

# ANNUAL REPORT

FY 2024-25

***REVIVE TECH***  
***with Refurbished***  
***Laptops***



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## COMPANY OVERVIEW

NewJaisa is a Fullstack PC Refurbishing Company catering to the Indian market. Our mission is to extend the lifecycle of IT assets by delivering high-quality, affordable refurbished IT products, while addressing the growing issue of electronic waste.

From our modest beginnings in 2020, we have rapidly evolved into a market leader in refurbished IT electronics. With a state-of-the-art facility in Bangalore and a growing team, we now serve a diverse customer base including students, SMEs, working professionals, and home users covering 20,000+ pin codes across India through our e-commerce and digital platforms.

Strong relationships with recyclers, leasing companies, and corporates such as IBM, Tech Mahindra, and Hyundai remain central to our sourcing strategy, reinforcing our position as a trusted player in the reverse IT supply chain.

## BUSINESS MODEL

Our business model is built on a comprehensive reverse supply chain for IT assets:

- **Procurement:** Sourcing used IT equipment from corporates, leasing firms, and recyclers. The grant of an E-Waste Management Certificate during FY 2024- 25 now enables us to procure directly from corporates.
- **Refurbishment:** Products are processed in our Bangalore facility, where rigorous quality controls and automation restore them to near-new condition.
- **Sales:** Laptops, desktops, and peripherals are sold directly to customers through online platform, enabling affordability and stronger customer engagement.

### Differentiators:

- ✓ Stringent quality checks and technology-led processes.
- ✓ Warranties of 12–18 months, boosting customer confidence.
- ✓ A strong sustainability focus reducing e-waste while enabling affordable access to technology.

### FY 2024- 25 Performance Highlights:

- Achieved 5% revenue growth with an EBITDA of INR 65 Lakhs.
- Delivered 25% YoY growth in the first ten months of FY25, building on strong momentum.
- Faced headwinds in the last quarter as Amazon discontinued the sale of refurbished products across all categories (Feb–Mar 2025), leading to a significant revenue and profitability impact.

### Strategic Developments:

- Commissioned a new desktop refurbishment facility in Bangalore, further strengthening operational capacity.
- Obtained an E-Waste Management Certificate, enhancing direct corporate procurement capabilities.
- Secured provisional approval of R2 International Certification, with final compliance in progress.
- Continued investments in technology and automation, driving efficiency and scalability.

## Awards & Recognition

Winner of the HSBC SME Champion Awards - SME of the Year (E-commerce Category), highlighting our leadership and innovation in the refurbished IT sector.

## **Infrastructure**

Our Bangalore hub has grown into a state-of-the-art refurbishment center, equipped with advanced repair, testing, and quality assurance systems. The addition of a new facility for desktops in FY 2024-25 has expanded our processing capacity, enabling us to serve a larger base of customers with improved turnaround times.

## **Outlook**

FY 2024- 25 was a year of both growth and challenges. While marketplace disruptions affected our revenues in the last quarter, NewJaisa remains resilient and well-positioned for long-term success.

Our priorities for the future include:

- Diversifying beyond single marketplaces and strengthening direct-to-consumer sales.
- Leveraging R2 and E-Waste certifications to expand corporate sourcing.
- Scaling infrastructure and automation to achieve greater efficiency.
- Continuing our commitment to sustainability and affordability, making refurbished IT the preferred choice for Indian consumers.

With a strong foundation, robust partnerships, and ongoing investments in technology, NewJaisa is poised to capture the next phase of growth in India's refurbished IT market.

For more details, please visit: [www.newjaisa.com](http://www.newjaisa.com)

## STATEMENT FROM OUR VISHESH HANDA, CEO, CHAIRMAN AND MANAGING DIRECTOR (CO-FOUNDER)

Dear Shareholders,

The financial year 2024- 25 was one of the most challenging periods in NewJaisa Technologies Limited's journey. For the first ten months of the year, the Company was on track to deliver strong growth with revenue momentum of over 25% year-on-year. However, the sudden withdrawal of refurbished product sales by Amazon in February 2025 -a platform that historically contributed nearly 60% of our revenues -created a structural disruption in our business model.

This event had a visible impact on our topline and profitability in the final quarter of the year. Yet, it also provided a necessary inflection point -forcing us to reassess our dependencies, strengthen our fundamentals, and reimagine our growth architecture.

### Navigating FY25 with Prudence and Resolve

Despite external headwinds, we achieved revenue growth of 5% for the year and sold nearly 50,000 units across laptops and desktops. A conservative approach was adopted in accounting, including a one-time write-off of aged inventory, which strengthened our balance sheet position.

At the same time, we recognized that the existing fixed cost structure -built for a scale-up trajectory - had to be realigned with the new environment. The Board and management acted swiftly to rationalize costs, streamline operations, and build efficiencies without compromising on long-term capabilities.

### Strategic Response and Progress

In parallel, significant steps were taken to diversify revenue streams and reduce structural risks:

- **Direct-to-Consumer (D2C):** Sales through NewJaisa.com grew sharply, supported by expanded pin-code coverage, enhanced customer experience, and digital marketing.
- **Enterprise and SME Sales:** The Company signed over 80 new clients, including contracts exceeding INR 1 crore, laying the foundation for a recurring revenue base through leasing and Device-as-a-Service (DaaS) models.
- **Education Sector:** Entry into colleges and schools created a new growth vertical with long-term potential.
- **Offline Retail & Distribution:** Partnerships with leading retail chains and franchise models opened another channel for demand capture.

These actions were not reactive adjustments, but part of a deliberate strategy to build a **multi-channel business model** that is more resilient, scalable, and less dependent on any single platform.

### Governance, Responsibility, and Stakeholders

As a public company, we have a duty to balance growth ambitions with governance discipline. FY25 was a year of strengthening internal processes, adopting prudent accounting, and securing industry-recognized certifications, including e-waste and R2 compliance. These measures not only expand sourcing opportunities but also underscore our commitment to environmental responsibility.

We also remained mindful of our stakeholders -from employees and suppliers to customers and investors. The transition has not been without its difficulties, but the continued support and trust of our stakeholders have been instrumental in navigating this period.

## **Looking Ahead**

FY26 will be about execution and consolidation. The key priorities are clear:

- Scale D2C operations with sustained investments in brand, technology, and customer engagement.
- Expand enterprise and SME presence with a focus on recurring revenue models.
- Deepen penetration into education and offline retail segments.
- Continue rationalizing costs and driving capital efficiency to improve profitability.

We do not underestimate the challenges ahead. The competitive landscape is evolving, and building consumer trust in refurbished products requires consistent effort. However, with the structural shifts already underway, we are confident of returning to a stronger growth trajectory in FY26 and beyond.

## **A Note of Gratitude**

On behalf of the Board, I thank our employees for their resilience, our partners for their collaboration, and our shareholders for their faith. FY25 has reminded us that resilience is not built in good times but tested in adversity. Your Company has emerged leaner, wiser, and more determined to create long-term value.

Warm regards,

**Vishesh Handa**

## FOUNDERS BEHIND OUR SUCCESS:



### **Vishesh Handa, CEO, Chairman and Managing Director (Co-Founder)**

- With an aim of providing cost-effective, eco-friendly, and aspirational IT products at affordable prices, Vishesh founded NewJaisa to offer high quality refurbished electronics at significant discount to similar new models
- In NewJaisa, as a hands-on founder, he is involved in 360- degree management covering key areas such as strategy planning and execution, new market / product entry, key partnerships and account handling and P&L management
- Previously served as a senior operations & product manager at Google (for 5 years) & along with stints at HSBC, Amdocs and American Express
- 20+ years of combined experience.



### **Mukunda Raghavendra, COO and Whole Time Director (Co-Founder)**

- With his strong technical background and domain experience, Mukunda saw and brought in Vishesh's vision in cofounding NewJaisa.
- Over the years he has gained deep technical knowledge in value chain of key electronic products with focus on R&D and innovation to improve efficiency and deliver quality products
- Has overseen several refurbishment operations including Blubirch (reverse logistics funded startup), Accel Frontline, etc
- He is instrumental in setting up NewJaisa operations which are spread across 12 departments, and running 3 levels of engineering support for ensuring state-of-the-art refurbishment function.
- An industry veteran with 25+ years of experience

## SENIOR MANAGEMENT AT A GLANCE:



### **Sharad Somani (Chief Marketing Officer)**

- Sharad has handled roles in technology, payments, telecom, and financial services space covering digital business management, brand/product marketing, digital marketing, corporate communications, partnerships & alliances, product management / development, sales, and business development in both B2B and B2C setting over last 20+ years.
- He is MBA from IIM Calcutta and B.E from MNIT, Jaipur



### **Ashish Nirmal (Chief Financial Officer)**

- Ashish is a seasoned professional with over 8 years of extensive experience across diverse industries, including CA firms, Edtech, Construction, and Passenger Mobility.
- As a Chartered Accountant by profession, Ashish exemplifies his dedication and proficiency in the financial realm.

