Pradesh- 462039

Date: September 04, 2025

To,  
Listing Department,  
National Stock Exchange of India Limited- EMERGE,  
Exchange Plaza, Plot No. C-1, G Block,  
BandraKurla Complex, Bandra (East),  
Mumbai- 400051

NSE SME SYMBOL- ONDOOR  
ISIN: INE00ER01015

**Subject: Regulation 34- Submission of Annual Report for the Financial Year 2024-25**

Respected Sir/ Madam,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report of the Company for the financial year 2024-25.

In compliance with relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Company has commenced the dispatch of the Annual Report for the financial year 2024-25 along with the Notice of the AGM to its Members through electronic mode only, today i.e. Thursday, September 04, 2025.

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI Listing Regulations, as amended from time to time, the Company is providing e-voting facility to its members to exercise their right to vote by electronic means on the businesses specified in the Notice of the 11<sup>th</sup> AGM of the Company ("Remote e-voting").

The cut-off date is Friday, September 19, 2025 for the purpose of determining the members eligible to vote on the resolutions as set out in the Notice of the 11<sup>th</sup> AGM or to attend the AGM of the Company.

The voting rights of Members shall be in the proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 19, 2025.

The e-voting shall commence at 09:00 AM (IST) on Tuesday, 23<sup>rd</sup> September, 2025 and ends at 05:00 PM (IST) on Thursday, 25<sup>th</sup> September, 2025.

The information contained in this intimation is also available on the Company's website [www.ondoor.com](http://www.ondoor.com) and on the website of the National Stock Exchange of India Limited [www.nseindia.com](http://www.nseindia.com).

The Annual Report for the FY 2024-25 along with Notice of the AGM are being made available on the Company's website [www.ondoor.com](http://www.ondoor.com).



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Madhya Pradesh- 462039

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We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

**FOR ON DOOR CONCEPTS LIMITED**

**NARENDRA SINGH BAPNA**

**CHAIRMAN & MANAGING DIRECTOR**

**DIN: 03201953**

# **11<sup>th</sup> ANNUAL REPORT FOR FINANCIAL YEAR 2024-25**



**ON DOOR CONCEPTS LIMITED**  
(CIN: L52100MP2014PLC033570)

**REGISTERED OFFICE: 1<sup>ST</sup> AND 2<sup>ND</sup> FLOOR, PLOT NO. 13, RAILWAY COLONY,  
E-8, ARERA COLONY, BHOPAL, MADHYA PRADESH- 462039**



## **TABLE OF CONTENTS**

CORPORATE INFORMATION	03
COMPANY'S PROFILE	09
MD's MESSAGE TO STAKEHOLDERS	13
NOTICE OF 11 <sup>TH</sup> ANNUAL GENERAL MEETING	14
BOARD'S REPORT	31
MANAGEMENT DISCUSSION AND ANALYSIS REPORT	48
SECRETARIAL AUDIT REPORT	53
PARTICULARS OF REMUNERATION	58
INDEPENDENT AUDITOR'S REPORT	60
STANDALONE BALANCE SHEET	75
STANDALONE PROFIT AND LOSS ACCOUNT	76
STANDALONE CASH FLOW STATEMENT	77
NOTES FORMING PART OF FINANCIAL STATEMENTS	78



## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS:**



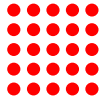
**Mr. Narendra Singh Bapna**  
**(Chairman & Managing Director)**

Aged 56 years, is the Managing Director of our Company. He has completed his Bachelor of Commerce from Bhopal University. He is a Chartered Accountant from ICAI, passed out in May 1992. He is having over 18 years of experience of running a NSB BPO Solutions Ltd., the Company engaged in the business of rendering services to back office related processes to telecom, banking and financial institutions and is also engaged in the business of trading in grocery items and vegetables. In 2014, he founded On Door to venture into Retail Sector. He looks after the overall business development, quality control, E Commerce and sourcing of material.



**Mr. Pramod Ramdas Ingle**  
**(Whole-time Director)**

Aged 54 years, is the Whole Time Director of our Company. He has completed his Bachelor of Commerce from Barkatullah Vishwavidyalaya, Bhopal. He is a Chartered Accountant and admitted as an associate member of ICAI, in February 1998. He has been associated for more than 18 years as promoter with a NSB BPO Solutions Ltd., the Company engaged in the business of rendering services to back office related processes to telecom, banking and financial institutions and is also engaged in the business of trading in grocery items and vegetables. He has been serving On Door from May 2015. He is a key person involved in strategic decision making and cater to further business opportunities and also looks after the Investor relations.



**Mrs. Vaishali Pramod Ingle  
(Executive Director)**

Aged 47 years is the Executive Director of our Company. She has completed her B. Ed. from Devi Ahilya Vishwavidyalaya, Indore. She has also done M. Sc. in Botany from University of Pune. She has over ten years of experience in the field of HR & Administration. She has been appointed as director w.e.f. April 13, 2023 to broad base the Board of our Company.



**Mrs. Sangita Bhamesh Kamble  
(Independent Director)**

Aged 53 years is the Independent Director of our Company. She has completed her B. Com from University of Bombay. She is also passed CA Intermediate Examinations held by ICAI. She has also passed all sections of Uniform CPA Examinations and AICPA's Ethics Examination held by American Institute of Certified Public Accountants, USA. She has over 2 decades of experience in the field of Finance, Accounts and Financial reporting. She has been appointed as independent director w.e.f. May 08, 2023 to comply with corporate governance requirements.



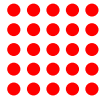
**Mrs. Shivani Shivshankar Tiwari  
(Independent Director)**

Aged 34 years is the Independent Director of our Company. She has completed her B. Com and M. Com from Mumbai University. She is also a qualified Company Secretary. She has over 5 years of experience in the field of secretarial and legal compliances. She has been appointed as independent director w.e.f. May 08, 2023 to comply with corporate governance requirements.



**Mr. Ratnakar Venkappa Rai  
(Independent Director)**

Aged 56 years, is an Independent Director of our Company. He has completed his B. Com from University of Bombay in April 1992 and one year Diploma programmed in Business Management from All India Council for Management Studies, Madras in October 1997. He has also been awarded Post Graduate Program in Management Services for undergoing Executive Business



Management Program during 2011 to 2013 by WE School (Welingkar Education), Prin. L. N. Welingkar Institute of Management Development & Research, Mumbai, India. He has experience of over 2 decades in the field of liaison, accounts and finance. He has been appointed as independent director on our Board since May 08, 2023.



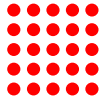
## **KEY MANAGERIAL PERSONS:**

### **Mrs. Vaishali Bakliwal (Company Secretary & Compliance Officer)**

**Vaishali Bakliwal**, aged 37 years, is the Company Secretary & Compliance Officer of our Company. She has completed her B. Com from Barkatullah Vishwavidyalaya, Bhopal. She is a qualified Company Secretary from ICSI passed in 2018. She has years of experience in the field of secretarial and legal compliance. She has been associated with our Company since March, 2023.

### **Mr. Rahul Gurmalani (Chief Financial Officer)**

**Rahul Gurmalani**, aged 34 Years, is the Chief Financial Officer of our Company. He has completed his B. Com from Barkatullah Vishwavidyalaya, Bhopal. He is also a Chartered Accountant from ICAI passed in 2014. He is also a qualified Company Secretary from ICSI passed in 2017. He has experience of over 10 years in managing accounts, finance and investors relations. He has been associated with our Company since July 2022 and designated as the Chief Financial Officer with effect from March, 2023.



## **BOARD COMMITTEES:**

### **AUDIT COMMITTEE:**

- Mr. RatnakarVenkappa Rai (Chairman)
- Mrs. ShivaniShivshankar Tiwari (Member)
- Mrs. SangitaBhameshKamble (Member)

### **NOMINATION AND REMUNERATION COMMITTEE:**

- Mrs. ShivaniShivshankar Tiwari (Chairperson)
- Mr. RatnakarVenkappaRai (Member)
- Mrs. SangitaBhameshKamble (Member)

### **STAKEHOLDER RELATIONSHIP COMMITTEE**

- Mrs. ShivaniShivshankar Tiwari (Chairperson)
- Mr. Narendra Singh Bapna (Member)
- Mrs. SangitaBhameshKamble (Member)

### **AUDITORS:**

#### **STATUTORY AUDITOR:**

**M/s B.C.P Jain & Co.**  
Chartered Accountants  
Bhopal (FRN: 000802C)

#### **SECRETARIAL AUDITOR:**

**M/s Piyush Bindal & Associates**  
Practicing Company Secretaries  
Bhopal (FRN- S2012MP186400)

#### **INTERNAL AUDITOR:**

**M/s Akash Saxena & Co.**  
Chartered Accountants  
Bhopal (FRN- 028465C)



**REGISTRAR & TRANSFER AGENT:**

**BIGSHARE SERVICES PRIVATE LIMITED**

S6-2, 6th Floor, Pinnacle Business Park, Mahakali Caves Road, Next to Ahura Centre, Andheri East, Mumbai - 400 093, Maharashtra, India

Tel: +91 22 62638200

Fax: +91 22 62638299

E-mail: info@bigshareonline.com

Website: www.bigshareonline.com

**LISTING**

NSE

(SME Emerge Platform)

NSE SYMBOL:ONDOOR

**DEMAT RELATED INFORMATION:**

**CIN:** L52100MP2014PLC033570

**ISIN:** INE00ER01015



## **COMPANY'S PROFILE**

### **Overview:**

On Door Concepts Limited is a leading organized retail player in India, focused on delivering daily essentials and grocery products to customers' doorsteps. Established with the vision to transform the grocery shopping experience through convenience, quality, and trust, the Company operates through a robust omni-channel model combining physical stores with a tech-enabled last-mile delivery network. Since its inception, the Company has been steadfast in its mission to redefine and modernize the traditional grocery shopping experience by blending the convenience of home delivery with the assurance of quality and affordability.

The Company's business model is built around neighborhood convenience, offering a wide range of products including fresh fruits and vegetables, dairy, bakery, staples, packaged foods, personal care, and household essentials. Additionally, the Company has made significant investments in developing and promoting its private label brands, aimed at offering better value to customers while improving margins. The Company's core objective is to provide customers with access to a wide assortment of daily essentials through both physical retail outlets and an intuitive e-commerce platform.

During the year under review, the Company continued to strengthen its market presence by enhancing supply chain efficiency, expanding its retail footprint, and investing in digital capabilities. As of March 31, 2025, On Door Concepts Limited operates across the cities of Madhya Pradesh supported by strategically located warehouses and fulfillment centers.

The e-commerce operations are integrated through:

- A user-friendly mobile app (available on Android & iOS),
- An online order portal, and
- Toll-free customer support for phone-based orders.

The Company's logistics are supported by a fleet of delivery vehicles, ensuring same-day delivery to a wide customer base.

With an experienced management team, a customer-centric approach, and a growing brand recall, the Company is well-positioned to capture growth in the evolving Indian retail landscape. The Company's commitment to quality, service, and innovation continues to drive its competitive advantage and value creation for all stakeholders.

As India's retail and e-commerce ecosystem continues to evolve, On Door Concepts Limited is well-positioned to leverage its strong brand equity, supply chain infrastructure, and customer loyalty. The Company remains focused on:

- Expanding into new geographies,
- Leveraging data-driven retail intelligence,
- Enhancing operational efficiency, and



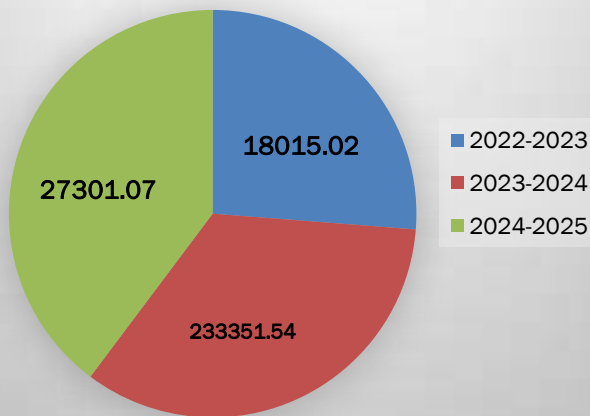
- Strengthening its private label portfolio.

Looking ahead, On Door Concepts Limited aims to scale its operations, embrace sustainable practices, and continue delivering value to customers, employees, and shareholders alike. The Board is confident that the Company will continue to generate long-term value for all its stakeholders and remain a preferred choice for customers seeking convenience, quality, and affordability in their everyday needs.

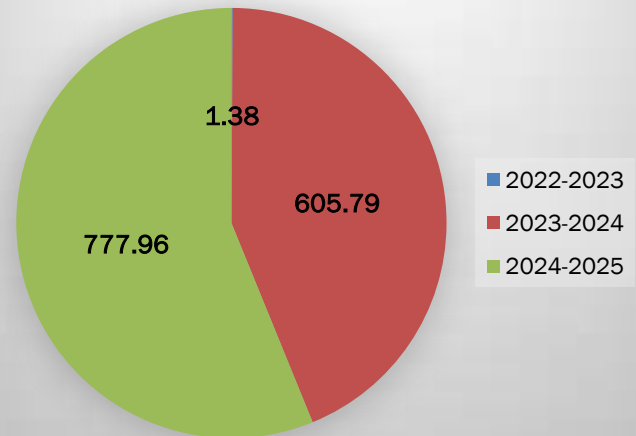


**KEY FINANCIAL NUMBERS:**

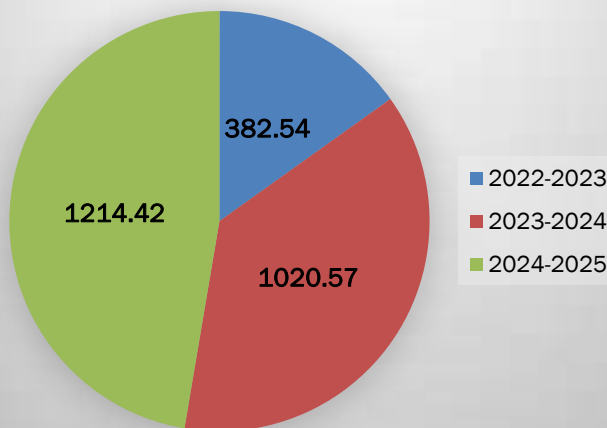
**REVENUE (AMT. IN LAKHS)**



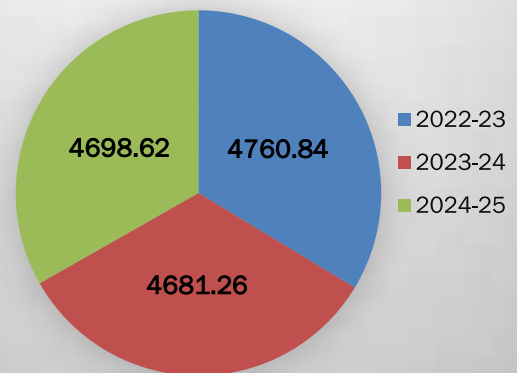
**PAT (AMT. IN LAKHS)**



**EBIDTA (AMT. IN LAKHS)**

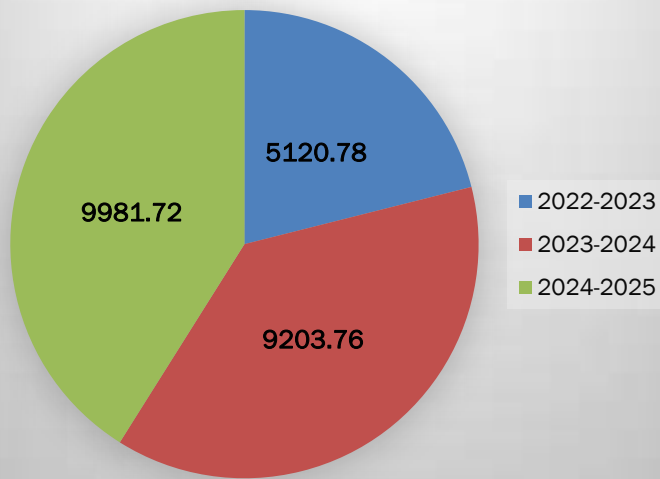


**FIXED ASSET (AMT. IN LAKHS)**

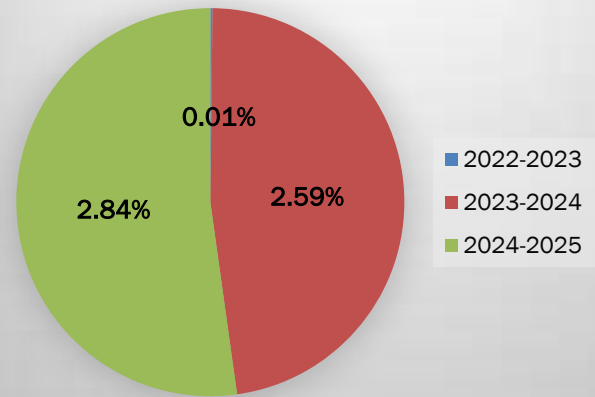




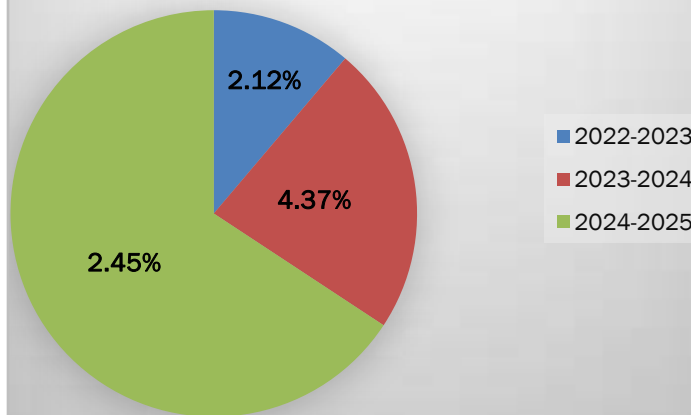
### NETWORTH (AMT. IN LAKHS)