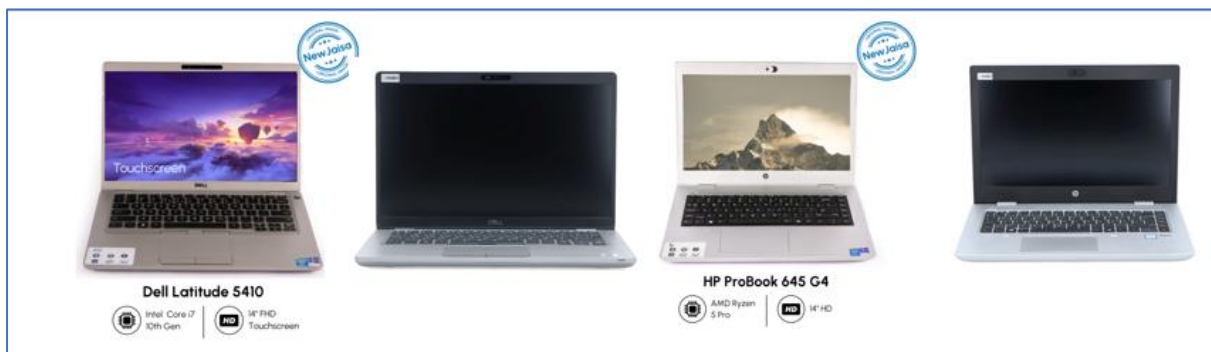
## PRODUCT PORTFOLIO

At NewJaisa, we offer a wide range of refurbished IT products designed to meet the needs of students, professionals, and enterprises. Each product undergoes **rigorous quality checks and certification processes**, ensuring reliability, performance, and sustainability.

Our current portfolio includes:

### 1. Business Laptops

- **Dell Latitude 5410** – Intel Core i7, 10th Gen, HD | FHD, Touchscreen enabled.
- **HP ProBook 645 G4** – AMD Ryzen 5 Pro, HD | FHD.



### 2. Premium Laptops

- **MacBook Pro 2020** – Intel Core i5, 8th Gen, 13" FHD Retina Display.
- **MacBook Air 2017** – Intel Core i5, HD | FHD.



### Certifications:

Our refurbishment processes are backed by globally recognized certifications, validating our commitment to quality, sustainability, and safety:

- **R2 (Responsible Recycling Standard)** – Provisional approval, pending final compliance.
- **ISO 9001:2015** – Quality Management System.
- **ISO 14001:2015** – Environmental Management System.
- **ISO 45001:2018** – Occupational Health & Safety Management.

These certifications reinforce our credibility and assure customers of industry-leading practices in refurbishment, recycling, and responsible sourcing.





## Commitment to Quality & Sustainability

Every product refurbished by NewJaisa undergoes multi-level testing, repair, and quality control before being certified for sale. Our strong compliance framework and sustainable practices not only provide customers with affordable technology but also contribute to reducing e-waste and extending the lifecycle of IT assets.

## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

Mr. Vishesh Handa, Chairman and Managing Director  
Mr. Mukunda Raghavendra, Whole-time director  
Mrs. Ankita Handa, Non-Executive Director  
Mr. Purav Dineshchandra Shah, Non-Executive Director  
Mr. Sachin Khandelwal, Non-Executive Independent Director  
Mrs. Pooja Jain, Non-Executive Independent Director

### **CHIEF FINANCIAL OFFICER**

Mr. Ashish Nirmal

### **CHIEF MARKETING OFFICER**

Mr. Sharad Kumar Somani

### **COMPANY SECRETARY & COMPLIANCE OFFICER**

Mrs. Gurprit Kaur

### **REGISTERED OFFICE & WEBSITE**

Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bengaluru South Taluk, Bannerghatta Road, Bengaluru -560076, Karnataka, India.  
CIN: U32106KA2020PLC134935  
Website: [www.newjaisa.com](http://www.newjaisa.com)

### **STATUTORY AUDITOR**

Abhilashi & Co.  
Chartered Accountants (FRN: 016025N)  
Ph: 0181-4656528,  
Email: [Abhilashi.inderjit@gmail.com](mailto:Abhilashi.inderjit@gmail.com)

### **SECRETARIAL AUDITOR**

Priyanka Rajora, Proprietor  
Rajora & Co., Practicing Company Secretaries

### **INTERNAL AUDITOR**

M/s. R. Manmohan & Associates, Chartered Accountants (FRN: 023546S)

### **REGISTRAR & SHARE TRANSFER AGENTS**

Bigshare Services Private Limited  
Office No S6-2, 6<sup>th</sup> Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093.  
Contact Person: Mr. Manjeev Mahimkar  
E-mail: [ipo@bigshareonline.com](mailto:ipo@bigshareonline.com)  
Telephone: 022 - 62638261  
Fax: 022 – 62638299  
Website: [www.bigshareonline.com](http://www.bigshareonline.com)

### **INVESTOR'S HELPDESK**

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### **BANKER**

Kotak Mahindra Bank  
Syndicate Bank Colony B G Road, Bengaluru - 560076 Karnataka, India.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR)

### Company Overview:

Founded in 2020, **NewJaisa Technologies Limited** is a technology-driven, direct-to-consumer company specializing in refurbished IT electronics. We offer high-quality refurbished devices – including laptops, desktops, and peripherals – at significant discounts compared to new products. Our comprehensive business model encompasses an end-to-end reverse supply chain for IT assets. This process involves procuring used IT assets, meticulously refurbishing them to near-new condition, and selling them directly to end-use customers, both businesses and individual consumers.

Operating exclusively in the Indian market, we cater to a pan-India customer base through our e-commerce platforms and channel partners. Our business not only addresses the growing e-waste problem but also serves a large, underserved segment of the population with low personal computing ownership. By delivering high-quality products at affordable prices, backed by service guarantees and warranties, we are committed to making technology accessible to all while contributing to environmental sustainability.

### Industry structure and developments:

#### Refurbished Laptops and Desktops Market in India: A Growing Opportunity

The refurbished laptops and desktops market in India is witnessing significant growth, driven by increasing demand for affordable electronics, growing awareness of refurbished products, and heightened environmental concerns. Below is a breakdown of the current industry structure and recent developments in this market:

#### Market Metrics

- **Market Size:** *In 2020, the market for refurbished laptops was valued at INR 2,500 crores (approximately \$350 million USD). Projections indicate that it will grow to INR 6,000 crores (about \$850 million USD) by 2025. Similarly, the refurbished desktop market was valued at INR 1,200 crores (about \$170 million USD) in 2020, with expectations to increase to INR 2,500 crores (around \$350 million USD) by 2025.*
- **Growth Rate:** *The sector is experiencing a robust expansion, with a CAGR (Compound Annual Growth Rate) estimated between 15–20% from 2020 to 2025. The desktop segment is slightly more tempered, projected to grow at a CAGR of 12–15% over the same period.*
- **Units Sold:** *Approximately 0.5 million refurbished laptops were sold in 2020, and this figure is expected to rise to around 1.2 million units by 2025. In comparison, refurbished desktops saw about 0.2 million units sold in 2020, with projections of up to 0.5 million units by 2025.*
- These metrics underscore a vibrant market opportunity driven by value-conscious consumers and sustainability trends. As the market continues to evolve, growth in refurbished PCs reflects broader trends in consumer behavior, technological advancements, and environmental responsibility.

#### Key Drivers of Growth

- **Affordable Electronics:** The rising demand for cost-effective computing solutions is a major driver. Refurbished devices offer a budget-friendly alternative to new products, appealing to both individual consumers and businesses.

- **Awareness and Acceptance:** Increased awareness of the quality and reliability of refurbished products has contributed to market growth. Many consumers and organizations are now more open to purchasing refurbished electronics.
- **Environmental Concerns:** Growing environmental consciousness has led to greater acceptance of refurbished products as a sustainable choice. This trend aligns with the global movement towards reducing electronic waste and promoting a circular economy.

## Challenges

- **Quality Perception:** Despite growing acceptance, some consumers continue to question the quality and longevity of refurbished products compared to new ones. Building trust through stringent quality control is essential.
- **Supply Chain & Inventory:** Ensuring a consistent supply of high-quality refurbished stock can be challenging. Effective sourcing and inventory management are crucial to maintain growth momentum and fulfill demand.
- **Regulatory Compliance:** Adhering to evolving regulations and standards for e-waste management and refurbished electronics is complex. Robust processes are required to remain compliant with government policies and quality standards.

**Market Players:** The Indian refurbished electronics market features specialized refurbishers and resellers, as well as major e-commerce platforms facilitating the sale of pre-owned devices. Established online marketplaces, dedicated refurbishing companies, and offline retailers together create a competitive landscape that is driving innovation and broader acceptance in this sector.

Overall, the sustained growth in India's refurbished laptop and desktop market highlights strong underlying demand, supported by an ecosystem that increasingly values affordability and sustainability.