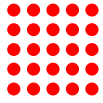


### PAT % OF TURNOVER



### EBIDTA % OF TURNOVER





## **MD'S MESSAGE TO STAKEHOLDERS**

**Dear Stakeholders,**

*It is my privilege to present you the 11<sup>th</sup> Annual Report of On Door Concepts Limited for the Financial year 2024-2025. In the dynamic business environment our company has been able to develop a robust foundation within the retail trading industry with significant growth over the past year.*

*This success has been driven by our ongoing commitment to customer acquisition and retention, enhanced supply chain strategies, focus on elevating the customer experience. Through strategic efforts to improve product selection, competitive pricing, convenience, and policy offerings for both our customers and partners, we have continued to strengthen our market position.*

*I am pleased to report a turnover of INRs. 273.07 Crores for the Financial Year 2024-2025 as compared to INRs.233.51 Crores in the year 2023-2024 representing a growth of 16.91% from the previous year. The profit after tax for the Financial Year 2024-25 was INRs 7.77 Crores as compared to profit after tax of INRs.6.05 Crores reflecting a 28.43 % increase from the previous reporting period .Our Earnings before Interest, Tax and Depreciation (EBITDA) in the reporting period 2024-25 was INRs. 12.14 Crores as compared to previous year INRs.10.20 Crores in the FY 2023-24, reflecting growth of 19.01% from the previous year.*

*Looking ahead, we are confident in our ability to maintain positive momentum. The focus of the company will be on experimenting and identifying the convenience needs of our customers at the core of our innovation approach. Efforts will be directed to strike out a balance between strengths and areas of improvement, adopting cost optimization measures and following an approach to keep our activities and operations aligned with our plans.*

*The company is identifying the ways through which it can increase its presence in the industry in which it operates. It is focusing on various populated regions & localities, introduce new categories of products other than FMCG, exploring strategic growth within B2B segment through which it can scale its business.*

*Every progressive company is guided by a resolute purpose. To create value for our customers, build relationships that last a lifetime has always been, and will continue to be, our guiding principle. We appreciate the continued support of the Board, Employees, Partners, Suppliers and all the other stakeholders for having faith in us and supporting us at every phase of the company. Together, we can create a dynamic ecosystem that drives our success, fosters innovation, and enables us to navigate challenges effectively to upholding the highest standards of governance and operational excellence.*

*Warm regards,*

**Narendra Singh Bapna**  
**Chairman and Managing Director**



## **NOTICE OF 11<sup>TH</sup> ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT THE 11<sup>TH</sup> ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF ON DOOR CONCEPTS LIMITED WILL BE HELD ON FRIDAY, THE SEPTEMBER 26, 2025 AT 03:00 P.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) AND THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1<sup>ST</sup> AND 2<sup>ND</sup> FLOOR, PLOT NO.13 RAILWAY COLONY, E-8, ARERA COLONY, BHOPAL-462039 MADHYA PRADESHINDIA TO TRANSACT THE FOLLOWING BUSINESS:

### **ORDINARY BUSINESS:**

1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS INCLUDING THE BALANCE SHEET, STATEMENT OF PROFIT AND LOSS AND CASH FLOW STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON;

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

"RESOLVED THAT the Audited Financial Statements (consisting of Balance Sheet, Statement of Profit and Loss and Cash Flow Statement) of the Company for the Financial Year ended March 31, 2025 together with the reports of the Board of Directors and Independent Auditors thereon as circulated to the Members be and are hereby received, considered and adopted."

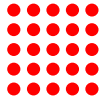
2. TO APPOINT A DIRECTOR IN PLACE OF MRS. VAISHALI PRAMOD INGLE (DIN: 07022154), DIRECTOR WHO IS LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT BY ROTATION:

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

"RESOLVED THAT pursuant to the provisions of Section 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time the approval of the members of the Company be and is hereby accorded to the re-appointment of Mrs. Vaishali Pramod Ingle (DIN: 07022154) as a Director to the extent that she is required to retire by rotation."

3. RE-APPOINTMENT OF M/S B.C.P JAIN & CO. AS STATUTORY AUDITORS OF THE COMPANY

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



**RESOLVED THAT** pursuant to the provisions of Section 139, 141 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and upon recommendation of the Audit Committee and the Board of Directors, the consent of the members be and are hereby accorded for the re-appointment of M/s B.C.P Jain & Co., Chartered Accountants (Firm Registration No. 000802C) as the Statutory Auditors of the Company for a second term of 5 (five) years i.e. from the conclusion of this Annual General Meeting till the conclusion of Sixteenth Annual General Meeting of the Company, at such remuneration plus applicable taxes and out-of-pocket expenses as may be mutually agreed between the Audit Committee/ Board of Directors of the Company and the Auditors from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

#### **SPECIAL BUSINESS:**

#### **4. TO APPROVE THE APPOINTMENT OF SECRETARIAL AUDITORS OF THE COMPANY**

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

“**RESOLVED THAT** pursuant to the provisions of Section 204 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 24A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as ‘Listing Regulations’), as amended from time to time, pursuant to recommendations of the Audit Committee and the Board of Directors of the Company, M/s Piyush Bindal & Associates, Practicing Company Secretaries, Bhopal (FRN: S2012MP186400), be and is hereby appointed as the Secretarial Auditors of the Company, for a term of five consecutive financial years commencing from April 1, 2025 till March 31, 2030, at such remuneration as may be determined by the Board of Directors of the Company (including its Committee thereof) in consultation with the Secretarial Auditors.

**RESOLVED FURTHER THAT** any of the Director, the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”



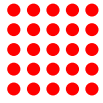
FOR AND ON BEHALF OF BOARD OF DIRECTORS OF  
ON DOOR CONCEPTS LIMITED

Sd/-

NARENDRA SINGH BAPNA  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 03201953

Registered Office Address –  
1<sup>st</sup> and 2<sup>nd</sup> Floor, Plot No. 13 Railway Colony,  
E-8, Arera Colony, Bhopal, Madhya Pradesh- 462039  
Tel No. 0755-4509561  
Email id: info@ondoor.com  
Website: www.ondoor.com

Date: 28.08.2025  
Place: Bhopal



## **IMPORTANT NOTES:**

1. The Ministry of Corporate Affairs ('MCA') vide its General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, December 28, 2022 and September 25, 2023 and 09/2024 dated September 19, 2024 respectively ('MCA Circulars') and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with other related SEBI circulars including Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 had permitted to hold AGM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBILODR Regulations') and MCA Circulars, 11<sup>th</sup> AGM of the Company is being held through VC/OAVM facility.

The Deemed Venue for the 11<sup>th</sup>AGM shall be the Registered office of the Company.

2. In compliance with the aforesaid MCA Circulars, the 11<sup>th</sup>Annual General Meeting of the Members of the Company will be held through VC/ OAVM, without the physical presence of the Members at a common venue.
3. The AGM is being held pursuant to the MCA Circulars through VC / OAVM facility, therefore physical attendance of Members has been dispensed with, accordingly the facility for appointment of proxy(ies) by the Members will not be available for the AGM. Hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

However, Corporate Members intending to authorize their representatives to attend & vote at the AGM through VC / OAVM facility on its behalf are requested to send duly certified copy of the relevant Board resolution in the manner prescribed.

4. The Notice of AGM and Annual Report will be sent to those Members / beneficial owners whose name appears in the Register of Members / list of beneficiaries received from the Depositories as on Friday, August 29, 2025.
5. In accordance with Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at 1st and 2nd Floor, Plot No. 13 Railway Colony, E-8 Arera Colony, Bhopal, Madhya Pradesh- 462039 which shall be the deemed venue of the AGM.
6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), which sets out details relating to Special Business at the meeting is attached with this Notice of AGM.
7. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.



8. Members are informed that in case of joint holders attending the Meeting, only such joint holder who is higher in the order of the names will be entitled to vote at the meeting.
9. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC/OAVM. Pursuant to Section 112 and 113 of the Companies Act 2013, Corporate members and other non-individual (Institutional members) intending to participate in the AGM can authorize their representatives to participate and vote at the meeting are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting/e-voting at the AGM.

The said Resolution/Authorization shall be sent to the Scrutinizer and the Company by email through its registered email address to [cspiyushbindal@gmail.com](mailto:cspiyushbindal@gmail.com) and [cs@ondoor.com](mailto:cs@ondoor.com).

Further, HUF members shall participate through Karta or any other member of HUF duly authorized by the Karta by way of authority letter.

10. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
11. The attendance of the members attending the AGM through VC/OVAM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013.
12. In terms of the provisions of Section 152 of the Act, Mrs. Vaishali Pramod Ingle, liable to retire by rotation at the Meeting, Nomination and Remuneration Committee and the Board of Directors of the Company recommend her respective re-appointment.
13. Details as per regulation 36(3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting ("SS-2") as issued by the Institute of Company Secretaries of India related to Directors retiring by rotation /seeking appointment / re-appointment at this Meeting are provided in the "Annexure" to the Notice.
14. The facility of participation at the AGM through VC/OAVM will be made available on first come first served basis (FCFS). No restrictions on account of FCFS entry into AGM will apply in respect of large shareholders (shareholders holding 2% or more shareholding), promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination & Remuneration Committee and stakeholders' Relationship Committee, Auditors, etc.
15. Members may join the 11<sup>th</sup>AGM through VC/OAVM Facility by following the procedure as mentioned below in the notice, which shall be kept open for 30 minutes before the time scheduled to start the 11<sup>th</sup>AGM and the Company may close the window for joining the VC Facility, 15 minutes after the scheduled time to start the AGM. Attendance of members will be counted as the members who have successfully logged in through VC or OAVM and shall be counted for the purpose of reckoning of the quorum under Section 103 of the Act.
16. Pursuant to Section 72 of the Act, read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, member(s) of the Company may nominate a person in whom the shares held by him/them shall vest in the event of his/ their unfortunate death. Accordingly,



members holding shares in dematerialized form, the nomination form may be filed with the concerned Depository Participant.

17. SEBI has mandated that Securities of Listed Companies can be transferred only in dematerialized form effective from April 1, 2019. SEBI has also mandated the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DPs with whom they are maintaining their demat accounts.
18. Non-resident Indian shareholders are requested to inform about the following to the Company or its RTA or the concerned DP, as the case may be, immediately of:
  - a. The change in the residential status on return to India for permanent settlement;
  - b. The particulars of the NRE Account with a Bank in India, if not furnished earlier.
19. In terms of the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015) and Sections 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, read with MCA Circular and SEBI Circular the Company is providing its members the facility to exercise their right to vote at the meeting by electronic means on any or all of the business specified in the accompanying Notice. Necessary arrangements have been made by the Company with NSDL to facilitate e-voting.

Commencement of E-voting	09:00 AM, Tuesday, September 23, 2025
End of E-voting	05:00PM, Thursday, September 25, 2025

20. The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the Cut-off Date i.e. Friday, September 19, 2025.
21. The Company had appointed CS Piyush Bindal, Practicing Company Secretary (M. No. FCS-6749; CP No. 7442), Proprietor of M/s Piyush Bindal and Associates, Company Secretaries having office address at S-12, 2<sup>nd</sup> Floor, Gurukripa Plaza, Zone-II, M. P. Nagar, Bhopal-462011 as scrutinizer to scrutinize the remote e-voting and e-voting process during e-AGM in fair and transparent manner.
22. The Scrutinizer shall, prepare a Scrutinizer's Report and submit to the Chairman or a person Authorized by him in writing who shall countersign the same. The results declared along with the Scrutinizer's report shall be placed on the Company's website [www.ondoor.com](http://www.ondoor.com). The results will simultaneously be communicated to National Stock Exchange of India Limited (SME EMERGE) Platform where the shares of the Company are listed within two working days of the conclusion of the Annual General Meeting of the Company.
23. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
24. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [cs@ondoor.com](mailto:cs@ondoor.com).



25. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Saturday, September 13, 2025 through email oncs@ondoor.com. The same will be replied by the Company suitably.
26. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the Financial Year 2024-25 including Standalone Audited Financial Statements for the FY 2024-25 are being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Therefore, those shareholders who have not yet registered their email addresses are requested to get their email addresses registered through your respective Depository Participant/s.
27. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at [www.ondoor.com](http://www.ondoor.com), websites of the Stock Exchange, i.e., National Stock Exchange of India Limited at <https://www.nseindia.com>. The AGM Notice is also disseminated on the website of NSDL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE ASUNDER:**

The remote e-voting period begins on Tuesday, September 23, 2025 at 09:00 A.M. and ends on Thursday, September 25, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, September 19, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, September 19, 2025.

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

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

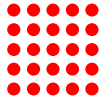
**Step 1: Access to NSDL e-Voting system**





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

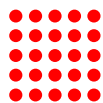
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting</li></ol>



	<p>&amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="711 373 1349 751" style="text-align: center;"><p><b>NSDL Mobile App is available on</b></p><p> <b>App Store</b>       <b>Google Play</b></p><div style="display: flex; justify-content: space-around;"></div></div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"><li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li><li>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 &amp; 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.</li><li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li></ol>



Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

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

**How to Log-in to NSDL e-Voting website?**

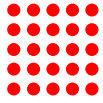
1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3.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



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

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**



6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
  - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, home page of e-Voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested



specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cspiyushbindal@gmail.com](mailto:cspiyushbindal@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.com](mailto:evoting@nsdl.com)

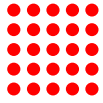
**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@ondoor.com](mailto:cs@ondoor.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
2. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
3. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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



1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@ondoor.com](mailto:cs@ondoor.com).
6. Shareholders will get confirmation on first cum first basis depending upon the provision made by the Company.
7. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
8. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.
9. Shareholders are requested to speak only when moderator of the meeting / management will announce the name and serial number for speaking.



## **EXPLANATORY STATEMENT**

(Pursuant to the provisions of Section 102 of the Companies Act, 2013)

### **ITEM NO. 04 TO APPROVE THE APPOINTMENT OF SECRETARIAL AUDITORS OF THE COMPANY**

Members may note that pursuant to provisions of Section 204 of the Companies Act, 2013, and relevant rules thereunder, read with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), every listed company is required to annex with its Board’s Report, a secretarial audit report, issued by a Practicing Company Secretary. For this purpose, the Board of Directors of the Company had appointed M/s Piyush Bindal & Associates, Practicing Company Secretaries, Bhopal (FRN- S2012MP186400) as Secretarial Auditors of the Company for the Financial Year 2024-25 and they have issued their report which is annexed to the report of the Board of Directors of the Company as a part of the Annual Report.