## Opportunities and Threats:

### SWOT Analysis

- **STRENGTHS:**  
Our unique and scalable refurbishment process ensures consistently high-quality output, distinguishing us in a competitive market. We have collaborations with industry leaders that enhance resource availability and strengthen our market position. Additionally, a highly qualified and experienced team drives our operations – ensuring efficiency, innovation, and a commitment to excellence. The increasing demand for cost-effective technology solutions, driven by rising disposable incomes and rapid digitalization, further positions us strongly in the market.
- **WEAKNESSES:**  
Ensuring a consistent supply of skilled refurbishment engineers and technicians is an ongoing challenge that could impact our ability to scale operations. Moreover, the intricate nature of our reverse supply chain requires extremely efficient management to optimize sourcing, logistics, and inventory turnover. Any bottlenecks in these areas can impact growth and profitability.
- **OPPORTUNITIES:**  
The growing demand for affordable electronics in India – fueled by increasing digital adoption and value-conscious consumers – presents significant growth opportunities for us. Consumers are increasingly recognizing the benefits of refurbished products, including cost savings and environmental sustainability, which enhances the market potential. The expansion of e-commerce and online marketplaces in India provides convenient channels to reach a wider audience, expanding our market reach. Supportive government policies and initiatives (promoting digital

India and strict e-waste management) are creating a favorable environment for the growth of the refurbished electronics market. There are also opportunities for strategic partnerships with OEMs, distributors, and e-waste recyclers, which can strengthen our supply chain, improve product quality, and accelerate growth.

- **THREATS:**

Potential issues with the **quality and reliability** of refurbished products can affect customer trust and loyalty, posing a significant threat to sustained business growth. The market for **new** laptops and desktops is highly competitive, with constant innovation and price reductions in the new products space posing a threat to demand for refurbished devices. Additionally, the **availability of refurbished devices** can be limited by input supply constraints, which could impact our ability to meet customer demand and scale the business. Changes in **regulations** related to e-waste management and refurbished electronics could significantly impact operations and market dynamics, requiring adaptability and compliance. Negative consumer **perceptions** or stigma attached to second-hand products can also hinder demand and limit market expansion, especially among brand-conscious buyers. Furthermore, this industry partly relies on **imported used electronics**, exposing the business to global market fluctuations, currency volatility, and supply chain disruptions. Limited warranty and support options for refurbished products (compared to new products) remain a challenge that could affect customer satisfaction, repeat business, and long-term success.

#### **Segment-wise and product-wise performance:**

##### **Market Segmentation by Price and Processor – Indian Refurbished PC Market**

- **By Price:**

**Budget Segment (INR 10,000 – INR 15,000):** This segment holds a significant share of the refurbished laptop market (around 40%), reflecting strong consumer demand for cost-effective computing solutions. In desktops, an even larger proportion of the market (~50%) falls in this budget range, indicating a broad preference for affordable desktop options.

**Mid-range Segment (INR 15,000 – INR 25,000):** The mid-range commands roughly 30% of the refurbished laptop market, representing a balanced choice between cost and performance that appeals to a wide range of users. Similarly, mid-range refurbished desktops account for about 30% of the market, underscoring the importance of this bracket for desktop buyers.

**Premium Segment (INR 25,000+):** Premium refurbished laptops make up roughly 30% of the market, highlighting notable interest in higher-end devices with advanced features and performance at a value price. The premium segment is smaller for desktops (around 20% of the refurbished desktop market), reflecting a niche but important group of consumers seeking high-performance refurbished desktop solutions.

## Product-wise Performance:

*Units Sold/Processed (Year-on-Year)*

Description	2020–21	2021–22	2022–23	2023–24	2024–25
<b>Units Sold</b>	8,928	24,959	42,043	58,322	49,850
<b>YOY Growth %</b>	–	180%	68%	39%	-14%

*Product Category – Sales (INR in Lakhs)*

Product Description	2020–21	2021–22	2022–23	2023–24	2024–25
<b>Laptops/Chromebooks</b>	296.7	838.6	2,309.8	3,643.5	3,500.0
<b>Desktops/Chromebox/Monitors</b>	657.7	1,873.1	1,996.3	2,327.7	2,800.0
<b>Accessories</b>	10.2	80.2	147.0	152.0	150.0
<b>Total Sales</b>	964.7	2,791.9	4,453.0	6,123.2	6,450.0

## Drivers and Challenges:

- **Drivers:** Increasing demand for affordable electronics; growing consumer awareness and acceptance of refurbished products; and rising environmental concerns that encourage sustainable consumption. These factors continue to fuel our growth, as value-driven and eco-conscious customers turn to refurbished devices.
- **Challenges:** Maintaining **product quality and reliability** perceptions among customers remains critical – any doubts can slow adoption. There are **supply chain constraints** in sourcing sufficient high-quality used devices for refurbishment. Additionally, **competition from new devices** (with rapidly changing technology and frequent discounting by OEMs) poses a continuous challenge to converting customers to refurbished options.

## Regulatory Environment:

The Indian government’s policies and initiatives on electronics recycling and e-waste management are expected to significantly bolster the growth of the refurbished electronics sector. The emphasis on sustainability and responsible disposal of electronic waste aligns with broader objectives of environmental stewardship and resource efficiency.

According to a report by the Ministry of Electronics and Information Technology (MEITY), submitted to NITI Aayog in 2021:

“India faces considerable challenges in managing e-waste. However, the potential of secondary materials from end-of-life electrical and electronic products presents significant opportunities. Precious metals, steel, aluminum, copper, and plastics embedded in e-waste hold substantial value. Transitioning from a linear to a circular economy is crucial for harnessing these resources effectively. India’s extensive labor force can play a key role in manual disassembly of e-waste, complemented by investments in advanced recycling technologies that align with circular economy principles. This approach will enhance resource efficiency and promote sustainability. A successful shift to circular principles in the electronics sector will generate positive societal and environmental outcomes. By addressing systemic challenges, integrating circularity across product life cycles, and investing in both advanced recycling technology and labor force development, India can achieve circular growth in the electronics sector. This transition promises enriched livelihoods, improved quality of life, and sustainable resource access.”

These regulatory frameworks and strategic government initiatives create a favorable environment for the refurbished electronics market, driving growth and contributing to sustainable development goals. Increased oversight on e-waste handling and incentives for circular economy practices are encouraging formal refurbishment and recycling businesses like ours to flourish.

### Key Strategic Initiatives:

During FY 2024–25, the Company undertook several key initiatives to strengthen its operations and future prospects in light of emerging challenges:

- **Capacity Expansion:** We commissioned a new refurbishment facility in Bangalore dedicated to desktop computers. This expansion increased our processing capacity and enables us to serve enterprise clients more efficiently, reducing turnaround times and improving product availability in the desktop category.
- **Certifications and Compliance:** To enhance sourcing and compliance, we obtained an official **e-waste recycling certification** from the government, which allows us to directly procure used IT assets from large corporate suppliers (ensuring a steady inflow of quality pre-owned devices). Additionally, we secured provisional approval for the internationally recognized **R2 (Responsible Recycling) certification**, underscoring our commitment to global best practices in environmental and safety standards. (Final R2 certification is pending completion of procedural formalities.)
- **Technology and Automation:** We continued to invest in technology to drive automation and efficiency in our operations. During the year, we rolled out new internal systems to automate parts of the refurbishment process and improve our e-commerce platform's performance. These investments in IT infrastructure and process automation are helping reduce manual effort, improve quality consistency, and scale up our capacity in a cost-effective manner.
- **Channel Diversification:** In response to market dynamics, we intensified efforts to **diversify our sales channels** beyond reliance on third-party marketplaces. The Company put greater focus on its own online platform (NewJaisa.com), expanded outreach to **Enterprise and SME customers**, and explored offline distribution models (including modern trade and franchise outlets). These steps are laying the groundwork to reach a broader customer base and reduce dependence on any single sales channel. Notably, by year-end we began to see early traction in B2B and institutional sales, which we aim to grow further in coming years.
- **Cost Optimization:** Recognizing the need to improve resiliency, we initiated cost optimization programs, especially in the latter part of FY25. We conducted a thorough review of our fixed costs (including personnel and overheads) to identify efficiencies. While major impacts of these measures will be realized in the next financial year, the process improvements and stricter cost controls introduced in FY25 are expected to enhance operating leverage and support margins going forward.

Through these strategic initiatives, NewJaisa has strengthened its foundation during FY25. We believe these actions position the Company to navigate short-term challenges and capitalize on emerging opportunities in the coming years.

### Outlook:

As we remain in a growth phase, it is important to recognize that our current financial outlays are primarily **investments aimed at scaling** our operations and establishing a strong market presence. We are confident that once we transition to a steady state of operations, we will achieve and sustain a **Gross Margin (GM)**

level of ~40% and a **Profit After Tax (PAT)** margin of around 12%. These target margins are benchmarks for our long-term financial health once our business matures.