SEBI vide its notification dated December 12, 2024, amended the Listing Regulations. The amended regulations require companies to obtain shareholders’ approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

In light of the aforesaid, the Board of Directors of the Company at its meeting held on May 28, 2025, pursuant to the recommendations of the Audit Committee, has approved the appointment of M/s Piyush Bindal & Associates, Practicing Company Secretaries, Bhopal (FRN- S2012MP186400), as the Secretarial Auditors of the Company for a first term of five consecutive financial years commencing from the financial years 2025-26 to financial year 2029-2030, subject to approval of the Shareholders.

M/s Piyush Bindal & Associates is being into operation since the year 2007 and is rendering the high end legal and corporate law services to various renowned and big corporate houses of Madhya Pradesh and other regions. The firm has been involved in delivering services ranging in Corporate Restructuring, Corporate Compliance and Due Diligence, Valuations of Securities or Financial Assets, Investment Banking, Securities Laws advisory, Corporate Taxation, Securities Laws Advisory etc for many years.

Furthermore, in terms of the amended regulations, M/s. Piyush Bindal & Associates has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. Piyush Bindal & Associates has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest.

The proposed remuneration to be paid to M/s. Piyush Bindal & Associates for the Financial Year 2025-26 is Rs. 75,000/- (Rupees Seventy Five Thousand Only) plus applicable taxes and out-of pocket expenses. Besides the audit services, the Company would also obtain certifications which are to be mandatorily received from the Secretarial Auditors under various statutory regulations from time to time, for which the auditors will be remunerated separately on mutually agreed terms.



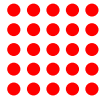
The Board of Directors (or any officer authorized by the board) may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Secretarial Auditors. None of the Directors and Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in this resolution. This statement may also be regard as an appropriate disclosure under the Listing Regulations.

The Board recommends the Ordinary Resolution set out at Item No.4 of the notice for approval by the shareholders.

Date: 28.08.2025  
Place: Bhopal

FOR AND ON BEHALF OF BOARD OF DIRECTORS  
ON DOOR CONCEPTS LIMITED

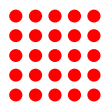
Sd/-  
NARENDRA SINGH BAPNA  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 03201953



**ANNEXURE TO THE NOTICE:**

**Details of Directors seeking appointment / re-appointment at the Annual General Meeting  
[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements),  
Regulations, 2015 and Secretarial Standard-2 on General Meetings]**

Name of Director	Mrs. Vaishali Pramod Ingle
DIN	07022154
Date of Birth	July 24, 1976
Actual date of Appointment	Appointed as Executive Director on April 13, 2023
Qualifications	B. Ed and M.Sc
Nationality	Indian
Expertise in Specific Functional Area	She has over ten years of experience in the field of HR & Administration. She has been appointed as executive director w.e.f. April 13, 2023 to broad base the Board of our Company.
Terms and conditions of Appointment/ Re-appointment	As maybe mutually decided by the Board and Mrs. Vaishali Pramod Ingle
Directorships held in other listed companies (As on March 31, 2025)	None
Chairmanships/ Memberships of the Committees of the Board of Directors of other listed companies (As on March 31, 2025)	None
Shareholding of Directors (As on March 31, 2025)	5000 Equity Shares i.e.,0.09%
Number of meetings attended during the financial year 2024-25	04
Relationship between Directors inter-se	Spouse of Mr. Pramod Ramdas Ingle, Promoter and Whole Time Director of the Company



## **BOARD'S REPORT**

To,  
The Members,  
ON DOOR CONCEPTS LIMITED

Your Directors have pleasure in presenting their 11<sup>th</sup> Annual Report on the business and operations of the Company and the Audited Financial Statements (consisting of Balance sheet, statement of Profit and Loss and cash flow statement) of the Company for the Financial Year ended March 31, 2025.

### **1. Financial Results**

The Financial performance of the Company for the Financial Year ended March 31, 2025 has been considerably good since the total turnover of the Company as compared to previous financial year increased significantly. The operating results of the Company for the Financial Year ended March 31, 2025 are as under:

(Amount in Lakhs)

<b>PARTICULARS</b>	<b>Year ended March 31, 2025</b>	<b>Year ended March 31, 2024</b>
Turnover	27,301.07	23,351.54
Other Income	7.53	0.40
<b>Total Income</b>	<b>27,308.60</b>	<b>23,351.94</b>
COGS & Other Expenses	<b>26,111.29</b>	<b>22,402.62</b>
Finance Costs	<b>40.93</b>	<b>8.76</b>
Depreciation	<b>395.53</b>	<b>406.02</b>
<b>Profit/(loss) before exceptional items and tax</b>	<b>760.85</b>	<b>534.53</b>
Exceptional items	-	(5.53)
<b>Profit / (loss) before tax</b>	<b>760.85</b>	<b>529.00</b>
Prior Period Item	0.00	0.00
<b>Tax expense:</b>		
Current tax	-	-
Deferred tax Assets	(17.11)	(76.79)
<b>Total tax expense</b>	<b>(17.11)</b>	<b>(76.79)</b>
<b>Profit/(Loss) after tax</b>	<b>777.96</b>	<b>605.79</b>
<b>Earning per Equity shares</b>		
Basic	13.77	10.72
Diluted	-	-

### **2. Dividend**

Your directors inform you that your company has posted a Net Profit of INRs. 777.96 lakhs for the year and in order to conserve the financial resources for further growth and aiding the financial



resources, your Directors have decided, not to recommend any dividend for the financial year ended on March 31, 2025.

### **3. Change in the capital structure of the Company**

During the period under review, there has been no change in the Capital Structure of the Company. However after the close of the financial year, the Board of Directors at its meeting held on May 28, 2025, had approved an increase in the authorized share capital of the Company from INRs. 6,50,00,000 (Rupees Six Crore Fifty Lakhs Only) divided into 65,00,000 (Sixty Five Lakhs) equity shares of INRs. 10/- each to INRs. 10,00,00,000/- (Rupees Ten Crore Only) divided into 100,00,000 (One Hundred Lakhs) Equity Shares of INRs. 10/- (Rupees Ten) each by creation of additional 35,00,000 (Thirty Five Lakhs) equity shares of INRs. 10/-(Rupees Ten) each to facilitate capital raising in the future and the business expansion and the same was also approved by the shareholders through an Ordinary Resolution passed at the Extra-ordinary meeting of the Company held on June 27, 2025. Accordingly, Clause V of the Memorandum of Association was altered to reflect the revised authorized share capital of the Company.

There were no other changes in paid-up equity share capital as on March 31, 2025, which stood at INRs. 5,64,86,120 comprising 56,48,612 equity shares of INRs. 10 each. The Company has not made any issue of shares or allotment of shares during the year under review.

### **4. Reserves**

During the Financial Year ended March 31, 2025 the Company has not transferred any amount to the General Reserve.

### **5. Transfer to Investor Education and Protection Fund**

During the period under review, there is no amount of unpaid/unclaimed dividend which is required to transfer in IEPF (Investor Education and Protection Fund) as per the provisions of the Companies Act, 2013.

### **6. Brief description of the Company's working during the year and future outlook**

#### **Performance of the Company:**

Your Company's financial performance for the financial year under review showed a substantial improvement and has been encouraging. During the financial year under review, the Company has achieved a gross turnover of INRs. 27,301.07 Lakhs in comparison to previous year's turnover of INRs. 23351.54 Lakhs. It represented an increase of 16.91% over the previous year. Your Company has earned a PAT of INRs. 777.96 Lakhs as against previous year's PAT of INRs. 605.79 Lakhs.

The Financial Year 2024-25 has been an important year for the Company from the point of view of getting good business prospects and transforming the prospects into the revenues. The Company continues to operate in the retail segment through its stores and e-commerce platforms, engaged in



B2B sales and is actively exploring growth opportunities within the B2B segment. It has registered a growth of 16.91% in revenue and 28.42% in profit after tax over the previous year, indicating robust business performance and cost management.

#### **Future Outlook:**

Your Company is optimistic about its growth in the coming years. The organized retail and grocery segment in India is growing steadily, and consumer preferences are shifting toward convenient and value-driven shopping through online and offline channels.

Management anticipates maintaining the growth trajectory with similar year-on-year improvement in both revenue and profitability metrics through:

- Expanding high-margin product categories.
- Leveraging economies of scale to improve profitability margins.
- Conservative capital allocation and prudent financial planning.

The Company is actively evaluating new store openings and expansion opportunities, with the objective of consolidating its market presence. The Company remains focused on sustainable and profitable growth.

On Door Concepts Limited is confident of achieving higher performance in the future.

#### **7. Change in the nature of business**

During the year under review, there has been no change in the nature of the business of the Company.

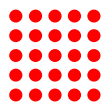
#### **8. Listing on SME Platform**

Your Company is listed on the **SME Platform of NSE (EMERGE)** since November 01, 2023. Being a SME-listed company, corporate governance provisions under Regulation 15(2) of SEBI (LODR) Regulations, 2015 are not mandatory.

The Company has duly paid the applicable Annual Listing Fees for the Financial Year 2025-26 to the Stock exchange where its equity shares are listed and has ensured compliance with all the applicable listing regulations.

#### **09. Utilization of IPO Proceeds**

The Company has utilized the IPO proceeds during the financial year 2023-24 and there are no deviation(s) or variation(s) in respect of the utilization of the proceeds of the Initial Public Offer by the Company as per Regulation 32(1)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and has submitted the Statutory Auditor's Certificate on the utilization of IPO proceeds to the Exchange on November 14, 2024.



## 10. Dematerialization of Shares

As on March 31 2025, all Equity Shares of the Company are in dematerialized form with either of the depositories viz. NSDL and CDSL. The breakup of the equity shares held in dematerialized and physical form as on March 31, 2025 are as follows:

MODE	SHARES	% TO CAPITAL
NSDL	4093400	72.47
CDSL	1555212	27.53
Physical	0	0
<b>Total</b>	<b>5648612</b>	<b>100</b>

The ISIN No. allotted to the Company is **INE00ER01015** and Registrar and Share Transfer Agent is **BIGSHARE SERVICES PRIVATE LIMITED**.

## 11. Material changes and commitments, affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the Report.

Pursuant to the provisions of Section 134(3)(l) of the Companies Act, 2013, the Board confirms that there have been no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the Financial Year i.e., March 31, 2025, and the date of this Report.

The Company continues to operate its business in the ordinary course and remains financially stable. Any developments or strategic decisions made during this period are in line with the Company's long-term objectives and have not adversely impacted its financial position.

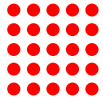
## 12. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

## 13. Risk Management

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. The Company during the year had formalized the same by formulating and adopting Risk Management Policy. This policy intends to identify, evaluate, monitor and minimize the identifiable risks in the organization.

The Company does not fall under the ambit of the top 500 listed entities, determined on the basis of market capitalization as at the end of the immediately preceding financial year. Hence, compliance



under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable on the Company.

#### **14. Details in respect of adequacy of internal financial controls with reference to the Financial Statements**

The Company has in place an adequate internal financial control system commensurate with the size, scale, and complexity of its operations. These controls are designed to provide reasonable assurance regarding the reliability of financial reporting, compliance with applicable laws and regulations, and the effectiveness and efficiency of operations.

During the year under review, the internal financial controls were tested and evaluated by both internal and statutory auditors. No material weaknesses in the design or operation of controls were observed. The systems and procedures adopted by the Company ensure orderly and efficient conduct of its business, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial statements.

The Audit Committee and the Board of Directors periodically review the adequacy and effectiveness of the internal control systems and take appropriate steps to strengthen them further as required.

#### **15. Deposits**

The details relating to deposits, covered under Chapter V of the Act, -

(a) Accepted during the year: NIL

(b) remained unpaid or unclaimed as at the end of the year: NIL

(c) Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved: NIL

As at the end of the year under review, the Company has outstanding balance of secured loan from Financial Institutions amounting to INRs. 910.00 Lakhs and unsecured loan amounting to INRs. 192.80 Lakhs from OXYZO Financial Services Limited and the related parties respectively.

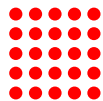
#### **16. Management Discussion and Analysis**

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

#### **17. Auditors and Auditor’s Report**

##### ***Statutory Auditors & their report***

M/s B.C.P. Jain & Co., Chartered Accountants, Bhopal (ICAI Firm Registration Number 000802C) were appointed as the Statutory Auditors of the Company at the 06<sup>th</sup> Annual General Meeting held on



December 31, 2020 for a term of 5 Years. The Company proposed to re-appoint them to hold office for second term of 5 years from the conclusion of this Annual General Meeting till the conclusion of Sixteenth Annual General Meeting of the Company subject to approval by the members at the upcoming Annual General Meeting of the Company.

The Company has received a written consent from M/s B.C.P. Jain & Co. along with a certificate confirming that their re-appointment, if made, would be in accordance with the provisions of Section 139 read with Section 141 of the Companies Act, 2013.

M/s B.C.P. Jain & Co. Chartered Accountants, have audited the books of accounts of the Company for the Financial Year ended March 31, 2025 and have issued the Auditors' Report thereon. There are no qualifications, or reservations or adverse remarks or disclaimers in the said report. Further, no fraud has been reported by the Auditors to the Audit Committee or the Board during the period under review.

The Auditor's Report, read together with the notes on financial statements are self-explanatory and hence do not call for any further comments under Section 134 of the Act.

***Cost Auditors & their report:***

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and other applicable rules and provisions, if any, the requirement of Cost Audit is not applicable to the Company.

***Secretarial Auditors & their report:***

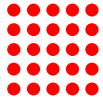
Pursuant to section 204 of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, made there under, mandate the company to have Company Secretary in practice for furnishing the secretarial audit report, in Form MR-3 accordingly M/s Piyush Bindal & Associates have been appointed as Secretarial Auditors of the Company. The Secretarial Audit Report for the financial year ended March 31, 2025, as required under Section 204 of the Act is annexed with this Annual Report. The Secretarial Auditors' Report for fiscal 2025 does not contain any qualification, reservation, or adverse remark. The Secretarial Auditors' Report is enclosed as **Annexure II** to the Board's report, which forms part of this Integrated Annual Report.

***Internal Auditors:***

The Company has in place adequate internal financial controls with reference to the financial statement. The Audit Committee of the Board periodically reviews the internal control systems with the management and Statutory Auditors. Further, the Board appointed M/s. Akash Saxena & Co., Chartered Accountants (Firm Reg. No. 028465C) on May 29, 2024 to act as an Internal Auditor of the Company for the Financial Year 2024-25.

**18. Performance and financial position of Subsidiary/Joint Ventures/Associate Companies**

The Company does not have any Subsidiaries/Associate Companies and has not entered into a joint venture with any other Company.



## **19. Corporate Governance Report**

In accordance with Regulation 15(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with Corporate Governance provisions as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V is not applicable to companies listed on the SME Platform.

Accordingly, the Report on Corporate Governance is not required to be furnished by the Company for the financial year under review. Hence, corporate governance report does not form a part of this Board Report, though we are committed towards best corporate governance practices. However, your Company undertakes that when the above said provision is applicable to the Company the same will be duly complied within the period of 6 months.

## **20 Share Capital**

### **A) Issue of equity shares with differential rights**

As per rule 4 (4) of Companies (Share Capital and Debentures) Rules, 2014, during the period under review, your Company has not issued equity shares with differential rights.

### **B) Issue of sweat equity shares**

As per rule 8 (13) of Companies (Share Capital and Debentures) Rules, 2014, during the period under review, your Company has not issued Sweat equity shares.

### **C) Issue of employee stock options**

As per rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014, during the period under review, your Company has not issued equity shares under the scheme of employee stock option.

### **D) Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees**

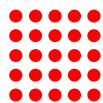
As per rule 16 (4) of Companies (Share Capital and Debentures) Rules, 2014 there are no voting rights exercised directly or indirectly by the employees in respect of shares held by them.

## **21. Weblink of the Annual return**

As per Section 92(3) of the Companies Act, 2013, the Company is having website “[www.ondoor.com](http://www.ondoor.com)” and the Annual Return for the Financial Year 2024-25 will be placed on its website after filing of the same done with Registrar of Companies, Ministry of Corporate Affairs.

## **22. Conservation of energy, technology absorption and foreign exchange earnings and outgo**

The particulars as required to furnish for the year 2024-25 are under:



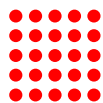
S.No.	Particulars	Comments	
<b>(A)</b>	<b>Conservation of energy</b>		
(i)	the steps taken or impact on conservation of energy;	In view of business activities, the Company is not a manufacturing Company and using very less power for its business activities hence it is not beneficial for the interest of the company to take substantial steps for the conservation of energy.	
(ii)	the steps taken by the Company for utilizing alternate sources of energy;		
(iii)	the capital investment on energy conservation equipments		
<b>(B)</b>	<b>Technology absorption</b>		
(i)	the efforts made towards technology absorption	The Company uses latest technology and equipment in its business. Further, the Company is not engaged in any manufacturing activity.	
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution;		
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-		
	(a) the details of technology imported		
	(b) the year of import		
	(c) whether the technology been fully absorbed		
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and		
(iv)	the expenditure incurred on Research and Development	No expenditure incurred on Research & Development during the year.	
<b>(C)</b>	<b>Foreign exchange earnings and Outgo</b>	<b>Inflow</b>	<b>Out Flow</b>
	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows	<b>0.00</b>	<b>0.00</b>

## 23. Board of the Company

### A) Board of Directors and Key Managerial Personnel

The Company has following Directors as on date of this report:

S. No	Name of Director	Designation	Date of Appointment on Current Designation	DIN
1	Mr. Narendra Singh Bapna	Chairman and Managing Director	08.05.2023	03201953
2	Mr. Pramod Ramdas Ingle	Whole Time Director	08.05.2023	03201939
3	Mrs. Vaishali Ingle	Executive Director	13.04.2023	07022154
4	Mr. Ratnakar Venkappa Rai	Independent Director	08.05.2023	00126309
5	Mrs. Sangita Bhamesh Kamble	Independent Director	08.05.2023	10130251



6	Mrs. Shivani Shivshankar Tiwari	Independent Director	08.05.2023	09359208
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All the directors of the Company have confirmed that they satisfy the fit and proper criteria as prescribed under the applicable regulations and that they are not disqualified from being appointed as directors in terms of Section 164(2) of the Companies Act, 2013.

During the Financial Year 2024-25, there were no changes took place in the composition of the Board.

Further, pursuant to Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company during the period under review are: -

S. No	Name of Director	Designation
1	Mrs. Vaishali Bakliwal	Company Secretary (CS) & Compliance Officer
2	Mr. Rahul Gurmalani	Chief Financial Officer (CFO)

## **B) Constitution of the Board of directors and their meetings**

### **(a) *Constitution of the Board***

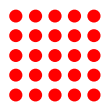
The Board of Directors of the Company comprises an appropriate mix of Executive and Non-Executive Directors, including Independent Directors, in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to companies listed on the SME Platform as on March 31, 2025, the Company's Board comprises of 6 (Six) Directors, comprising of Three Executive Director and Three Non-Executive Independent Directors.

The Members of the Board are highly qualified and having varied experience in their respective field and they assist the Board to discharge their functions from time to time. The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills experience, expertise, diversity, and Independence. The Board provides leadership, strategic guidance, an objective and independent view to the Company's management while discharging its fiduciary duties, thereby ensuring that the management adheres to the high standards of ethics, transparency, and disclosure.

### **(b) *Meetings of the Board***

The Board meets at regular intervals to discuss Company operations apart from other Board business. The Board continues to guide the Company with strategic insight, sound governance, and accountability, in line with its commitment to long-term stakeholder value creation.

The Company prepares the schedule of the Board Meeting in advance to assist the Directors in scheduling their program. The agenda of the meeting is circulated to the members of the Board well in advance along with necessary papers, reports, recommendations and supporting documents so that each Board member can actively participate on agenda items during the meeting.



During the Financial year 2024-25, the Board met 4(Four) times as per Section 173 of the Companies Act, 2013 which is summarized below and the maximum interval between any two meetings did not exceed 120 days.

S. No	Date of Board Meeting	Board Strength	No. of Directors Present	No. of Director Absent
1	29.05.2024	6	6	0
2	29.08.2024	6	6	0
3	14.11.2024	6	6	0
4	13.03.2025	6	6	0

And the company conducted 10<sup>th</sup> Annual General Meeting on September 30, 2024 for passing the shareholder's resolution on various matters.

Attendance details of Directors during the Financial Year ended March 31, 2025 are given below:

Name of the Directors	Category	Number of Board Meetings attended
Mr. Narendra Singh Bapna	Chairman & Managing Director	4
Mr. Pramod Ramdas Ingle	Whole Time Director	4
Mrs. Vaishali Pramod Ingle	Executive Director	4
Mrs. Sangita Bhamesh Kamble	Independent Director	4
Mrs. Shivani Shivshankar Tiwari	Independent Director	4
Mr. Ratnakar Venkappa Rai	Independent Director	4

**(c) Directors seeking re-appointment**

In terms of the provisions of the Companies Act, 2013, **Mrs. Vaishali Pramod Ingle (DIN: 07022154)**, Executive Director of the Company will retire by rotation and being eligible, offer herself for reappointment at the forthcoming 11<sup>th</sup> Annual General Meeting.

The Board recommends her re-appointment for the consideration of the Members of the Company at the ensuing Annual General Meeting.

In case of appointment/re-appointment of Directors, the details of respective Directors as stipulated under the secretarial standards and required under Regulation 36(3) of Listing Regulations, 2015 are included as annexure in the Notice of forthcoming 11<sup>th</sup> Annual General Meeting of the Company.

**(d) Separate Meeting of Independent Director: Board Evaluation and Discussions with Independent Director**

Section 149 (8) of Companies Act, 2013 and Regulation 25 (3) & (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board's policy is to regularly have separate meetings with Independent Directors, to update them on all business-related issues, new initiatives and changes in the industry specific market scenario. During the Financial Year 2024-25, 1(One) meeting of Independent Director was held on March 13, 2025 and had reviewed the performance of the Board as a whole.



Pursuant to the provisions of the Companies Act, 2013 and the Listing Agreement/ SEBI (LODR) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance and the Directors expressed their satisfaction with the evaluation process.

***(e) Declaration by Independent Director***

During the Financial Year 2024-25, the Company has received the necessary declaration from each Independent Director in accordance with Section 149(7) of the Act and Regulations 16(1)(b) and 25(8) of the SEBI Listing Regulations, that he/she meets the criteria of independence as laid out in Section 149(6) of the Act and Regulations 16(1)(b) of the SEBI Listing Regulations.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience (Including the proficiency of the independent director as ascertained from the online proficiency self-assessment test conducted by the Indian Institute of Corporate Affairs notified under sub-section (1) of Section 150 of the Companies Act, 2013 and are the persons of high integrity and repute. They fulfil the conditions specified under the Companies Act, 2013.

Further, as per the Companies (Creation and Maintenance of Databank of Independent Directors) Rules, 2019 and Companies (Appointment and Qualification of Directors) Rules, 2014 as amended from time to time, the declaration received from the Independent Directors of the Company related to online Proficiency Self-Assessment Test.

***(f) Information available for the members of the Board***

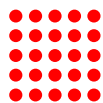
The Board has complete access to any information within the Company, The Company has provided inter alia following information's and discussed the matters:

- Financial results for the Company;
- Minutes of meeting of the Board.
- Periodic compliance reports which includes non-compliance, if any,
- Disclosure of Interest received from Directors;
- Related party transactions;
- Regular business updates;
- Report on action taken on last Board Meeting decisions;
- Various Policies of the Board
- Discussion with the Auditors.

**24. Committees of the Board**

In terms of the Companies Act, 2013, your Company has already constituted the following Committees of the Board:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders Relationship Committee
- iv. Executive Committee of Board



#### **i. Audit Committee:**

The Audit Committee of the Company is constituted in line with the provisions of the Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Section 177 of the Companies Act, 2013 (“Act”).

The composition, quorum, terms of reference, functions, powers, roles and scope are in accordance with provision of Section 177 of the Companies Act, 2013. All the members of the committee are financially literate. During the Financial Year 2024-25, 4(Four) meetings were held, the dates of which are 29.05.2024, 29.08.2024, 14.11.2024 and 13.03.2025. The following is the composition of the Audit Committee:

Sr. No	Name of Director	Category	Position in Committee	Number of Meetings Attended
1.	Mr. Ratnakar Venkappa Rai (DIN: 00126309)	Independent Director	Chairman	4
2.	Ms. Shivani Shivshankar Tiwari (DIN: 09359208)	Independent Director	Member	4
3.	Ms. Sangita Bhamesh Kamble (DIN: 10130251)	Independent Director	Member	4

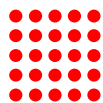
#### **ii. Nomination & Remuneration Committee:**

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of the Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Section 178 of the Companies Act, 2013 (“Act”).

The composition, quorum, terms of reference, functions, powers, roles and scope are in accordance with provisions of section 178 of the Companies Act, 2013. The Policy is available on the website of the Company. During the year ended, 1(One) meeting of the Committee was held on August 29, 2024. The following is the composition of the Nomination and Remuneration Committee –

Sr. No	Name of Director	Category	Position in Committee	Number of Meetings Attended
1.	Ms. Shivani Shivshankar Tiwari (DIN: 09359208)	Independent Director	Chairperson	1
2.	Mr. Ratnakar Venkappa Rai (DIN: 00126309)	Independent Director	Member	1
3.	Ms. Sangita Bhamesh Kamble (DIN: 10130251)	Independent Director	Member	1

#### **iii. Stakeholders Relationship Committee**



The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of the Regulation 20 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Section 178 of the Companies Act, 2013 (“Act”).

The composition, quorum, terms of reference, functions, powers, roles and scope are in accordance with provisions of section 178 of the Companies Act, 2013. During the year ended, 1(One) meeting of the Committee was held on May 29, 2024. The following is the composition of the Stakeholders Relationship Committee:

Sr. No	Name of Director	Category	Position in Committee	Number of Meetings Attended
1.	Ms. Shivani Shivshankar Tiwari(DIN: 09359208)	Independent Director	Chairperson	1
2.	Ms. Sangita Bhamesh Kamble(DIN: 10130251)	Independent Director	Member	1
3.	Mr. Narendra Singh Bapna (DIN: 03201953)	Managing Director	Member	1

The details of complaints received and resolved during the Financial Year ended March 31, 2025 are given in the table below:

Particulars	Number of Complaint
<b>Investor Complaints:</b>	
Opening as on April 01, 2024	0
Received during the Year	0
Resolved during the Year	0
Closing as on March 31, 2025	0

#### iv. Executive Committee:

The Executive Committee of the Board was set up in the Board Meeting of March 09, 2024 to handle urgent matters that require consideration outside of regular board meetings. The Executive Committee is headed by the Managing Director (MD) with other Functional Directors as Members and ensure day-to-day operations of the Company within the Board approved framework including strategic management of the Company’s businesses, supervise and monitor implementation of business plans, formulate, and implement control systems, urgent decision-making, guiding top management, daily operations, compliance, and crisis leadership.

During the Financial Year 2024-25, 3(Three) meetings were held, the dates of which are 13.05.2024, 31.12.2024 and 07.03.2025. The following is the composition of the Executive Committee:

Sr. No	Name of Director	Category	Position in Committee	Number of Meetings Attended
1.	Mr. Narendra Singh Bapna(DIN: 03201953)	Chairman and Managing Director	Chairman	3
2.	Mr. Pramod Ramdas	Whole Time Director	Member	3



	Ingle(DIN: 03201939)			
3.	Mrs. Vaishali Pramod Ingle(DIN: 07022154)	Executive Director	Member	3

## 25. Code for Prohibition of Insider Trading

Your Company has adopted the Internal Code of conduct for Regulating, monitoring and reporting of trades by Designated persons under the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 (“Code”) for prohibition of insider trading in the securities of the Company to curb the practice of dealing in the securities while possessing Unpublished Price Sensitive Information (“UPSI”) by the Insiders of the Company.

The Code, inter alia, prohibits dealing in securities by insiders while in possession of unpublished price sensitive information. Your Company has also formulated and adopted the Policy and Procedures for inquiry in case of leak or suspected leak of Unpublished Price Sensitive Information [Under Regulation 9A (5) of Securities and Exchange Board of India (Prevention of Insider Trading) Regulations, 2015].

## 26. Code of Conduct

The Company has laid down a code of conduct for all Board members and Senior Management and Independent Directors of the Company. All the Board members including Independent Directors and Senior Management Personnel have affirmed compliance with the code of conduct.

## 27. Details of establishment of vigil mechanism for directors and employees

The Company has formulated the Vigil Mechanism and Whistle Blower Policy. The policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. All permanent employees of the Company are covered under the Vigil Mechanism Policy.

A mechanism has been established for employees to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and allows direct access to the Chairperson of the Audit Committee in exceptional cases. Further, no whistle blower complaint has been received during the Financial Year 2024-25. The Policy is available on the website of the Company.

## 28. Corporate Social Responsibility (CSR)

Your Company is committed to discharging its social responsibilities as a good corporate citizen.

The provisions of Section 135 of the Companies Act, 2013 were not applicable to the Company in the previous financial years. However, based on the audited financial statements for the Financial Year 2023-24, the increase in the Company's net profits triggered the applicability of Section 135 of the Companies Act, 2013 with effect from April 1, 2024.



Consequently, the CSR Policy indicating the activities to be undertaken by the Company has been approved by the Board at its meeting held on August 29, 2024. In accordance with Section 135(9) of the Companies Act, 2013, since the CSR obligation of the Company does not exceed the prescribed threshold, the constitution of a CSR Committee is not required.

As per average net profit of the Company calculated as per the applicable provisions of the Companies Act, 2013, the Company was not required to spend any amount towards CSR activities during the Financial Year 2024-25. Therefore, Annual Report on CSR activities is not required to be annexed and does not form an integral part of this Report.

#### **29. Particulars of loans, guarantees or investments under Section 186**

The company has not given any loan to any person or other body corporate or given any guarantee or provided security in connection with a loan to any other body corporate or person or acquired by way of subscription, purchase or otherwise, the securities of any other body corporate during the financial year under review.

#### **30. Particulars of contracts or arrangements with related parties referred to in Sub-Section (1) of Section 188**

All the related party transactions that were entered into during the financial year ended March 31, 2025 were on arm's length basis and were in the ordinary course of business and have been noted through resolutions. Therefore, the provisions of Section 188 were complied with during the year under review and there were no material contract and arrangements entered by the Company with its related parties not on arm's length basis and therefore, no details are required to be mentioned in the FormAOC-2.

#### **31. Particulars of employees and related disclosures**

Disclosures under Section 197(12) of the Companies Act, 2013 read with 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in terms of remuneration drawn during the financial year 2024-25, by Directors and Key Managerial Personnel is annexed to the Board's report as **Annexure-III**.

However, none of the employee was in receipt of remuneration exceeding INRs. 102.00 Lakhs or more per annum or INRs. 8.50 Lakhs per month or more during the Financial Year 2024-25, therefore details of top ten employees are not required to be annexed with.

#### **32. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The Company has zero tolerance for sexual harassment at workplace. The Company has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed there under.



Further, during the year under review, no complaints were received, nor are any complaints pending for more than ninety days or outstanding for redressal as on March 31, 2025 under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 in respect of the Company.

### **33. Compliances with the Provisions of the Maternity Benefit Act, 1961**

The Company is in the process of revising Maternity Benefit Policy during the current financial year to incorporate enhanced provisions, in line with the provisions of the Maternity Benefit Act, 1961 and the amendments thereto. This policy is being formulated to provide a structured framework for extending maternity and related benefits to eligible women employees and to promote a supportive work environment.

During the year under review, there have been no instances requiring reporting under the said Act, and the Company remains committed to ensuring full compliance with the applicable provisions in letter and spirit.