To support this trajectory, we continue to strategically manage our working capital cycle, which is projected at ~80 days. Maintaining an efficient working capital cycle is crucial for liquidity and operational efficiency as we expand. We are also moving forward with planned investments in increasing our processing capacity and enhancing our human capital. Over the next 3–4 years, as we **complete our capacity build-out and fully develop our team**, we anticipate reaching the desired financial metrics and operational stability. These investments in people, processes, and infrastructure are essential to drive long-term profitability and ensure a robust foundation for sustained growth.

Looking ahead, we are also **incorporating lessons learned in FY25** into our strategy. In particular, we plan to **broaden our sales mix** (across online, enterprise, and retail channels) to mitigate the risk of over-reliance on any single platform. We enter FY26 focused on re-accelerating growth – leveraging our expanded facilities, diversified channel strategy, and ongoing cost discipline – and remain optimistic about our ability to deliver improved performance in the coming years.

### **Risks and concerns:**

#### **INTERNAL RISK FACTORS**

1. **Market Adaptation and Product Development Risks:** Our commercial success depends on accurately anticipating market needs and effectively managing resources to upgrade existing products or introduce new ones in a timely manner. Failure to do so could erode our competitive edge, potentially rendering our offerings obsolete and adversely affecting our revenue, reputation, financial condition, and cash flow. The market is characterized by rapid technological change, evolving industry standards, shifting regulations, and changing customer preferences. Our ability to thrive hinges on responding to these changes swiftly and cost-effectively. Key challenges include:
2. Ensuring timely release and availability of new or upgraded products that meet customer requirements.
3. Addressing any defects, errors, or failures in our products quickly and effectively.
4. Maintaining a seamless and efficient supply chain for sourcing, refurbishing, and delivering products.

While we have not faced significant setbacks in the past regarding product adaptation or competitiveness, any lapse in managing these risks could negatively impact our business performance. We continue to invest in R&D and market research to stay ahead of technological trends and customer expectations.

1. **Inventory and Input Costs Management Risks:** Effective inventory management and control over input costs are critical to our profitability. Inaccurate demand forecasting or fluctuations in the cost of key components could increase our costs and adversely affect net sales, margins, cash flow, and liquidity. Key risks include the need to accurately estimate customer demand and manage procurement accordingly, avoiding over-stocking or under-stocking scenarios. Over-stocked inventory could lead to excess holding costs or obsolescence, whereas under-stocking might result in lost sales opportunities. Additionally, uncontrolled fluctuations in input component prices (for items such as RAM, hard disks, etc.) could impact our ability to maintain margins. Failure to manage inventory effectively, or a sudden increase in input prices, may necessitate inventory write-downs or impair our ability to pass on cost increases to customers, thereby impacting financial results. We mitigate these risks through careful inventory tracking, supplier negotiations, and periodic reviews of stock levels, but they remain important areas of focus.



2. **Labour-Intensive Operations Risks:** Our industry is labour-intensive, and our operations rely on a skilled workforce at multiple levels (from technical refurbishment to sales and support). Potential risks on this front include disruptions from labor disputes, strikes or work stoppages, and the challenge of managing increased wage demands. We also face the possibility of shortages of skilled technicians or trained manpower in certain locations, which could slow our operational growth. Additionally, stringent labor regulations – including any moves towards unionization or changes in labor laws – could increase compliance requirements and costs. Although we have not encountered major labor disruptions to date, any future workforce-related issues could divert management attention, increase operating costs, or impact our ability to fulfill orders in a timely manner. We continue to prioritize good labour practices, training, and employee engagement to mitigate this risk.

## EXTERNAL RISK FACTORS

**Industry Malpractices:** The broader industry faces risks from unethical practices by some players – such as misleading advertising, dishonest pricing tactics, or inadequate safety/testing of products. These malpractices contribute to consumer mistrust of refurbished electronics and can prompt stricter regulatory oversight affecting all participants. As an emerging company in this industry, we are inevitably affected by the norms and reputation of the industry at large. Unethical conduct by any competitor or market participant could lead to tougher regulations or a loss of customer confidence, indirectly impacting our business and operational results. Mitigating this risk requires a strong commitment to **ethical standards** and transparency on our part. We strictly adhere to quality standards, provide honest product information, and uphold fair business practices. By fostering a positive reputation for reliability and honesty, we aim to not only differentiate NewJaisa but also help elevate trust in the refurbished electronics market overall.

**Platform Dependency:** A significant portion of our sales has historically come through third-party e-commerce marketplaces. This dependency poses a risk: any adverse change in a major platform’s policies or operations – or a loss of access to such a platform – can materially impact our revenues and profitability. The unexpected decision by one large online marketplace to discontinue sales of refurbished products in early 2025 highlighted this exposure. Such an event resulted in an abrupt reduction in our sales volume in the final quarter of FY25. We are responding by diversifying our sales channels (as noted, growing our own website sales, enterprise client base, and other distribution avenues). However, until these new channels scale up, heavy reliance on any single external platform remains a concern. We continue to treat platform dependency as a key risk and are actively working to mitigate it by broadening our market reach and establishing more direct customer relationships.

### Internal control systems and their adequacy:

NewJaisa Technologies Limited maintains robust internal control systems, commensurate with the scale of its operations and the nature of its business. We have well-documented policies and procedures that ensure effective monitoring and control over all aspects of the business, supported by integrated IT systems deployed in our daily operations. These internal controls are designed to safeguard assets, maintain the integrity of financial records, and ensure operational efficiencies.

We also engage an independent audit firm to periodically review our internal controls. This independent review evaluates the adequacy of controls and checks adherence to established company policies and regulatory requirements. The auditors focus on both accounting controls and operational processes. The internal audit team reports its observations and recommendations to the Audit Committee of the Board.

The Audit Committee, in turn, regularly reviews the internal audit reports and the state of our internal controls. It provides necessary recommendations to management for strengthening control mechanisms wherever needed. Based on such reviews in the year, we believe our internal control framework is adequate and operating effectively. This comprehensive system of internal checks and balances gives us confidence

in the reliability of our financial reporting, the security of our assets, and the alignment of operations with our strategic objectives.

### **Discussion on financial performance with respect to operational performance:**

We closed the financial year 2024–25 with a modest increase in topline revenue of about **5%** year-on-year. This single-digit growth stands in contrast to the nearly 40% jump experienced in the previous year. It reflects a tale of two halves: robust momentum in the first ten months (where we were tracking over 20% YoY growth through January 2025) followed by an unexpected slowdown in the final quarter. The abrupt policy change by a major online marketplace to halt all refurbished product sales (effective February–March 2025) had a significant adverse impact on Q4 sales. Despite this late headwind, our ability to still achieve growth for the full year underscores the inherent demand in the market and the strength of our core business model. It also validates the resilience afforded by our increasing focus on alternate channels – a strategy we are intensifying going forward.

Our **gross profit margins** remained healthy during FY25, though slightly lower than the prior year. We maintained a solid GM% in the mid-40s, reflecting ongoing efficiencies in our refurbishment operations and disciplined pricing. However, a one-time **inventory revaluation** (write-down of aged spare parts inventory of approximately INR 2.5 Cr in H2 FY25) and a changing sales mix had a transient impact on margins. This prudent inventory write-off was aimed at conservatively accounting for slow-moving stock and will help improve gross margin quality in future periods. Excluding such non-recurring adjustments, underlying gross margins were stable. We expect margins to normalize as we pivot to higher-margin direct sales and better inventory turns.

On the **operational cost** front, FY25 saw an increase in fixed expenses, mainly due to capacity expansion and team growth earlier in the year. We had invested in human capital and infrastructure anticipating higher growth – our workforce size and related costs expanded in line with the new Bangalore facility and anticipated demand. However, with the revenue shortfall in the last quarter, these fixed costs weighed on our profitability. EBITDA for the year was approximately INR 65 lakhs, which is considerably lower than the previous year’s operating profit. The combination of slightly lower gross margin and a higher operating expense base resulted in a **sharp decline in net profitability** for FY25. In fact, our Profit After Tax margin for the year was nearly breakeven (approaching 0%), compared to a double-digit PAT margin in FY24. This decline highlights the operational gearing in our model – i.e. the impact of lower-than-expected revenue on the bottom line when fixed costs are significant. We have already initiated measures to rectify this imbalance by rationalizing costs and improving efficiency (as noted, some cost actions began in late FY25 with more to continue in FY26).

Importantly, we continued to **invest in our workforce and capabilities** throughout the year, albeit with more caution in the latter months. As a labour-intensive company, building strong human capital remains critical to our long-term success. We recruited and trained personnel in key areas like technology, sales, and operations to support our expansion. Consequently, our employee headcount and associated staff costs did rise in FY25, even as revenue growth stalled in Q4. This increase in the proportion of employee costs relative to revenue is a conscious investment in capacity and service quality. Notably, our workforce grew in size during the year (although we have since moderated hiring plans). These investments in people are expected to yield returns in coming years as market conditions improve.