### **34. Compliances of Secretarial Standards**

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

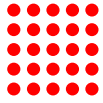
### **35. General Disclosure**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a. Provisions dealing with purchase of its own shares by a company, Provisions governing Issue of Sweat Equity and Employees Stock Options Scheme, issue of shares with differential voting rights etc. regulated by the Act under Companies (Share Capital & Debentures) Rules, 2014.
- b. There were no application made during the year and there were no proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) at the end of the financial year.
- c. As there was no settlement that has been made with any Banks or financial Institutions during the year therefore, there is no requirement of reporting the required information as per the Section 134(3) and the rules made thereunder.

### **36. Directors' Responsibility Statement**

Pursuant to the requirement under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement the Directors confirm 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 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) There is no fraud which are reportable by the Auditors to the Central Government, and which needs to be disclosed in the Board report during the year under review.
- (e) The directors had prepared the annual accounts for the Financial Year ended March 31, 2025 on a going concern basis; and
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **37.Acknowledgements**

The Company is grateful and would like to thank its customers, shareholders, debentures holders, suppliers, financial institutions, bankers, auditors, company secretary, Central and State Governments for their constant support to the Company. The Directors also place on record their deep appreciation of the contribution made by employees at all levels the consistent growth of the Company was made possible by their hard work, loyalty, dedication, co-ordination and support.

**For and on behalf of the Board of Directors  
ON DOOR CONCEPTS LIMITED**

**Mr. Narendra Singh Bapna  
Chairman & Managing Director  
DIN:03201953**

**Mr. Pramod Ramdas Ingle  
Whole Time Director  
DIN:03201939**

**Place: Bhopal  
Date: 28.08.2025**



Annexure-I

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Pursuant to regulation 34(2) (e) of the Securities Exchange Board of India (Listing Obligations & Disclosure requirements) Regulation, 2015 the Board of Directors are pleased to present the Management Discussion and Analysis report for the financial year ended March 31, 2025.

### **1. BUSINESS OVERVIEW**

On Door Concepts Limited is an emerging player in the organized grocery and household essentials retail market, steadily expanding its footprint with a combination of colony-based physical stores and a robust hyperlocal delivery network. As one of the early entrants in this segment to adopt an omni-channel model, Our Company offers its customers the dual convenience of walk-in shopping and online ordering with prompt home delivery.

Most of our stores are designed not just as retail outlets but also as fulfillment hubs for online orders, enabling faster delivery and enhanced inventory efficiency. Further, the company is currently engaged in B2B sales and is actively exploring growth opportunities within the B2B segment to expand market presence, deepen customer relationships, and increase revenue streams. This model allows the Company to offer a seamless shopping experience, supporting both modern consumer preferences and operational agility.

As of March 31, 2025, the company operates in the cities of Madhya Pradesh. The Company expects more contribution from smaller cities to grow rapidly as Company is focusing on smaller cities with Franchise Model.

The Company operates with the aim of delivering value to customers through a thoughtfully curated product assortment, competitive pricing, and reliable service – all made possible through deep local market knowledge and efficient backend operations.

### **2. INDUSTRY STRUCTURE AND DEVELOPMENTS**

India's retail sector continues to be a significant driver of economic growth, accounting for over 10% of the country's GDP. The Indian economy maintained its upward trajectory in FY 24-25, supported by a stable macroeconomic indicators, government-driven infrastructure development and increasing consumption across urban and semi-urban areas.

The organized retail segment, particularly in food and grocery, continued to evolve with a significant shift towards organized and technology-driven models and has witnessed steady expansion during financial year 2024-25, driven by rising disposable incomes, urbanization and increased customer preference for quality, accessibility and hygiene- factors that positioned omni-channels retailers at an advantage.

### **3. EXPANSION AND FUTURE PROPOSAL**



Our core strategy is focused on profitable expansion, technology integration, and customer-centric retailing. The Company follows a cluster-based expansion model, opening new stores in adjacent or nearby areas to existing ones. This approach supports:

- Better supply chain efficiency
- Shared logistics and human resources
- Regional brand familiarity
- Improved inventory planning and replenishment

The target geographies include densely populated residential areas, especially those with a high concentration of middle-income and aspiring upper-middle-class consumers, who form the core of Ondoor's customer base.

To remain competitive, Ondoor emphasizes:

- Expansion of high-margin product categories.
- Continuous improvement in store productivity and footfall conversion.
- Adoption of data-driven decision-making in pricing, procurement, and promotions.
- Strengthening of its private label offerings in selected product lines.

Our Management is hopeful that Company will register even higher growth rate in Future.

#### **4. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The financial performance of the Company for the year 2024-25 is described in the Directors' Report under the head Financial Result.

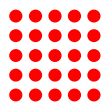
#### **5. OPPORTUNITIES AND THREATS:**

##### **OPPORTUNITIES:**

Opportunities highlight the key short, medium and long-term objectives of a brand, based on a review of a company's sales force, market research and performance. Industry insights, the relationships between us and our suppliers, and seasonal events are all powerful sales drivers and form the basis for growth. Major opportunities for the Company are as follows:

- Rising demand for organized retail.
- Increased adoption of digital commerce
- Favorable demographic trends and disposable income growth
- Scope for brand-building through private label initiatives
- Long experience of the promoters in the industry;
- We follow the Quality standards which are followed by leading companies working in the same segment.
- Omni-channel and convenient purchase experience to urban consumers.

##### **THREATS:**



Threats can be both internal and external, and are classified as anything that might have an adverse effect on the revenue growth in store. Major Threats/Challenges to the Company are as follows:

- Technology dependency
- Competition from local kirana stores and national retail chains
- Dependence on supply chain reliability for fulfillment operations
- Regulatory changes impacting SME compliance

## 6. RISKS AND CONCERNS

Key factor in determining a company's performance is the company's ability to manage the risks in its business/environment effectively. Many risks exist in a company's operating environment and they emerge on a regular basis viz Currency Risk, Market risk, Credit risk, Liquidity risk, Commodity price Risk, Human Resource Risk, statutory approvals. Like any other industry, the retail industry is also exposed to risk of competition, government policies, fluctuation of commodity price, natural factor like change in climate etc. Risk management is embedded in operating framework of your Company. Your Company believes that managing risks helps in maximizing returns. Risk management framework is reviewed periodically by the Board and the Audit Committee.

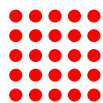
## 7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has instituted robust internal control mechanisms in place, commensurate with its size and nature of operations to ensure compliance with statutory obligations, reliability of financial reporting, and safeguarding of assets. These controls are periodically reviewed and tested by both internal and external auditors. The Audit Committee also supervises control effectiveness and ensures corrective actions where required.

## 8. CHANGES IN KEY FINANCIAL RATIOS:

Pursuant to provisions of Regulation 34 (3) of SEBI (LODR) Regulation, 2015 read with Schedule V part B (1) details of changes (i.e., change of 25% or more as compared to the immediately previous financial year) in Key Financial Ratios is given hereunder:

Ratio Analysis	F.Y 2024-25	F.Y 2023-24	Change %	Reason for change if +/- 25%
Return on Equity	0.08	0.07	14.28	NA
Inventory Turnover Ratio	6.07	6.09	-0.32	NA
Trade Receivables Turnover Ratio	16.87	17.00	-0.76	NA
Trade Payables Turnover Ratio	23.07	11.07	108.40	Increase in Trade Payable days is due to increase in Working Capital requirements.



Current Ratio	2.60	2.87	-9.40	NA
Debt Equity Ratio	0.11	NA	--	NA
Net Capital Turnover Ratio	2.85	3.26	-12.57	NA
Net Profit Ratio	2.85	2.59	10.03	NA
Return on capital Employed	7.39	2.47	199.19	Company is generating attractive returns by effectively using Capital.
Return on Investment	NA	NA	--	NA

## 9. MATERIAL DEVELOPMENT IN HUMAN RESOURCES AND INDUSTRIAL RELATION FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED

Our Company believes that a good Human Resource Policies are very effective for supporting and building the desired organization culture and to maintain the same our company taking actions on the day-to-day problems of the organization. The Company recognizes the importance and strategic value of its human capital as well as the cultural diversity and dignity of all employees, regardless of their position. It prioritizes employee empowerment to achieve organizational effectiveness and fosters a corporate environment that promotes self-motivation and teamwork.

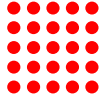
The Company continues to focus on creating strong and long-term relationship with all employees as employee retention and development area among the highest priorities of the Company. The Company is working on enhancing its competencies to take care of current and future business. The industrial relations of the Company continue to remain harmonious and cordial with focus on improving productivity and quality.

## 10. DISCLOSURE OF ACCOUNTING TREATMENT

In the Preparation of Financial Statements, Company has followed accounting principles generally accepted in India.

## 11. CAUTIONARY STATEMENT

Statements in this Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Actual results may differ materially due to various factors beyond the Company's control including market conditions, regulatory changes, and economic developments.

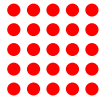


ON BEHALF OF BOARD OF DIRECTORS  
ON DOOR CONCEPTS LIMITED

Mr. Narendra Singh Bapna  
Chairman & Managing Director  
DIN:03201953

Mr. Pramod Ramdas Ingle  
Whole Time Director  
DIN:03201939

Place: Bhopal  
Date: 28.08.2025



Annexure-II

FORM NO. MR-3

**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 and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended]

To,  
The Members,  
On Door Concepts Limited  
CIN: L52100MP204PLC033570  
1<sup>st</sup> and 2<sup>nd</sup> Floor, Plot No. 13 Railway Colony,  
E-8 Arera Colony, Bhopal, Madhya Pradesh- 462039

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ON DOOR CONCEPTS LIMITED** (hereinafter called the "Company") during the financial year from April 01, 2024 to March 31, 2025 ('the year'/ 'audit period'/ 'period under review').

We have conducted the Secretarial Audit in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

**We are issuing this report based on:**

- i. Our verification of the books, papers, minute books, soft copy as provided by the company and other records maintained by the Company and furnished to us, forms/ returns filed and compliance related action taken by the company during the financial year ended March 31, 2025.
- ii. Compliance Certificates confirming Compliance with all laws applicable to the company given by Key Managerial Personnel / Senior Managerial Personnel of the company and taken on record by Audit Committee / Board of Directors, and
- iii. Our observations during the visits to the registered office of the Company,
- iv. Representations made, documents shown and information provided by the company, its officers, agents, and authorized representatives during our conduct of secretarial Audit.

We hereby report that in our opinion, during the audit period covering the Financial Year ended on **March 31, 2025** the Company has:

- i. complied with the statutory provisions listed hereunder, and
- ii. Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We hereby report that during/in respect of the audit period, we have examined the books, papers, minute books, forms and returns filed and other records maintained by Company for the financial year ended on March 31, 2025 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;



- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories Participants) Regulations, 2018;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
  - a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - d) 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;
- vi) Compliances / processes / systems under other specific applicable Laws (as applicable to the Industry) to the Company are being verified on the basis of periodic Certificates under internal Compliance system submitted to the Board of Directors of the Company.

**We further report that**, during/ in respect of the year, the Company was not required to initiate any compliance related action in respect of the following laws/rules/ regulations/standards and was consequently not required to maintain any books, papers, minute books or other records or file any form/ returns thereunder:

- a. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- b. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- c. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and
- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f. The Securities and Exchange Board of India (Issue and listing of Non-Convertible Securities) Regulations, 2021;
- g. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- h. The Securities and Exchange Board of India (Investor protection and Education Fund) Regulations, 2009.
- i. Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (in relation to obligations of Issuer Company) to the extent applicable.

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

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

**We further report that** during the year under review the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards mentioned above.



**We further report that**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors including Independent Woman Director. The processes relating to changes in the composition of the Board of Directors that took place during the year were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent generally seven days in advance other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- As per the minutes of the Meetings duly recorded and signed by the chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

**We further report that**, based on the information provided and the representation made by the Company and also on the review of the compliance certificates/reports taken on record by the Board of Directors of the Company, in our opinion there are adequate systems and process 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 period there were no other specific events/actions in pursuance of the above-referred laws, rules, regulations, guidelines etc. having a major bearing on the Company affairs.

Place: Bhopal  
Date: 02.08.2025

For Piyush Bindal & Associates  
“Company Secretaries”

Sd/-  
Piyush Bindal  
(Proprietor)  
FCS - 6749  
CP. No. 7442  
Peer Review Cert. No.: 922/2020  
Firm's Registration No. S2012MP186400  
UDIN- F006749G000920552

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



## Annexure-A to Secretarial Audit Report

To,  
The Members,  
On Door Concepts Limited  
CIN: L52100MP204PLC033570  
1st and 2nd Floor, Plot No. 13 Railway Colony,  
E-8 Arera Colony, Bhopal, Madhya Pradesh- 462039

Our Secretarial Audit Report for the financial year ended March 31, 2025 of even date is to be read along with this letter.

### Management's Responsibility

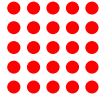
1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

### Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

### Disclaimer

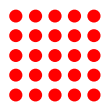
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
7. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices followed provided a reasonable basis for our opinion.



Place: Bhopal  
Date: 02.08.2025

For Piyush Bindal & Associates  
"Company Secretaries"

Sd/-  
Piyush Bindal  
(Proprietor)  
FCS - 6749  
CP. No. 7442  
Peer Review Cert. No.: 922/2020  
Firm's Registration No. S2012MP186400  
UDIN- F006749G000920552



### Annexure-III

## **PARTICULARS OF REMUNERATION**

Statement as per provisions of Sec 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

#### **I. Ratio of the remuneration of each Director to the median remuneration of Employees of the Company for the Financial Year 2024-25**

The Non-Executive Directors were paid only sitting fees, which are not considered for the purpose of computation of the ratio.

The ratio of remuneration of the Managing Director and Whole Time Director to the median remuneration of employees is in line with the industry standards and commensurate with the size and performance of the Company.

#### **II. The percentage increase in remuneration of Directors, Chief Financial Officer and Company Secretary during the financial year 2024-25.**

Name & Designation	Remuneration of each Director & KMP for the FY 2024-25	% increase/decrease in remuneration in the FY 2024-25	Ratio of remuneration of each Directors to median remuneration of employees
Mr. Narendra Singh Bapna (Chairman & Managing Director)	60.00 Lakhs	NIL	NA
Mr. Pramod Ramdas Ingle (Whole Time Director)	37.80 Lakhs	NIL	NA
Mrs. Vaishali Pramod Ingle (Executive Director)	8.00 Lakhs	NIL	NA
Mr. Rahul Gurmalani (Chief Financial Officer)	27.00 Lakhs	NIL	NA
Mrs. Vaishali Bakliwal (Company Secretary)	3.00 Lakhs	NIL	NA

#### **III. Percentage increase/decrease in the median remuneration of employees in the financial year 2024-25.**

The Median remuneration of employees was INRs.9000.00 during the year 2024-25 same as in the previous year. There is no increase/decrease in the median remuneration of employees for the Financial Year 2024-25.

#### **IV. Number of permanent employees on the rolls of company.**

The Company has 216 permanent employees on its rolls as on March 31, 2025.



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

Average percentile increases in the salaries of employee other than the Key managerial personnel in the Financial Year 2024-25 was NIL%.

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

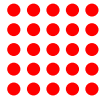
Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

**ON BEHALF OF BOARD OF DIRECTORS  
ON DOOR CONCEPTS LIMITED**

**Mr. Narendra Singh Bapna  
Chairman & Managing Director  
DIN:03201953**

**Mr. Pramod Ramdas Ingle  
Whole Time Director  
DIN: 03201939**

**Place: Bhopal  
Date: 28.08.2025**



## **INDEPENDENT AUDITOR'S REPORT**

To,

**The Members of**  
**M/s ON DOOR CONCEPTS LIMITED, BHOPAL**  
1<sup>st</sup>& 2<sup>nd</sup>Floor, E-8, Railway Colony Arera Colony  
Bhopal-462039, M.P

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying standalone financial statements of M/s ON DOOR CONCEPTS LIMITED (CIN: L52100MP2014PLC033570), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss including the statement of Other Comprehensive Income, and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

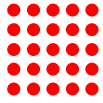
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under Section 133 of the Act read with the Companies Rules, 2014 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its Profit including other comprehensive income, Changes in Equity and its cash flows for the year ended as on that date .

#### **Basis for Opinion**

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

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



There are no matters which, in our professional judgment, are required to be emphasized in the audit report in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Hence, no Key Emphasis on Matter paragraph has been included.

### **Information other than Financial Statements and Auditor's report thereon**

The Company's Board of Directors is responsible for the preparation of the other information required under section 134(3) of The Companies Act 2013. The other information comprises of the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the standalone AS financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

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

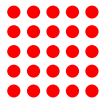
The Board of Directors of the Company is responsible for the matters specified in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, Cash Flows and Changes in Equity of the Company in accordance with 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 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.



Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

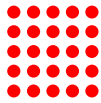
If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other



matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

### **Report on Other Legal and Regulatory Requirements**

1.As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, CARO is applicable to the company, therefore, we give a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable in Annexure A.

2.As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The reports on the accounts of the branch offices of the Company audited under Section 143(8) is not applicable as the company has no branches.
- (d) The Balance Sheet, the Statement of Profit and Loss and Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015, as amended.
- (f) In our opinion and based on our observation, there is no qualification, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith.
- (g) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
- (h) On the basis of written representations received from the directors as on 31<sup>st</sup>March, 2025 taken on record by the directors, none of the Directors is disqualified from being appointed as a director in terms of Section 164 (2) of the Act.
- (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company, as detailed in Notes to the standalone financial statements, has disclosed the impact of pending litigations on its financial position as at 31<sup>st</sup>March, 2025;
  - 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. The

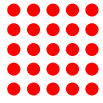


Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
  
(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and  
  
(c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
- v. The company has not declared or paid any dividend during the year in contravention of the provisions of Section 123 of the Companies Act, 2013.
- vi. The company has not installed an accounting software with an audit trail (edit log) feature as required under the statutory provisions. Consequently, we were unable to verify whether such a system was operated throughout the year for all transactions, whether the audit trail feature was untampered, and whether the audit trail has been preserved in compliance with the statutory requirements for record retention. Therefore, we disclaim any opinion on the adequacy and operation of the audit trail feature in the company's accounting software.

**For BCP JAIN & CO**  
**Chartered Accountants**  
**(FRN. 000802C)**

**CA AMIT JAIN**  
**Partner**  
**M.No.: 077986**  
**UDIN:25077986BMJPDM5472**  
**PLACE: BHOPAL**  
**DATE: 28/05/2025**



**M/s ON DOOR CONCEPTS LIMITED, BHOPAL**  
**CIN: L52100MP2014PTC033570**

**ANNEXURE - 'A' TO THE INDEPENDENT AUDITOR'S REPORT 2024-25**

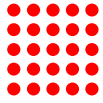
[Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirement's" section of our report to the Members of M/S ON DOOR CONCEPTS LIMITED of even date]

To the best of our information and according to the explanations provided to us by the Company and the books of accounts and records examined by us in the normal course of audit, we state that:

Sr.No.	PARTICULARS	REMARKS
(i)	(a) (A)Whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;  (B)Whether the company is maintaining proper records showing full particulars of intangible assets;	Yes, The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.  According to the information and explanations given to us by the management, the company has maintained all proper records showing full particulars of intangible assets of the company.
	(b)Whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	As per the information and explanations given by the management, Property, Plant and Equipment have been physically verified by the management at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
	(c)Whether the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company;	According to the information and explanations given to us by the management, the company does not own any immovable property.
	(d)Whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the	NA



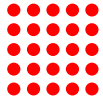
	revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;	
	(e) Whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder, if so, whether the company has appropriately disclosed the details in its financial statements;	NA
(ii)	(a) Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	As per the information and explanations given by the management, Inventory have been physically verified by the management at reasonable intervals. To the best of our knowledge and information provided to us by the management, there is no discrepancies noticed.
	(b) Whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company;	According to the information and explanations given to us by the management, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In absence of complete information provided to us we are unable to comment on the agreement with the books of account of the Company of quarterly returns or statements filed by the company with such banks or financial institutions;



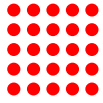
<p>(iii)</p>	<p>Whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties;</p>	<p>According to the information and explanations given to us, the Company has not granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the Financial Year 2024-25; and therefore clause (iii) of the Order is not applicable.</p>
	<p>(a) Whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate-</p> <p>(A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;</p> <p>(B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates;</p>	<p>According to the information and explanations given to us, the Company has not granted any loans, or provided guarantee, or security to any entity during the Financial Year 2024-25, and therefore clause (iii) of the Order is not applicable.</p>
	<p>(b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;</p>	<p>N.A.</p>
	<p>(c) in respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;</p>	<p>N.A.</p>
	<p>(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;</p>	<p>N.A.</p>



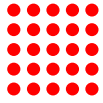
	<p>(e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans];</p>	N.A.
	<p>(f) whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;</p>	N.A.
(iv)	<p>In respect of loans, investments, guarantees, and security, whether provisions of sections 185 and 186 of the Companies Act have been complied with, if not, provide the details thereof;</p>	<p>The Company has not given any Loans, corporate Guarantees or Securities or made any Investments covered under Section 185 and 186 of the Companies Act, 2013.</p>
(v)	<p>In respect of deposits accepted by the company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder, where applicable, have been complied with, if not, the nature of such contraventions be stated; if an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not;</p>	<p>The company has not received any public deposits during the year and therefore, clause (v) of the Order is not applicable.</p>



<b>(vi)</b>	Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act and whether such accounts and records have been so made and maintained;	As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
<b>(vii)</b>	<b>(a)</b> Whether the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;  <b>(b)</b> Where statutory dues referred to in sub clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned (a mere representation to the concerned Department shall not be treated as a dispute);	According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, sales tax, GST, VAT, cess and other material statutory dues in arrears and no such dues were outstanding as at 31 March, 2025 for a period of more than six months from the date they became payable other than the following amounts:-  <ol style="list-style-type: none"><li>1. ESIC of Rs. 2,10,767.25</li><li>2. EPF of Rs. 3,92,675.00</li><li>3. TDS Rs. 1,53,24,382.09</li><li>4. TCS Rs. 1,81,495.66</li><li>5. Professional Tax Rs. 50,393.00</li></ol> As informed to us, there are no such cases except :- <ul style="list-style-type: none"><li>• VAT demand of Rs. 149.85 Lacs of FY 2016-17, pending before the Appellate authority.</li><li>• Notice issued by the DCIT (TDS), Bhopal for delay in deposit of TDS for the financial year 2021-22.</li><li>• Liability on account of provisions not made in respect of interest under section 23 of The Micro , Small and Medium Enterprises development Act , 2006</li><li>• TDS Demand amounting to Rs. 39,14,480/- as per TRACES portal, pending for rectifications.</li></ul>
<b>(viii)</b>	Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year;	NIL



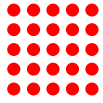
<b>(ix)</b>	<b>(a)</b> Whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender,	In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
	<b>(b)</b> Whether the company is a declared wilful defaulter by any bank or financial institution or other lender;	In our opinion and according to the information and explanations given to us, the Company has not declared wilful defaulter by any bank or financial institution or other lender.
	<b>(c)</b> Whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported;	The company has not obtained any term loans , hence this clause is not applicable .
	<b>(d)</b> Whether funds raised on short term basis have been utilised for long term purposes, if yes, the nature and amount to be indicated;	Nil
	<b>(e)</b> Whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case;	NA
	<b>(f)</b> Whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised;	Nil
<b>(x)</b>	<b>(a)</b> Whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised, if not, the details together with delays or default and subsequent rectification, if	No moneys raised by way of initial public offer or further public offer (including debt instruments) during the year, hence this clause is not applicable.



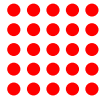
	any, as may be applicable, be reported;	
	<b>(b)</b> Whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of noncompliance;	NA
<b>(xi)</b>	<b>(a)</b> Whether any fraud by the company or any fraud on the company has been noticed or reported during the year, if yes, the nature and the amount involved is to be indicated;	To the best of our knowledge and according to the information and explanations given to us, no material fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
	<b>(b)</b> Whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;	Nil
	<b>(c)</b> whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;	Nil
<b>(xii)</b>	<b>(a)</b> Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability;	The Company is not incorporated as a Nidhi Company and hence, this clause is not applicable.
	<b>(b)</b> Whether the Nidhi Company is maintaining ten per cent. unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	N.A.



	<p>(c) Whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof;</p>	N.A.
(xiii)	<p>Whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards;</p>	<p>Yes, all transactions with Related Parties covered under sections 177 and 188 of The Companies Act, 2013 are in compliance with the said sections and have been disclosed in the Financial Statements as required by the applicable Accounting Standards.</p>
(xiv)	<p>(a) Whether the company has an internal audit system commensurate with the size and nature of its business;</p>	Yes
	<p>(b) Whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor;</p>	The internal audit report has been considered.
(xv)	<p>Whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;</p>	<p>As per the information and explanation given to us, the Company has not entered into any Non cash Transactions with Directors or persons connected with him and therefore, clause (xv) of this order is not applicable.</p>
(xvi)	<p>(a) Whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) and if so, whether the registration has been obtained;</p>	<p>No, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.</p>
	<p>(b) Whether the company has 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;</p>	<p>The company hasn't performed or conducted any Non-Banking Financial or Housing Finance activities during the year.</p>



(xvii)	(c) whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfil the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria;	No, the company doesn't comes within the definition of a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
	(d) whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group;  Whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, state the amount of cash losses;	The company is not a CIC and hence, clause (xvi) (d) is not applicable.  The company has not incurred cash loss in the financial year and in the immediately preceding financial year.
(xviii)	Whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors;	No statutory auditor has reportedly resigned during the year.
(xix)	On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;	According to the information and explanations given to us by the management and based on our examination of the records of the Company and financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, [Nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by



		the company as and when they fall due. ]
(xx)	(a) Whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;	According to the information and explanations given to us by the management and based on our examination of the records, the unspent amount pertaining to the CSR Liability as per section 135 is not transferred to a Fund specified in Schedule VII to the Companies Act upto the date of audit report.
	(b) Whether Any Amount Remaining Unspent Under Subsection (5) Of Section 135 Of The Companies Act, Pursuant To Any Ongoing Project, Has Been Transferred To Special Account In Compliance With The Provision Of Subsection (6) Of Section 135 Of The Said Act;	According to the information and explanations given to us by the management and based on our examination of the records, there is no ongoing project in this behalf.
(xxi)	Whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks.	N.A.

The clause regarding qualifications or adverse remarks given by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports is not applicable.



## STANDALONE BALANCE SHEET

<b>ONDOOR CONCEPTS LIMITED, BHOPAL</b> CIN :- L52100MP2014PLC033570				
REGISTERED OFFICE: I & II Floor, Plot No.13-E-8, Railway Colony, Arera Colony, Bhopal, Madhya Pradesh- STANDALONE BALANCE SHEET AS AT 31st March 2025 (Rs. In Lacs)				
	Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
<b>I.</b>	<b>ASSETS</b>			
(1)	<b>Non - current assets</b>			
	(a) Property, Plant and Equipment	2	2,145.84	2,128.48
	(b) Intangible assets	3	2,552.78	2,552.78
	(c) Capital Work In Progress			-
	(d) Financial assets			
	(i) Investments			-
	(ii) Others	4	216.57	190.26
	(e) Deferred tax assets (net)	5	197.77	180.66
	(f) Other non - current assets	6	34.67	32.40
(2)	<b>Current assets</b>			
	(a) Inventories	7	4,561.83	3,381.25
	(b) Financial assets			
	(i) Investments			
	(ii) Trade receivables	8	1,623.67	1,613.81
	(iii) Cash and cash equivalents	9	255.58	656.19
	(iv) Bank balances other than cash and cash equivalents	10	413.78	-
	(v) Others	11	8.73	1.95
	(c) Other current assets	12	988.63	684.64
	<b>Total Assets</b>		<b>12,999.84</b>	<b>11,422.42</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>			
(1)	<b>Equity</b>			
	(a) Equity Share capital	13	564.86	564.86
	(b) Other equity	14	9,416.86	8,638.90
	<b>Liabilities</b>			
(2)	<b>Non - current liabilities</b>			
	(a) Financial liabilities			
	(i) Long Term Borrowings	15	-	-
	(ii) Lease Liabilities			
	(iii) Other Financial Liabilities			-
	(b) Deferred Tax Liability (net)			-
(3)	<b>Current liabilities</b>			
	(a) Financial liabilities			
	(i) Short Term Borrowings	16	1,102.80	87.70
	(ii) Trade payables	17	953.73	1,238.42
	a) Total outstanding dues of micro enterprises and small enterprises			
	b) Total outstanding dues of creditors others than micro enterprises and small enterprises			
	(iii) Other financial liabilities	18	161.60	179.31
	(b) Other current liabilities and Provisions	19	799.99	713.23
	<b>Total Equity and Liabilities</b>		<b>12,999.84</b>	<b>11,422.42</b>
	Significant accounting policies and estimates	1		
	The accompanying notes 1 to 28 are an integral part of the financial statement.			
<b>As per our report of even date attached.</b>				
For E.C.P JAIN & CO. Chartered Accountants Firm's Registration Number - 000802C			For and on behalf of the Board of Directors	
(CA AMIT JAIN) Membership No.077986 Partner			NARENDRA SINGH BAPNA Managing Director (DIN 03201953)	PRAMOD RAMDAS INGLE WHOLE TIME DIRECTOR (DIN 03201939)
Place: BHOPAL Dated: 28/05/2025 UDIN NO. 25077986BMJPDMS472			RAHUL GURMALANI CFO	VAISHALI BAKLIWAL CS



## STANDALONE PROFIT AND LOSS ACCOUNT

<b>ONDOOR CONCEPTS LIMITED, BHOPAL</b> <b>CIN :- L52100MP2014PLC033570</b>				
<small>REGISTERED OFFICE: I &amp; II Floor, Plot No.13-E-8, Railway Colony, Arera Colony, Bhopal, Madhya Pradesh-462039</small> <small>STANDALONE PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31st March 2025</small>				
<small>(Rs. In Lacs)</small>				
	Particulars	Note No.	For 31st March 2025	For 31st March 2024
I.	Revenue from operations	20	27,301.07	23,351.54
II.	Other income	21	7.53	0.40
III.	<b>Total Income ( I+II)</b>		<b>27,308.60</b>	<b>23,351.94</b>
IV.	<b>Expenses:</b>			
	Cost of materials consumed			-
	Purchase of Traded Goods	22	25,285.64	21,531.50
	Changes in inventories of finished goods, by-products and work in progress	23	1,180.58	-921.43
	Employee benefits expense	24	588.01	376.78
	Finance costs	25	40.93	8.76
	Depreciation and amortization expense		395.53	406.02
	Other expenses	26	1,418.22	1,415.77
	<b>Total expenses (IV)</b>		<b>26,547.75</b>	<b>22,817.40</b>
V.	<b>Profit before tax , extraordinary and exceptional Item ( III-IV)</b>		<b>760.85</b>	<b>534.53</b>
VI.	Exceptional Item - (Prior Period Item)		-	5.53
VII.	Extraordinary Item			
VIII.	<b>Profit before tax and after extraordinary and</b>		<b>760.85</b>	<b>529.00</b>
IX.	<b>Tax expense :</b>			
	Current tax		-	-
	Deferred tax		-17.11	-76.79
	Income tax relating to earlier years		-	-
			<b>(17.11)</b>	<b>(76.79)</b>
X.	<b>Profit for the year</b>		<b>777.96</b>	<b>605.79</b>
XI.	<b>Other comprehensive income</b>	27		
	(i) Items that will not be reclassified to profit or loss			
	Remeasurement of the net defined benefit liability/asset			-
	(ii) Income tax relating to items that will not be reclassified to profit or loss			-
	<b>Total other comprehensive income, net of tax</b>		<b>777.96</b>	<b>605.79</b>
XII.	<b>Total comprehensive income for the year</b>			
XIII.	<b>Earnings per equity share (Nominal value per share Rs. 10/-)</b>			
	- Basic (Rs.)		13.77	10.72
	- Diluted (Rs.)			-
	<b>Number of shares used in computing earning per share</b>			
	- Basic (Nos.)		<b>56,48,612.00</b>	<b>56,48,612.00</b>
	- Diluted (Nos.)		<b>56,48,612.00</b>	<b>56,48,612.00</b>
	Significant accounting policies and estimates	1		
	The accompanying notes 1 to 28 are an integral part of the financial statement.			
<b>As per our report of even date attached.</b>				
<b>For B.C.P JAIN &amp; CO.</b> Chartered Accountants Firm's Registration Number - 000802C			<b>For and on behalf of the Board of Directors</b>	
(CA AMIT JAIN) Membership No.077986 Partner			<b>NARENDRA SINGH BAPNA</b> Managing Director (DIN 03201953)	<b>PRAMOD RAMDAS INGLE</b> WHOLE TIME DIRECTOR (DIN 03201939)
Place: BHOPAL Dated: 28/05/2025 UDIN NO. 25077986BMJPD5472			<b>RAHUL GURMALANI</b> CFO	<b>VAISHALI BAKLIWAL</b> CS