In summary, FY25’s financial performance was characterized by **resilient but slower revenue growth**, **steady underlying gross margins** with one-off adjustments, and **higher operating expenditures** that led to compressed earnings. We have taken strategic actions to address the cost structure and diversify our revenue streams. Despite short-term pressures on profitability, we remain confident that the measures in place will position the Company for improved financial performance as we move forward.

**Details of significant changes in key financial ratios (i.e. change of 25% or more compared to the immediately previous financial year, with explanation)**

Particulars	FY 2024–25	FY 2023–24	% Change	Explanation (for changes ≥25%)
<b>Debtors Turnover Ratio</b>	6.00	8.64	-30.5%	– (slower collections, as higher B2B sales lengthened receivable days)
<b>Creditor Turnover Ratio</b>	30.00	45.54	-34.1%	– (payment cycles extended to preserve cash flow)
<b>Inventory Turnover Ratio</b>	3.0	2.0	50.0%	The Company improved inventory management and cleared aged stock, leading to faster inventory turnover.
<b>Current Ratio</b>	3.00	6.04	-50.3%	– (utilization of cash reserves normalized the current ratio from the prior year’s unusually high level)
<b>Gross Margin Ratio</b>	42%	47%	-10.6%	–
<b>Net Profit Ratio</b>	1.0%	10.23%	-90.2%	–

The analysis of these key financial ratios highlights several focal areas:

- **Collection Efficiency:** The decrease in the Debtors Turnover Ratio (from 8.64 to 6.00) suggests that collection cycles lengthened in FY25. This was partly due to a higher mix of credit sales to enterprise customers, and it indicates a need for enhanced collection processes and credit controls to improve receivables management going forward.
- **Supplier Payments:** The decline in the Creditor Turnover Ratio (from 45.54 to 30.00) indicates that we took longer, on average, to pay our suppliers in FY25. This extension of payment terms was a deliberate cash conservation strategy in the later part of the year. While slowing supplier payments can help short-term liquidity, we remain mindful to manage this carefully so as not to strain supplier relationships or compromise our credit standing.
- **Inventory Management:** The improvement in the Inventory Turnover Ratio (from 2.0 to 3.0) reflects faster movement of inventory during the year. This positive change was aided by targeted clearance of slow-moving stock and more conservative inventory procurement in response to the market slowdown. The write-off of obsolete spares also contributed to a leaner, more efficient inventory. Going forward, maintaining a healthy turnover will be important to reduce holding costs and avoid future write-downs.
- **Liquidity:** The Current Ratio decreased from 6.04 to 3.00, largely because we utilized a portion of our cash and short-term assets during the year to support operations and growth initiatives. A current ratio of 3.0 still indicates a strong liquidity position (current assets remain about three times current liabilities), providing assurance that we can meet our short-term obligations comfortably. The reduction from last year’s exceptionally high level suggests a more normalized working capital structure in FY25. We will continue to monitor our liquidity closely, ensuring we strike the right balance between investing excess cash for growth and maintaining sufficient reserves for stability.
- **Profitability:** Profitability was significantly impacted in FY25. The gross margin ratio saw a slight decline (from ~47% to ~42%), primarily due to the one-time inventory write-down and changes in sales channels (with a temporary increase in lower-margin sales). More notably, the net profit ratio fell sharply (from 10.23% in FY24 to about 1% in FY25), reflecting the combined effect of softer

revenue growth, the fixed cost structure, and exceptional charges. This underscores the need to address our cost base and scale revenues to restore healthy profit margins. Management is intensely focused on improving operational efficiency and cost management, as well as returning to higher sales growth, to lift profitability back to targeted levels.

**Cautionary statement**

Statements in this document describing the Company's objectives, projections, estimates, and expectations may be "forward-looking statements." Such forward-looking statements involve known and unknown risks, uncertainties, and other factors that could cause actual results to differ materially from those expressed or implied. Important factors that could impact the Company's performance include, among others, economic conditions affecting demand/supply and price conditions in the markets in which we operate, changes in government regulations, tax laws and other statutes, and incidental factors.

Readers are cautioned not to place undue reliance on these forward-looking statements. The Company assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. The discussions and figures presented herein are intended to provide context and explain the performance of NewJaisa Technologies in FY 2024–25, and should not be construed as guarantees or projections of future performance.

## **REPORT OF THE BOARD OF DIRECTORS**

Your directors present their Report together with the audited financial statements for the year ended March 31, 2025.

### **FINANCIAL PERFORMANCE/SUMMARY**

**(Indian Rupees in Lakhs)**

<b>Particulars</b>	<b>Standalone</b>	
	<b>March 31, 2025</b>	<b>March 31, 2024</b>
<b>Revenue from operations</b>	6,565.51	6,173.21
<b>Total Expenses</b>	6,768.67	5,406.23
<b>Profit/ (Loss) Before Tax</b>	(124.09)	774.16
<b>Tax Expense</b>		
Current Tax	-	(128.07)
Prior Year Tax	(10.37)	(10.13)
Deferred Tax	21.28	(4.19)
<b>Profit/ (Loss) after tax</b>	(113.18)	631.77
<b>Reserves &amp; Surplus</b>	6,034.73	3,912.78
<b>EPS</b>	(0.32)	2.29

### **REVIEW OF OPERATIONS / STATE OF COMPANY'S AFFAIRS FOR THE FY 2024-25**

NewJaisa Technologies Limited is a technology-driven, direct-to-consumer company specializing in refurbished IT electronics. We provide high-quality refurbished laptops, desktops, and peripherals at significant discounts compared to new products. Our comprehensive, end-to-end reverse supply chain model involves the procurement of used IT assets, refurbishing them to near-new condition, and selling them directly to end-users both individuals and businesses across India. Our operations are fully focused on the Indian market, with a robust pan-India reach through our e-commerce platforms. At the core of our mission is a dual commitment: bridging the digital divide by making personal computing more accessible and addressing the environmental challenge of growing e-waste.

NewJaisa is proud to be a pioneer in the refurbished electronics market in India, having sold over 50,000+ devices to date. We are committed to democratizing technology by making it affordable, sustainable, and reliable, backed by warranty and service assurance. We believe quality and sustainability should not come at a premium. By extending the lifecycle of IT products through our meticulous refurbishment process, we promote true circularity, reduce e-waste, and contribute to a greener, more inclusive future.

What began as a vision in 2020 to normalize the purchase of refurbished electronics in India has grown into a reality. Today, refurbished laptops and desktops are among the top-selling categories online, and NewJaisa stands as the largest seller of refurbished IT devices in the country.

By standardizing quality, building consumer trust, and advocating for sustainable choices, NewJaisa empowers corporates, individuals, and institutions to make environmentally responsible decisions all while staying connected and productive.

There has been no change in the business of the Company during the financial year ended March 31, 2025. Please refer our website [www.newjaisa.com](http://www.newjaisa.com) for details on business.

During the financial year under review, the Company reported Revenue from Operations of INR 6,565.51 lakhs for the year ended March 31, 2025, as compared to INR 6,173.21 lakhs in the previous year, marking an increase of approximately 6.35%.

However, the Company reported a Loss Before Tax of INR 124.09 lakhs in FY 2024-25, as compared to a Profit Before Tax of INR 774.16 lakhs in FY 2023-24, primarily due to a significant rise in total expenses during the year.

The Loss After Tax stood at INR 113.18 lakhs in FY 2024-25, as compared to a Profit After Tax of INR 631.77 lakhs in the preceding year, reflecting a sharp decline in profitability.

Despite the loss in the current financial year, the Reserves and Surplus improved significantly to INR 6,034.73 lakhs as of March 31, 2025, from INR 3,912.78 lakhs in the previous year, registering a growth of approximately 54.15%. This increase is attributable to retained earnings accumulated over the earlier profitable periods.

The Earnings Per Share (EPS) dropped from INR 2.29 in FY 2023-24 to (0.32) in FY 2024-25, in line with the reported net loss for the current year.

As required under Section 136 of the Companies Act, 2013, audited financial statements including all other documents required to be attached thereto are available on the website of the company i.e., [www.newjaisa.com](http://www.newjaisa.com). These documents will also be available for inspection during the business hours at the registered office of the Company.

## **INITIAL PUBLIC OFFER, LISTING OF EQUITY SHARES AND UTILIZATION OF IPO PROCEEDS**

The Equity Shares of the Company are listed on the NSE Emerge Platform since October 05, 2023.

Your Company has submitted the Statement of Deviation(s) or Variation(s) in accordance with Regulation 32 of the SEBI (LODR) Regulations, 2015, confirming that there has been no deviation in the utilization of the IPO proceeds. The proceeds have been fully utilized for the purposes stated in the Prospectus dated July 04, 2025, after due review and approval by the Audit Committee.

The statement regarding utilization can be viewed under corporate announcements made with the National stock Exchange (NSE).