## STANDALONE CASH FLOW STATEMENT

<b>M/s ONDOOR CONCEPTS LIMITED, BHOPAL</b>		Statement of Cash Flow for the Period ended 31.03.2025	
		Rs. In Lacs	
	Particulars	As at March 31,2025	As at March 31,2024
<b>I</b>	<b>Cash Flow from Operating Activities</b>		
	Closing Balance of Profit & Loss A/c	7,942.16	(8,720.12)
	Less: Opening Balance of Profit & Loss A/c	8,720.12	(9,325.91)
	Profit/Loss during the year	777.96	605.78
	Add: Extra Ordinary Items		-
	Less: Deferred Tax Income	17.11	(76.79)
	<b>Profit/Loss during the year before Tax and Extra Ordinary Items</b>	<b>760.85</b>	<b>528.99</b>
	<b>Adjusted for :</b>		
	Depreciation	395.53	406.02
	Finance Cost	40.93	8.76
	Profit and Loss on Sale of Fixed Assets		-
	<b>Net Increase in Cash before Working Capital Changes</b>	<b>1,197.31</b>	<b>943.78</b>
	<b>Adjusted for :</b>		
	Other Current Liabilities	86.76	(203.94)
	Inventories	1,180.58	(921.43)
	Others	6.78	(0.31)
	Other current assets	303.99	(341.29)
	Trade Payables-Current	284.69	(1,416.27)
	Trade Receivables-Current	9.86	(502.82)
	Short-Term Borrowings and other financial liabilities	997.39	(49.81)
	<b>Cash Flow Before Changes in Extraordinary Items</b>	<b>495.56</b>	<b>(2,492.09)</b>
	Less: Extraordinary Items		-
	<b>Cash Flow After Changes in Extraordinary Items</b>	<b>495.56</b>	<b>(2,492.09)</b>
	Less: Income Tax Paid		-
	<b>Net Increase/(Decrease) in Cash from Operating Activities</b>	<b>495.56</b>	<b>(2,492.09)</b>
<b>II</b>	<b>Cash Flow from Investing Activities</b>		
	Purchase of Fixed Assets	412.89	(326.44)
	Chnages in Financial Assets	440.09	(28.35)
	Chnages in Non current assets	2.27	(19.06)
	<b>Net Increase/(Decrease) in Cash from Investing Activities</b>	<b>(855.25)</b>	<b>(373.85)</b>
<b>III</b>	<b>Cash Flow from Financing Activities</b>		
	Acceptance of Long Term Borrowings	-	-
	Proceeds from issue of Shares	-	3,856.17
	Issue Expenses	-	(378.97)
	Interest on Borrowings	(40.93)	(8.76)
	<b>Net Increase/(Decrease) in Cash from Financing Activities</b>	<b>(40.93)</b>	<b>3,468.44</b>
	<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents (I+II+III)</b>	<b>(400.61)</b>	<b>602.50</b>
	Add: Opening Balance of Cash & Cash Equivalents	656.19	53.69
	<b>Closing Balance Cash &amp; Cash Equivalents</b>	<b>255.58</b>	<b>656.19</b>
<b>For B.C.P JAIN &amp; CO.</b> <b>Chartered Accountants</b> <b>Firm's Registration Number - 000802C</b>		<b>For and on behalf of the Board of Directors</b>	
<b>(CA AMIT JAIN)</b> <b>Membership No.077986</b> <b>Partner</b>		<b>NARENDRA SINGH BAPNA</b> <b>Managing Director</b> <b>(DIN 03201953)</b>	
<b>Place: BHOPAL</b> <b>Dated: 28/05/2025</b> <b>UDIN NO. 25077986BMJPDM5472</b>		<b>PRAMOD RAMDAS INGLE</b> <b>WHOLE TIME DIRECTOR</b> <b>(DIN 03201939)</b>	
		<b>RAHUL GURMALANI</b> <b>CFO</b>	
		<b>VAISHALI BAKLIWAL</b> <b>CS</b>	



## NOTE -1

### M/S ON DOOR CONCEPTS LIMITED, BHOPAL

## **NOTES FORMING PART OF FINANCIAL STATEMENTS**

Notes forming part of financial statements for the year ended 31st March 2025.

### **COMPANY OVERVIEW**

The company is listed company domiciled in India and is engaged in the business of retailing household and consumer products through e-commerce platform and departmental stores.

### **BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principles (GAAP) in India. The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies, in all material respects, have been consistently applied by the Company and are consistent with those used in the previous year.

### **SIGNIFICANT ACCOUNTING POLICIES**

#### **1. METHOD OF ACCOUNTING**

The company adopts the accrual method and historical cost concept in the preparation of the accounts in accordance with generally accepted accounting principles.

#### **2. INCOME/ EXPENDITURE RECOGNITION**

##### **(a) INCOME -**

Income is recognized on Accrual basis to depict the actual transfer of promised goods or services to customers in an amount that reflects the consideration to which entity expects to be entitled in exchange of those goods or services.

##### **(b) EXPENDITURE -**

All the expenses are accounted for an accrual basis.

#### **3. PROPERTY, PLANT AND EQUIPMENT**

Property, Plant and Equipments are stated at cost (including expenses related to acquisition and installation) less depreciation. Impairment loss is provided to the extent of the carrying amount exceeds their recoverable amount. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. However, during the year no impairment loss recognized.

The Company depreciates property, plant and equipment over their estimated useful lives. The estimated



useful lives of assets were based on technical evaluation, the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence, the useful lives for these assets may be different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

#### **4. INTANGIBLE ASSETS**

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use.

The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically, including at each financial year end. However, during the year, no amortization of intangible assets is booked, since, as per management, the asset is considered to have an indefinite life.

#### **5. DEPRECIATION**

The company systematically allocated depreciation on a depreciable asset over its useful life. The depreciable amount of an asset is the cost of an asset or other amount substituted for cost, less its residual value. The useful life of an asset is the period over which an asset is expected to be available for use by an entity, or the number of production or similar units expected to be obtained from the asset by the entity. The Company has adopted useful life of assets as prescribed under Schedule II to the Companies Act, 2013. Depreciation on additions /deductions to fixed assets is being provided on pro-rata basis from/to the month of acquisition /disposal.

#### **6. IMPAIRMENT LOSS**

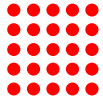
Impairment loss is provided to the extent the carrying amount of assets exceeds their recoverable amounts. Recoverable amount is the higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of the asset and from its disposal at the end of its useful life.

Net selling price is the amount obtainable from sale of the asset in an arm's length transaction between knowledgeable, willing parties, less the costs of disposal. During the year there is no impairment loss of any asset in the company. However during the year no impairment loss recognized .

#### **7. INVESTMENTS**

Current investments are at lower of cost and quoted/fair value, computed category wise. Long Term investments are stated at cost. Provision for diminution in the value of long-term investment is to be made only if such a decline is other than temporary.

However there are no Investments in the company during the financial year.



## 8. INVENTORIES

Items of inventories are measured at lower of cost or net realizable value. Cost of inventories comprises of cost of conversion and other costs incurred in bringing them to their respective present location and condition.

## 9. TRADE RECEIVABLES & TRADE PAYABLES

Trade receivables & Trade Payables are stated at book Values. The company has not prepared a classification ageing schedule of trade payable or categorized it into MSME and Non-MSME. Similarly, they have not conducted a classification ageing schedule for trade receivables or determined their classification as good, doubtful, or credit impaired. The company has not received confirmation on classification from their creditors regarding their MSME/Non-MSME Status.

## 10. RETIREMENT BENEFITS

- (a) The company records the liability of Provident Fund and ESI as per the accrual basis.
- (b) Provision for gratuity has been made based on the basis of report of Actuarial valuer obtained by the company.

## 11. TAXATION

No provision for current taxes per applicable provisions of the Income Tax Act, 1961 is required to be made in view of no taxable total income during the year on account of brought forward losses.

Deferred income taxes resulting from timing difference between book and taxable profit is accounted for using the rates and laws that have been enacted or substantially enacted as at Balance Sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a future taxable income.

## 12. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. However, no provisions has been made in respect of interest under section 23 of The Micro, Small and Medium Enterprises development Act, 2006. Contingent liabilities are not recognized but are disclosed in the notes, if any. Contingent Assets are neither recognized nor disclosed in the financial statements.

## 13. PREOPERATIVE EXPENDITURE

All the expenditure administrative in nature are grouped under the head preoperative expenditure. However, there are no preoperative expenses in the company during the current year.

## 14. ACCOUNTING POLICIES

Unless specifically stated to be otherwise, accounting policies are being consistently followed.

## 15. EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

Events occurring after the date of Balance Sheet are considered up to the date of finalization of accounts,



wherever material.

#### **16. DIVERSION OF FUNDS BORROWED FROM BANKS AND FINANCIAL INSTITUTIONS**

The Board of Directors is of the opinion that there is no diversion of the funds borrowed from the banks and financial institutions.

#### **17. REALISABLE VALUE OF ASSETS**

The Board of Directors is of the opinion that any of the assets other than Property, Plant and Equipment, Intangible Assets and non-current investments have realizable value not less than their carrying amount in the ordinary course of business.

#### **18. IMMOVABLE PROPERTIES NOT HELD IN THE NAME OF COMPANY**

There are no immovable property not held in the name of the company.

#### **19. REVALUATION OF PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS**

Company has not revalued its assets during the current financial year.

#### **20. LOANS OR ADVANCES GRANTED TO PROMOTERS, DIRECTORS, KMPs AND RELATED PARTIES**

As on date, Company has not granted any Loans or Advances to Promoters, Directors, KMPs and Related Parties.

#### **21. CLASSIFICATION, AGEING SCHEDULE AND COMPLETION SCHEDULE OF CAPITAL WORK-IN-PROGRESS AND INTANGIBLE ASSETS UNDER DEVELOPMENT**

There were no capital work-in-progress and intangible assets under development during the financial year.

#### **22. BENAMI PROPERTY**

No proceedings have been initiated or pending against the company for holding any benami property.

#### **23. RETURNS OR STATEMENTS FILED WITH BANKS OR FINANCIAL INSTITUTIONS IN AGREEMENT WITH BOOKS OF ACCOUNTS**

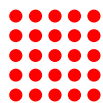
The company confirms that the statement filed with the banks are in agreement with the books of accounts.

#### **24. WILFUL DEFAULTER**

The company was not declared as willful defaulter during the year.

#### **25. RELATIONSHIP WITH STRUCK OFF COMPANIES**

The company has no transactions with struck off companies



## 26. PENDING FILING OF CHARGES

There are no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period.

## 27. COMPLIANCE WITH NUMBER OF LAYERS OF INVESTMENTS

The Company has no layers of investments.

## 28. RATIO ANALYSIS

S.No.	Ratio Name	F.Y 2024-25	F.Y 2023-24
1	<b>CURRENT RATIO</b> (Current assets/ Current Liability)	2.60	2.87
2	<b>DEBT EQUITY RATIO</b> (Debt /Equity)	0.11	NA
3	<b>DEBT SERVICE COVERAGE RATIO</b> (Earnings before interest, tax, depreciation and amortization/ Interest + Principal)	NA	NA
4	<b>RETURN ON EQUITY</b> (Net Income/Shareholder's Equity)	0.08	0.07
5	<b>INVENTORY TURNOVER RATIO</b> (Cost of goods sold/Average Inventory)	6.07	6.09
6	<b>TRADE RECEIVABLES TURNOVER RATIO</b> (Net annual credit sales/average accounts receivable)	16.87	17.00
7	<b>TRADE PAYABLES TURNOVER RATIO</b> (Net annual credit purchases/ average accounts payable)	23.07	11.07
8	<b>NET CAPITAL TURNOVER RATIO</b> (Net annual Sales/ Avg Net Assets)	2.85	24.57
9	<b>NET PROFIT RATIO</b> (Net Profit/Total Sales)	2.85%	2.59%
10	<b>RETURN ON CAPITAL EMPLOYED</b> (Earnings before interest and tax/Capital Employed)	7.23%	2.47
11	<b>RETURN ON INVESTMENT</b> (Income from Investment/ Cost of Investment)	NA	NA

## 29. COMPLIANCE WITH APPROVED SCHEME OF ARRANGEMENTS

No scheme of arrangements has been approved in terms of sections 230 to 237 of the Companies Act, 2013 is entered by company.

## 30. MONEY LAUNDERING

The company has not advanced or loaned or invested funds to intermediaries for directly or indirectly lending to, or investing in, or providing guarantee or security on behalf of ultimate beneficiaries identified



by the company and/or where the company has received any fund to act as intermediary for directly lending to, or investing in, or providing any guarantee or security on behalf of ultimate beneficiaries identified by the funding parties.

### **31. UNDISCLOSED INCOME**

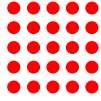
The company does not have any undisclosed income as per records and books of accounts.

### **32. CSR**

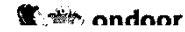
The provisions of Section 135 of the Companies Act, 2013, pertaining to Corporate Social Responsibility (CSR) were not applicable to the Company in previous financial years. However, for during the preceding the financial year ended 31.03.2024, the Company's profit has exceeded Rs. 5 crore. Consequently, the Company, now in the current financial year ended 31.03.2025 has recognized CSR Provision of Rs. 9.32 lacs to comply with the CSR provisions under the Companies Act, 2013.

### **33. CRYPTO CURRENCY**

The company has not traded or invested in Crypto currency or Virtual currency during the financial year.



**M/s ONDOOR CONCEPTS LIMITED, BHOPAL**  
Notes Forming part of Standalone Financial Statements (Contd.)



(Rs. in lacs)

PROPERTY, PLANT AND EQUIPMENT											
Sl. No.	Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at 1 <sup>st</sup> April, 2024	Additions During the year	Adjustment / Deduction during the year	As at 31 March 2025	Upto 1st April, 2024	During the year	Adjusted with Retained Earnings during the year	Adjustment /Deduction During the year	Upto 31st March 2025	As at 31st March 2025
1	Land (Free hold)	-	-	-	-	-	-	-	-	-	-
2	Plant & Equipment	237.11	0.14	-	237.25	218.52	3.60	-	-	222.12	15.13
3	Furniture & Fixtures	1,607.15	204.14	-	1,811.29	544.44	161.77	-	-	706.21	1,105.07
4	Vehicles	44.89	-	-	44.89	40.82	1.20	-	-	42.02	2.87
5	Office Equipments	1,059.55	62.16	2.85	1,118.86	568.82	111.39	-	2.70	677.51	441.35
6	Computer & Printers	446.90	28.79	-	475.69	341.50	39.81	-	-	381.31	94.38
7	Crates and racks	937.59	125.01	4.50	1,058.10	490.61	84.73	-	4.27	571.07	487.03
	<b>Total</b>	<b>4,333.19</b>	<b>420.24</b>	<b>7.35</b>	<b>4,746.08</b>	<b>2,204.71</b>	<b>402.50</b>	<b>-</b>	<b>6.97</b>	<b>2,600.24</b>	<b>2,145.84</b>
	<i>Previous Year</i>										

**M/s ONDOOR CONCEPTS LIMITED, BHOPAL**  
Notes Forming part of Standalone Financial Statements (Contd.)

Note No : 3

(Rs. in lacs)

INTANGIBLE ASSETS											
Sl. No.	Particulars	GROSS BLOCK				AMORTISATION				NET BLOCK	
		As at 1 <sup>st</sup> April, 2024	Additions During the year	Adjustment / Deduction during the year	As at 31st March 2025	Upto 1st April, 2024	During the year	Adjusted with Retained Earnings during the year	Adjustment /Deduction During the year	Upto 31st March 2025	As at 31st March 2025
1	Intangible Assets (Acquired)	2,552.78	-	-	2,552.78	-	-	-	-	-	2,552.78
		<b>2,552.78</b>			<b>2,552.78</b>						<b>2,552.78</b>
	<i>Previous Year</i>										



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**ONDOOR CONCEPTS LIMITED, BHOPAL**

Notes Forming part of Standalone Financial Statements (Contd.)