## **REPORT ON SUBSIDIARIES/JOINT VENTURE**

The Company does not have any subsidiaries or joint ventures as of the reporting period. There have been no investments in or affiliations with other entities that would qualify as subsidiaries or joint ventures. The Company operates independently and has not engaged in any joint ventures or established any subsidiary companies.

**Names of companies which have become Subsidiaries, joint ventures, or associate companies during the financial year 2024-25: NIL**

**Names of companies which have ceased to be Subsidiaries, joint ventures, or associate companies during the financial year 2024-25: NIL**

## **TRANSFER TO RESERVES**

The Board of Directors did not propose to transfer any amount to reserves for the period under review.

## **DIVIDEND**

Considering the estimated cash flow requirements and the need to conserve resources for future business operations, expansion, and growth, the Board of Directors has decided not to recommend any dividend for the financial year ended March 31, 2025.

## CAPITAL STRUCTURE

### Authorized Share Capital:

As on March 31, 2025, the authorized share capital of the Company stands at INR. 19,00,00,000/- (Indian Rupees Nineteen Crores Only) divided into 3,80,00,000 (Three Crores Eighty Lakhs) equity shares of Rs. 5/- (Indian Rupees Five Only) each.

During the year, the Authorized Share Capital of the Company has increased pursuant to the approval of members on July 26, 2024 from INR. 17,00,00,000 /- (Indian Rupees Seventeen Crores Only) divided into 3,40,00,000 (Three Crores Forty Lakhs) equity shares of INR. 5/- (Indian Rupees Five Only) each to INR. 19,00,00,000/- (Indian Rupees Nineteen Crores Only) divided into 3,80,00,000 (Three Crores Eighty Lakhs) equity shares of Rs. 5/- (Indian Rupees Five Only) each.

### Subscribed, Issued, and Paid-Up Capital:

As on March 31, 2025, the Subscribed, Issued, and Paid-up Capital of the Company stands at INR 17,65,29,000/- (Indian Rupees Seventeen Crores Sixty-Five Lakhs Twenty-Nine Thousand Only) comprising 3,53,05,800 (Three Crores Fifty-Three Lakhs Five Thousand Eight Hundred) Equity Shares of INR 5/- (Indian Rupees Five Only) each.

During the year, the issuance and allotment of securities were conducted as follows:

Nature of allotment	Date of Allotment	Number of Equity Shares allotted	Face value per Equity Share (INR)	Issue price per Equity Share (INR)	Nature of consideration
Preferential Issue	August 07, 2024	30,42,000	5/-	98/-	Cash
Allotment under the Newjaisa Stock Option Plan 2023	September 19, 2024	23,477	5/-	5/-	Cash
Allotment under the Newjaisa Stock Option Plan 2023	January 02, 2025	56,851	5/-	5/-	Cash

In accordance with Regulation 32 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has submitted the Statement of Deviation(s) or Variation(s) confirming that there has been no deviation in the utilization of proceeds raised through the preferential issue. The entire proceeds have been utilized for the purposes as approved by the shareholders through their resolution.

The detailed statement in this regard has been filed with the National Stock Exchange of India Limited (NSE) on July 04, 2025, under the corporate announcements section.

## DIRECTORS

As on March 31, 2025, the Company has 5 (Five) Directors with an optimum combination of Executive and Non-Executive Directors.

The Board comprises of 3 (Three) Non-Executive Directors, out of which 2 (Two) are Independent Directors.

S. No	DIN	Name	Designation	Category
1.	07842847	Vishesh Handa	Managing Director	Promoter- Executive
2.	10060683	Mukunda Raghavendra	Whole-time director	Promoter - Executive
3.	08690084	Ankita Handa	Director	Non-Executive
4.	05126728	Purav Dineshchandra Shah	Independent Director	Non-Executive
5.	06892227	Gaurav Jindal	Independent Director	Non-Executive

#### **Resignation of Director/KMP:**

During the year under review, Mrs. Poonam Jain resigned from the post of Company Secretary and Compliance Officer with effect from January 18, 2025.

#### **Appointment / Reappointment of Director/KMP**

During the year under review, there were no appointment/reappointment of Directors/KMP took place.

However, after closure of the FY 2024-25, Mrs. Gurprit Kaur was appointed as Company Secretary and Compliance Officer of the Company with effect from April 07, 2025 to fill the vacancy incurred due to resignation of Mrs. Poonam Jain from the post of Company Secretary and Compliance Officer.

Further, after closure of the FY 2024-25, the Board of Directors has appointed Mrs. Pooja Jain (DIN 08985766) and Mr. Sachin Khandelwal (DIN 07448157) Additional - Non- Executive Independent Director of the Company subject to approval of shareholders in the ensuing General Meeting with effect from June 20, 2025.

#### **Change in Designation:**

During the year under review, there was no Change in designation of Directors.

However, after closure of the FY 2024-25, Mr. Purav Dineshchandra Shah (DIN: 05126728) was redesignated as Non-Executive Non-Independent Director of the Company, liable to retire by rotation, subject to approval of shareholders with effect from June 27, 2025.

As on date, the Directors of the Company are as follows:

S. No	DIN	Name	Designation	Category
1.	07842847	Vishesh Handa	Managing Director	Promoter- Executive
2.	10060683	Mukunda Raghavendra	Whole-time director	Promoter - Executive
3.	08690084	Ankita Handa	Director	Non-Executive
4.	05126728	Purav Dineshchandra Shah	Additional Director	Non-Executive
5.	08985766	Pooja Jain	Additional Independent Director	Non-Executive
6.	07448157	Sachin Khandelwal	Additional Independent Director	Non-Executive

Pursuant to the provisions of Section 149 of the Act, the Independent Directors have submitted declarations that each of them meets the criteria of independence as provided in Section 149(6) of the Act along with Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. There has been no change in the circumstances affecting their status as independent directors of the Company.

Pursuant to provisions of Section 152 of the Companies Act, 2013 read with the Companies



(Appointment and Qualification of Directors) Rules, 2014, Mr. Mukunda Raghavendra, Whole-time director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment to the office of directorship.

A Brief profile of Mr. Mukunda Raghavendra along with the nature of his expertise and the number of companies in which he hold directorship and membership / chairmanship of committees of the Board and other requisite details, as stipulated under Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations” or “SEBI (LODR) Regulations, 2015”) and Secretarial Standard 2 as issued by the Institute of Company Secretaries of India is given below.

<b>Name of the Director</b>	Mr. Mukunda Raghavendra
<b>DIN</b>	10060683
<b>Date of Birth</b>	September 06, 1972
<b>Date of first appointment on the Board</b>	March 03, 2023
<b>Age</b>	52 years
<b>Brief Resume</b>	He holds a diploma in Electronic & Communications from Karnataka Technical Board, Bengaluru. He has work experience of around 30 years in post-sales activity, warranty service delivery, OEM services, repair & refurbish services, customer walk-ins services, people management, business development from existing customer. He has been associated with Symmetric Technologies as Team Leader of Customise service division, PSI data system as Systems engineer, and HCL as Senior. Consultant-Channel Support.
<b>Qualification</b>	Diploma in Electronics & Communications from Karnataka Technical Board, Bengaluru.
<b>Experience</b>	He has around 30 years of experience in post-sales services, customer support, and business development, having worked with Symmetric Technologies, PSI Data Systems, and HCL in various technical and leadership roles.
<b>Terms &amp; Conditions of appointment along with Remuneration sought to be paid</b>	Appointed as Whole Time Director (Executive Non-Independent Director) w.e.f. June 08, 2023 and overall maximum managerial remuneration set to INR 1,20,00,000 (Rupees One Crore Twenty Lakhs Only) for each year effective from 1 <sup>st</sup> April 2023, the Whole Time Director shall be entitled to Salary, Allowance and Perquisites, as determined under the provisions of the Companies Act, 2013 read with the provisions of Income Tax Act, 1961.
<b>Remuneration last drawn</b>	INR 21,00,000/- (Indian Rupees Twenty One Lakhs Only) for the FY 2024-25.
<b>Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company</b>	The appointee has no relationship with any of the Directors, Manager, or other Key Managerial Personnel of the Company.
<b>Nature of his expertise in specific functional areas</b>	Expert in post-sales support, service delivery, repair/refurbishment, customer service, and team management.
<b>Number of Meetings of the Board attended during the year 2024-25</b>	12
<b>Names of Companies/LLP in which he holds the directorship</b>	Newjaisa Technologies Limited
<b>Names of listed entities in</b>	Newjaisa Technologies Limited

<b>which he holds the directorship</b>	
<b>Names of Companies in which he holds the membership of Committees of the Board</b>	Newjaisa Technologies Limited
<b>Names of listed entities in which he holds the membership of Committees of the board</b>	Newjaisa Technologies Limited
<b>Shareholding in the Company including shareholding as a beneficial owner</b>	Mr. Mukunda Raghavendra holds 10,03,562 equity shares and 2.84% of the Company.

## KEY MANAGERIAL PERSONNEL & SENIOR MANAGERIAL PERSONNEL DURING THE YEAR

- Mr. Vishesh Handa is the Chairman and Managing Director of the Company.
- Mr. Mukunda Raghavendra is Whole Time Director of the Company.
- Mr. Ashish Nirmal, a Chartered Accountant is Chief Financial Officer of the Company.
- Mr. Sharadkumar Somani is Chief Marketing Officer of the Company.

There were no appointment(s)/resignation(s) of Key Managerial Personnel and Senior Managerial Personnel during the year except as follows:

S. No	Name	Date of Appointment/ Change/ Cessation	Reason
1.	Poonam Jain	January 18, 2025	Cessation as Company Secretary and Compliance Officer

## BOARD AND COMMITTEE MEETINGS

During the year under review, twelve meetings of the Board of Directors were duly convened and held in compliance with the Companies Act, 2013 and in respect of said meetings proper notices were given and proceedings were properly recorded and signed in the Minute Book maintained for the purpose.

The dates of Board meetings are as follows:

S. No.	Date of Board meeting	No. of Directors entitled to attend	No. of Directors who attended the meeting
1.	Wednesday, 8 May, 2024	5	3
2.	Thursday, 30 May, 2024	5	4
3.	Tuesday, 2 July, 2024	5	4
4.	Wednesday, 7 August, 2024	5	4
5.	Thursday, 5 September, 2024	5	4
6.	Thursday, 19 September, 2024	5	4
7.	Wednesday, 25 September, 2024	5	4
8.	Thursday, 10 October, 2024	5	4
9.	Wednesday, 6 November, 2024	5	4
10.	Thursday, 14 November, 2024	5	5
11.	Thursday, 2 January, 2025	5	4
12.	Saturday, 18 January, 2025	5	4

The Board of Directors confirms compliance and adherence to the Secretarial Standard 1 and 2 as issued by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs.

## **DECLARATION BY INDEPENDENT DIRECTORS**

Your Company has received declarations from all the Independent Directors of the Company confirming that:

- a. They meet the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015;
- b. They have registered their names in the Independent Directors' Databank pursuant to Sub-rule (1) and (2) of Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and amendments thereto;
- c. None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Act and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, the Independent Directors appointed during the year possess requisite integrity, expertise, experience, and proficiency.

## **FAMILIARIZATION PROGRAM**

The Company at its meeting held during the financial year 2024-25 had familiarized the Independent Directors through various initiatives. The Independent Directors of the company have been briefed at the meetings of the Board / Committees thereof on the matters such as their roles, functions, rights, duties, responsibilities and liabilities in the Company, nature of the industry in which the Company operates, the business model, business verticals and operations of the Company, geographies in which company operates, financial results of the Company, updates on statutory and regulatory changes and impact thereof, updates on development of business of the company, overview of board evaluation and procedures, etc. They were made to interact with business heads and senior management personnel and are given all the documents, reports and internal policies sought by them for enabling a good understanding of the Company, its various operations, and the industry of which it is a part which enable the Directors to contribute significantly to the Company.

Weblink:

<https://cdn.shopify.com/s/files/1/0571/1996/5366/files/9. Familiarization program of ID.pdf?v=1689920308>

## **PERFORMANCE EVALUATION, NOMINATION & REMUNERATION POLICY**

The Company has adopted the Performance Evaluation, Nomination & Remuneration Policy as required under the provisions of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Brief features of the policy inter-alia includes objective and purpose of the policy which is to lay down the criteria for effective evaluation of performance of Board and that of its committees and individual directors, to establish a framework for the remuneration of directors, key managerial personnel and other employees, to lay down criteria for identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommending to the Board their appointment and removal, criteria for determining qualifications, positive attributes and independence of a director, policy relating to remuneration of directors, key managerial personnel and other employees, to ensure reasonable and sufficient level and composition of remuneration to attract, retain and motivate the Directors, KMPs and Senior Management Personnel etc., and role of Nomination and Remuneration Committee as defined under Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of the Listing Regulations, 2015.

Performance evaluation, nomination and remuneration policy is available on the website of the

Company.

Weblink: [https://cdn.shopify.com/s/files/1/0571/1996/5366/files/2.\\_NRC\\_Policy\\_and\\_Board\\_Diversity\\_Policy.pdf?v=1689918744](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/2._NRC_Policy_and_Board_Diversity_Policy.pdf?v=1689918744)

Pursuant to the provisions of Companies Act, 2013 read with the rules made thereunder and SEBI (LODR) Regulations, 2015, the performance evaluation of individual Directors, Board and its Committees was carried out.

## **EVALUATION OF PERFORMANCE OF THE BOARD, ITS COMMITTEES AND DIRECTORS**

During the year under review, the Board, in compliance with the Companies Act, 2013 and applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, has adopted a mechanism for evaluating its performance as well as that of its Committees and Individual Directors, including the Chairman of the Board.

The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & Committees, experience & competencies, performance of specific duties & obligations, governance issues etc.

A separate exercise was carried out to evaluate the performance of Individual Directors including the Board, as a whole and the Chairman, who were evaluated on parameters such as their participation, contribution at the meetings and otherwise, independent judgements, etc. The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors, Committees of the Board.

A separate meeting of Independent Directors was held on January 02, 2025 to review the performance of Non- Independent Directors, Board as whole and of the Chairperson of the Company, including assessment of quality, quantity, and timeliness of flow of information between Company management and Board.

### **Opinion of the Board**

The Board is of the opinion that all the Directors of the Company including Independent Director appointed during the financial year possess integrity, necessary expertise, and experience (including the proficiency) for performing their functions diligently. The Board also confirms that in its opinion, the independent directors of the Company fulfill the conditions specified in the Companies Act, 2013 read with the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management of the Company.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Board of Directors hereby confirm that:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) they have 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) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **STOCK EXCHANGE LISTING**

Presently, the Equity Shares of the Company are listed on NSE Emerge (National Stock Exchange of India Limited for small and medium-sized enterprises). The Company confirms that it has paid Annual Listing Fees to the stock exchange.

## **AUDITORS AND THEIR REPORT**

### **a) Statutory Auditors**

M/s Abhilashi & Co, Chartered Accountants (FRN 016025N) were appointed as Statutory Auditors of the Company from the conclusion of 3<sup>rd</sup> Annual General Meeting till the conclusion of 8<sup>th</sup> Annual General Meeting of the company to be held in the year 2028.

The Company has received audit report for standalone audited financial statements of the Company for the financial year ended March 31, 2025 from the statutory auditors, M/s Abhilashi & Co, Chartered Accountants, and forms part of this Annual Report. There are no qualifications, reservation, adverse remarks, or disclaimer made by the Statutory Auditors in their Reports.

### **b) Internal Auditors**

Your directors had appointed M/s. Jagadeesh Hebbar & Co., Chartered Accountants, Bengaluru (FRN: 021634S) as the Internal Auditors of the Company for the financial year 2024-25.

Subsequently, M/s. Jagadeesh Hebbar & Co. resigned from the office of Internal Auditor due to preoccupation and time constraints. The Board thereafter approved the appointment of M/s. R. Manmohan & Associates, Chartered Accountants (FRN: 023546S), represented by Mr. R. Manmohan (ICAI Membership No. 212570), Proprietor, as the Internal Auditor of the Company for the financial year 2024-25.

### **c) Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and remuneration of Managerial personnel) Rules, 2014. M/s. Rajora & Co, Practicing Company Secretaries (Proprietor: Ms. Priyanka Rajora, Practicing Company Secretary: CP No. 22886) was appointed to undertake the Secretarial Audit of the Company for the financial year 2024-25. The Secretarial Audit Report for financial year 2024-25 forms part of the Annual Report as **Annexure 1** to the Board's Report.

There are no qualifications, reservation, adverse remarks, or disclaimer made by the Secretarial Auditor in their Report(s).

### **d) Cost Auditors**

Appointment of Cost Auditor as per section 148 of the Companies Act, 2013, is not applicable to the Company.

## **ANNUAL RETURN**

The Annual Return will be available on the website of the Company, as mandated under Section 92(3) read with Section 134 (3) of the Companies Act, 2013, and the same can be accessed at web link: <https://newjaisha.com/pages/invesor-relation-of-newjaisha>

## **PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is enclosed as **Annexure 2** and forms the part of this Annual Report.

## **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

Particulars of loans, guarantees and investments, if any, made by the Company pursuant to Section 186 of the Companies Act, 2013 forms part of the financial statements and notes to the financial statements of the Company provided in this Annual Report.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

Conservation of Energy: The Company's operations are not energy-intensive and as such involve low energy consumption. However, adequate measures have been taken to conserve the consumption of energy.