**Note No : 4**

<b>Other financial assets - Non current</b>		Rs. In Lacs		
(Unsecured, considered good)				
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
Security deposits	201.58		175.28	
Other Deposits	14.99	216.57	14.99	190.26
		216.57		190.26

**Note No : 5**

<b>Deferred tax assets/liability (net)</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
Tax effect of items constituting deferred tax assets/(liability)	197.77		180.66	
		197.77		180.66
		197.77		180.66

**Note No : 6**

<b>Other non-current assets</b>		Rs. In Lacs		
(Unsecured, considered good)				
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
Capital advances			-	
<b>Advance other than capital advance</b>				
Income Tax refundable	34.67		32.40	
		34.67		32.40
		34.67		32.40

**Note No : 7**

<b>Inventories</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
Raw materials			-	
Raw materials in transit			-	
Packing materials			-	
Work-in-progress			-	
Finished goods	4,561.83	4,561.83	3,381.25	3,381.25
		4,561.83		3,381.25

(At lower of cost and net realizable value, unless stated otherwise)

**Note No : 8**

<b>Trade receivables - Current</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
<b>Unsecured, considered good</b>				
Due from related parties			-	
Due from others	1,623.67	1,623.67	1,613.81	1,613.81
		1,623.67		1,613.81

Trade receivables are stated at book Values , they have not conducted a classification ageing schedule for trade receivables or determined their classification as good, doubtful, or credit impaired.



**ONDOOR CONCEPTS LIMITED, BHOPAL**  
**Notes Forming part of Standalone Financial Statements (Contd.)**

**Note No : 9**

<b>Cash and cash equivalents</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
Balances with banks				
<i>In current accounts</i>	173.06		572.83	
Cash on hand	82.52	255.58	83.36	656.19
		255.58		656.19

**Note No : 10**

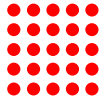
<b>Bank balances other than cash and cash equivalents</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
<b>Fixed deposits with banks</b>				
- Current portion of original maturity period more than 12 months			-	
- Original maturity period upto 12 months			-	
Fixed Deposits with Banks & Financial Institutions	413.78	413.78		
		413.78		

**Note No : 11**

<b>Other financial assets - Current</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
<b>(Unsecured, considered good)</b>				
Interest Accrued But Not Due	8.73	8.73	1.95	1.95
		8.73		1.95

**Note No : 12**

<b>Other current assets</b>		Rs. In Lacs		
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
<b>(Unsecured, considered good)</b>				
<b>Other Loans &amp; Advances</b>				
<i>Advance to Suppliers &amp; Others</i>	936.51		583.05	
<i>GST Receivables</i>	51.49		100.71	
<i>Prepaid Expenses</i>	0.63		0.88	
		988.63		684.64
		988.63		684.64



**ONDOOR CONCEPTS LIMITED, BHOPAL**  
Notes Forming part of Standalone Financial Statements (Contd.)

Note No : 13

Rs. In Lacs

<b>Equity Share capital</b>				
Particulars	As at 31st March 2025		As at 31st March 2024	
	No. of shares	Amount	No. of shares	Amount
<b>(a) Authorised</b>				
Equity shares of par value <b>Rs 10</b> /- each	65,00,000.00	650.00	65,00,000.00	650.00
	65,00,000.00	<b>650.00</b>	65,00,000.00	<b>650.00</b>
<b>(b) Issued, subscribed and fully paid up</b>				
Equity shares of par value <b>Rs10</b> /- each at the beginning of the year	56,48,612.00	564.86	38,64,612.00	386.46
Changes during the year			17,84,000.00	178.40
<b>At the end of the year</b>	56,48,612.00	<b>564.86</b>	56,48,612.00	<b>564.86</b>

(c) The Company has only one class of equity shares having a par value of **Rs10/-** per share. Each holder of equity shares is entitled to one vote per share. The holders of Equity Shares are entitled to receive dividends as declared from time to time. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) Shareholders holding more than 5 % of the equity shares in the Company :

Name of shareholder	As at 31st March 2025		As at 31st March 2024	
	No. of shares held	% of holding	No. of shares held	% of holding
NSB BPO Solutions Pvt Ltd	18,23,277	32.28%	18,23,277.00	32.28%
M/s UTPL Corporate Trustees Pvt Ltd	4,83,100	8.55%	4,83,100.00	8.55%
Swati Bapna	2,59,547	4.59%	3,06,947.00	5.43%
<b>TOTAL</b>	<b>25,65,924.00</b>	<b>45.43%</b>	<b>26,13,324.00</b>	<b>46.26%</b>

(e) Shares hold by the promoters at the end of the year

Name of Promoters	As at 31st March 2025		As at 31st March 2024	
	No. of shares held	% of total shares	No. of shares held	% of total shares
NSBBPO Solutions Pvt Ltd	18,23,277	32.28%	18,23,277.00	32.28%
Narendra Singh Bapna	1,000	0.02%	1,000.00	0.02%
Swati Bapna	2,59,547	4.59%	3,06,947.00	5.43%
Pramod Ramdas Ingle	1,000	0.02%	1,000.00	0.02%
Vaishali Ingle	5,000	0.09%	5,000.00	0.09%
	<b>20,89,824.00</b>	<b>37.00%</b>	<b>21,37,224.00</b>	<b>37.88%</b>



**ONDOOR CONCEPTS LIMITED, BHOPAL**  
**Notes Forming part of Standalone Financial Statements (Contd.)**

Note No : 14

Rs. In Lacs

Other equity				
Particulars	As at 31st March 2025		As at 31st March 2024	
	<b>(a) Security Premium</b>			
Balance as per last account	17359.02		14060.22	
Add/Less: Changes during the year			3677.77	
Add/Less: Changes during the year		17,359.02	-378.97	17359.02
<b>(b) Retained earnings</b>				
Balance as per Last Account	-8720.12		-9325.91	
Add : Surplus as per Statement of Profit and Loss	777.96		605.79	
Other Comprehensive Income(net of tax)			0.00	
Amount available for appropriation	7,942.16		-8720.12	
Less : Appropriations:				
Dividend on equity shares			0.00	
Tax on dividend			0.00	
Balance at the end of the year		-7942.16		-8720.12
<b>Total other equity</b>		<b>9416.86</b>		<b>8638.90</b>

Note No : 15

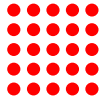
Rs. In Lacs

Long - term borrowings				
Particulars	As at 31st March 2025		As at 31st March 2024	
	Other Loans			
<b>TOTAL</b>				

Note No : 16

Rs. In Lacs

Short - term borrowings				
Particulars	As at 31st March 2025		As at 31st March 2024	
	<b>Secured Loan</b>			
Tata Capital Limited	160.00			
From RBL Bank- Cash Credit	750.00	910.00		
<b>Unsecured Loan</b>				
OXYZO Financial Services Limited	105.10			
From Related Parties	87.70	192.80	87.70	87.70
<b>TOTAL</b>		<b>1,102.80</b>		<b>87.70</b>



**ONDOOR CONCEPTS LIMITED, BHOPAL**  
**Notes Forming part of Standalone Financial Statements (Contd.)**

**Note No : 17** **Rs. In Lacs**

<b>Trade Payables - Current</b>				
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
<b>Total outstanding dues of micro enterprises and small enterprises</b>				
Creditors for goods	953.73		1,238.42	
Creditors for services		953.73	-	1,238.42
<b>TOTAL</b>		<b>953.73</b>		<b>1,238.42</b>

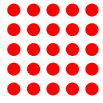
Trade Payables are stated at book Values. The company has not prepared a classification ageing schedule of trade payable or categorized it into MSME and Non-MSME. Similarly, have not conducted a classification ageing schedule .

**Note No : 18** **Rs. In Lacs**

<b>Other financial liabilities - Current</b>				
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
<b>Other payables</b>				
Outstanding Liabilities for Expenses	161.60	161.60	179.31	179.31
<b>TOTAL</b>		<b>161.60</b>		<b>179.31</b>

**Note No : 19** **Rs. In Lacs**

<b>Other Current liabilities and Provisions</b>				
<b>Particulars</b>	<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>	
Other current liabilities and Provisions	790.67		713.23	
Provision for CSR	9.32	799.99		713.23
<b>TOTAL</b>		<b>799.99</b>		<b>713.23</b>



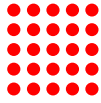
**ONDOOR CONCEPTS LIMITED, BHOPAL**  
Notes Forming part of Standalone Financial Statements (Contd.)

<b>Note No : 20</b>		
<b>Revenue From Operations</b>		<b>Rs. In Lacs</b>
<b>Particulars</b>	<b>As at 31st March 2025</b>	<b>As at 31st March 2024</b>
Sale Of Goods	27,301.07	23,351.54
Sale Of Scrap	-	-
Other Operating Revenues	-	-
	<b>27,301.07</b>	<b>23,351.54</b>

<b>Note No : 21</b>		
<b>Other Income</b>		<b>Rs. In Lacs</b>
<b>Particulars</b>	<b>As at 31st March 2025</b>	<b>As at 31st March 2024</b>
<b>Interest Income</b>		-
Fixed Deposits With Banks	7.53	-
Income tax Refunds		-
Interest On Advances		-
<b>Dividend Income</b>		-
<b>Net Gain on Sale of Investments</b>		-
<b>Other Non- Operating Income</b>		
Rent		-
Profit On Sale of Property, Plant & Equipment		-
Listing Charges		0.40
	<b>7.53</b>	<b>0.40</b>

<b>Note No : 22</b>		
<b>Purchase Of Traded Goods</b>		<b>Rs. In Lacs</b>
<b>Particulars</b>	<b>As at 31st March 2025</b>	<b>As at 31st March 2024</b>
Purchases	25,285.64	21,531.50
	<b>25,285.64</b>	<b>21,531.50</b>

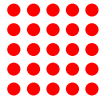
<b>Note No : 23</b>		
<b>Changes in Inventory of Finished goods, Work in Progress &amp; Stock-in-Trade</b>		<b>Rs. In Lacs</b>
<b>Particulars</b>	<b>As at 31st March 2025</b>	<b>As at 31st March 2024</b>
(Increase)/ Decrease in Stocks		-
Stock at the end of the Year:		-
Finished Goods	4,561.83	3,381.25
<b>TOTAL(A)</b>	<b>4,561.83</b>	<b>3,381.25</b>
Less : Stock at the Beginning of the year		-
Finished Goods	3,381.25	2,459.82
<b>TOTAL(B)</b>	<b>3,381.25</b>	<b>2,459.82</b>
<b>TOTAL (B-A)</b>	<b>1,180.58</b>	<b>921.43</b>



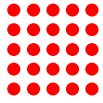
Note No : 24		
Employee Benefit expenses		Rs. In Lacs
Particulars	As at 31st March 2025	As at 31st March 2024
Salaries & Wages	578.20	357.58
Staff Welfare Expenses	9.81	19.20
	<b>588.01</b>	<b>376.78</b>

Note No : 25		
Finance Costs		Rs. In Lacs
Particulars	As at 31st March 2025	As at 31st March 2024
Interest Expenses and other Borrowing cost	40.93	8.76
	<b>40.93</b>	<b>8.76</b>

Note No : 26		
Other Expenses		Rs. In Lacs
Particulars	As at 31st March 2025	As at 31st March 2024
<b>Payment to Auditors</b>		
As auditor:		-
- Audit Fee	1.25	1.25
Rent	651.67	726.10
Delivery Expenses	1.68	1.70
Repair & Maintenance Expenses	53.58	58.91
Marketing & Promotional Expense	176.45	290.00
Packing Material	0.93	0.41
Electricity & Fuel Expenses	68.09	56.64
House Keeping Expenses	2.58	1.44
Security Service Expenses	4.36	7.23
Consumables Expenses	3.42	1.54
Communication Expenses	8.20	7.87
Travelling Expenses	15.12	8.67
Professional/Legal Expenses	16.91	26.32
Printing & Stationery Expenses	1.56	1.12
Freight Charges	3.63	4.09
Rates & Taxes	13.40	12.60
Commission	384.24	208.99
Issue Expenses	-	-
Insurance Premium	1.84	0.89
CSR Expenses	9.32	
	<b>1,418.22</b>	<b>1,415.77</b>



<b>Note No : 27</b>		
<b>Other comprehensive income</b>		<b>Rs. In Lacs</b>
<b>Particulars</b>	<b>As at 31st March 2025</b>	<b>As at 31st March 2024</b>
<b>Items that will not be reclassified to profit or loss</b>		
Re- measurement of defined benefit plans		-
Less: Income tax relating to items that will not be reclassified to profit or loss		-
	-	-



NOTE-28

**M/S ON DOOR CONCEPTS LIMITED, BHOPAL**

Notes forming part of Financial Statements for the year ended March 31,2025

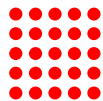
**NOTES ON ACCOUNTS:**

1. Figures for the previous years have been split up and regrouped wherever necessary so as to correspond to current year's figures.
2. Description and reconciliation of shareholders has been taken as per records, documents and statutory records made available to us, and is certified on the basis of these records.
3. Balance Sheet and Statement of Profit & Loss together with the notes thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year as results of the Company for the year under review.
4. Figures are rounded-off to the Lacs.
5. Details of contingent liabilities are as under:
  - VAT demand of Rs. 149.85 Lacs of FY 2016-17, pending before the Appellate authority.
  - Notice issued by the DCIT (TDS), Bhopal for delay in deposit of TDS for the Financial Year 2021-22.
  - Liability on account of provisions not made in respect of interest under Section 23 of The Micro, Small and Medium Enterprises Development Act, 2006
  - TDS Demand amounting to Rs. 39,14,480/- as per TRACES portal, pending for rectifications.
6. A)List of related parties where control exists and related parties with whom transaction has taken place and relationships:

S.No.	Name of Related Party	Nature of Related Party Relationship
1.	NSB BPO Solutions Limited	Associate Holding Company
2.	Swati Bapna	Related Party
3.	Tekzee Technologies Private Limited	Related Party
4.	Narendra Singh Bapna	Related Party

**B) Details of Loan taken/ repaid to related parties:-**

S. No.	Name of Related Party	Opening Balance	Loan Taken	Loan Repaid incl. TDS etc	Interest	Closing Balance
1.	Narendra Singh Bapna	87,70,382.00	Nil	Nil	Nil	87,70,382.00



## 7. Earnings Per Share (EPS) (AS-20)

S. No.	Particulars	F.Y. 2024 -25	F.Y. 2023-24
A.	Net Profit after tax available for equity Share Holders (Rs.)	7,77,96,396.19	6,05,79,243
B.	No. of Equity Shares outstanding during the year	56,48,612	56,48,612
C.	Weighted average no. of equity Shares	56,48,612	47,03,012
D.	Basic/Diluted earnings after tax (Rs.) per share	13.77	12.88
E.	Nominal value per share (Rs.)	10.00	10.00

As per our report of even date

For BCP Jain & Co.  
Chartered Accountants

CA AMIT JAIN  
Partner  
M.No.: 077986  
DATE: 28/05/2025  
UDIN:25077986BMJPDM5472