Technology Absorption : Not Applicable

Foreign Exchange Earned: Nil

Foreign Exchange Used : Nil

## **ADEQUACY OF INTERNAL FINANCIAL CONTROL SYSTEM**

The Board of Directors of the Company has laid down adequate internal financial controls which are operating effectively. The Company has an Internal Control System, commensurate with the size, scale, and complexity of its operations. Policies and procedures are adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, the prevention and detection of its frauds and errors, the accuracy and completeness of the accounting records and the timely preparations of reliable financial information. The Management monitors and evaluates the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, accounting procedures and policies.

## **DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

The Board of Directors of the Company had duly constituted the Audit Committee on July 03, 2023 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details of the composition of the Audit Committee as on March 31, 2025 are as under:

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Purav Dineshchandra Shah	Chairman	Independent Director
Mr. Gaurav Jindal	Member	Independent Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended on March 31, 2025, the Audit Committee met four times viz. May 30, 2024, July 01, 2024, September 05, 2024, and November 14, 2024.

Subsequent to the closure of the financial year 2024-25, there were changes in the composition of the Audit Committee due to the resignation of Mr. Gaurav Jindal (Independent Director), the appointment of Mrs. Pooja Jain and Mr. Sachin Khandelwal as Independent Directors, and the re-designation of Mr. Purav Dineshchandra Shah as a Non-Independent Director. Accordingly, the composition of the Audit Committee as on the date of this report is as follows:

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mr. Purav Dineshchandra Shah	Member	Non-Executive Director
Mrs. Ankita Handa	Member	Non-Executive Director

Your Company has established a vigil mechanism and oversees through the committee, the genuine concerns as expressed by the employees and other Directors. It has provided adequate safeguards against victimization of employees and Directors who express their concerns and has also provided a direct access to the chairperson of the Audit Committee on reporting issues concerning the interests of co-employees and the Company.

The Whistleblower Policy of the Company may be accessed on the Company website at the link: [https://cdn.shopify.com/s/files/1/0571/1996/5366/files/8\\_Whistleblower\\_Policy.pdf?v=1689918744](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/8_Whistleblower_Policy.pdf?v=1689918744)

## **OTHER COMMITTEES**

### **a) Composition of the Nomination and Remuneration Committee and its meetings:**

The Board of Directors of your Company had duly constituted the Nomination & Remuneration Committee on July 03, 2023 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of the composition of the Nomination and Remuneration Committee, are as under:

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Purav Dineshchandra Shah	Chairman	Independent Director
Mr. Gaurav Jindal	Member	Independent Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended on March 31, 2025, the Nomination and Remuneration Committee met 6 (Six) times viz May 30, 2024, July 03, 2024, September 05, 2024, September 19, 2024, October 09, 2024 and January 31, 2025.

Subsequent to the closure of the financial year 2024-25, there were changes in the composition of the Nomination and Remuneration Committee due to the resignation of Mr. Gaurav Jindal (Independent Director), the appointment of Mrs. Pooja Jain and Mr. Sachin Khandelwal as Independent Directors, and the re-designation of Mr. Purav Dineshchandra Shah as a Non-Independent Director. Accordingly, the composition of the Nomination and Remuneration Committee as on the date of this report is as follows:

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mr. Purav Dineshchandra Shah	Member	Non-Executive Director
Mrs. Ankita Handa	Member	Non-Executive Director

**b) Composition of the Stakeholders Relationship Committee and its meetings:**

The Board of Directors of your Company had duly constituted Stakeholders Relationship Committee vide their meeting held on July 03, 2023 under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of the composition of the Stakeholders and Relationship Committee, are as under:

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Purav Dineshchandra Shah	Chairman	Independent Director
Mr. Gaurav Jindal	Member	Independent Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended on March 31, 2025, the Stakeholders Relationship Committee met twice viz May 30, 2024 and September 05, 2024.

Subsequent to the closure of the financial year 2024-25, there were changes in the composition of the Stakeholders Relationship Committee due to the resignation of Mr. Gaurav Jindal (Independent Director), the appointment of Mrs. Pooja Jain and Mr. Sachin Khandelwal as Independent Directors, and the re-designation of Mr. Purav Dineshchandra Shah as a Non-Independent Director. Accordingly, the composition of the Nomination and Remuneration Committee as on the date of this report is as follows:

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mrs. Pooja Jain	Chairperson	Independent Director
Mr. Sachin Khandelwal	Member	Independent Director
Mr. Purav Dineshchandra Shah	Member	Non-Executive Director
Mrs. Ankita Handa	Member	Non-Executive Director

**c) Composition of the IPO Committee and its meetings:**

The Board of Directors of your Company had duly constituted IPO Committee vide their meeting held on July 03, 2023.

<b>Name of Director</b>	<b>Status in Committee</b>	<b>Nature of Directorship</b>
Mr. Vishesh Handa	Chairman	Managing Director
Mr. Mukunda Raghavendra	Member	Whole Time Director
Mrs. Ankita Handa	Member	Non-Executive Director

During the financial year ended March 31, 2025, no meeting of the IPO Committee was held. Subsequently, the Board dissolved the IPO Committee on April 17, 2025.

**PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

Your Company has in place a Policy against Sexual Harassment at workplace in line with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Policy is available on the website of the Company at [https://cdn.shopify.com/s/files/1/0571/1996/5366/files/4\\_Policy\\_on\\_Sexual\\_Harassment\\_1.pdf?v=1690281293](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/4_Policy_on_Sexual_Harassment_1.pdf?v=1690281293)



Sl. No	Particulars	No.
1	Number of complaints on Sexual harassment Received	Nil
2	Number of complaints disposed off during the Year	Nil
3	Number of cases pending for more than ninety Days	Nil
4	Number of workshops or awareness programme against sexual harassment carried out The Company regularly conducts necessary awareness programmes for its employees	Nil
5	Nature of action taken by the employer or district officer	Nil

Internal Complaints Committee (ICC) has been constituted to redress complaints received regarding sexual harassment. All women employees (permanent, contractual, temporary and trainees) as well as women who visit the premises of the Company for any purpose are covered under this Policy and are treated with dignity with a view to maintain a work environment free of sexual harassment whether physical, verbal, or psychological. There were no complaints received, during the period under review.

## **RISK MANAGEMENT**

The Company process is in place to ensure that all the Current and Future Material Risks of the Company are identified, assessed/quantified and effective steps are taken to mitigate/ reduce the effects of the risks to ensure proper growth of the business. Your Company has a well-defined risk management framework in place and a robust organizational structure for managing and reporting risks. For details related to risks and risk management, shareholders are requested to refer to “Threats, risks & concerns section” and “Internal control systems and their adequacy section” of Management Discussion and Analysis Report.

Your Company being an SME Listed company, the provisions of Composition of Risk Management Committee is not applicable to it, by virtue of Regulation 15(2) (b) of SEBI (LODR) Regulations, 2015.

## **EMPLOYEE STOCK OPTION SCHEME**

Your Company has Newjaisa Technologies Employee Stock Option Plan 2023 with a pool of 32,09,174 options.

The ESOP Scheme is in compliance with the Act and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and the disclosures relating to the ESOP Schemes as required under the abovementioned SEBI Regulations are available on the Company’s website: <https://newjaisa.com/>

The Certificate from the Secretarial Auditor of the Company under regulation 13 of SEBI (Share Based Employee Benefits) Regulations, 2014 stating that the scheme(s) has been implemented in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014, as amended, from time to time and in accordance with the resolution of the company in the general meeting, will be available for inspection by the members at the ensuing AGM.

Web-link:

[https://cdn.shopify.com/s/files/1/0571/1996/5366/files/NewJaisa\\_ESOP\\_scheme\\_2023\\_1.pdf?v=1706694983](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/NewJaisa_ESOP_scheme_2023_1.pdf?v=1706694983)

## **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All transactions entered into with the Related Parties as defined under the Companies Act, 2013 read with rules made thereunder, during the financial year were in the ordinary course of business and on arm’s length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. However, as a prudent corporate governance practices the Board of Directors have approved such

related party transactions in respective Board Meeting under the said provisions.

The Form No. AOC-2 pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is enclosed as **Annexure-3** to this Report.

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

The Management Discussion and Analysis Report for the financial year ended March 31, 2025 is forming part of the Board Report/Annual Report.

### **CORPORATE GOVERNANCE:**

Since, the Company has listed its specified securities on the EMERGE Platform of NSE therefore by virtue of Regulation 15 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 26A, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V are not applicable to the Company. Hence Report on Corporate Governance does not form part of this Directors Report.

The provisions of Corporate Governance as stipulated under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are presently not applicable to the Company. However, the Company remains committed to maintaining high standards of governance and ethical conduct.

Your Company follows robust corporate governance practices, prudent risk management, and maintains a proactive approach towards identifying emerging opportunities. Emphasis is placed on stakeholder value creation and transparency, with the adoption of best-in-class disclosure methodologies.

Further, the Company voluntarily endeavors to comply with the non-mandatory requirements of corporate governance to the extent possible, and continues to take necessary actions at appropriate times to align with stakeholder expectations.

### **CORPORATE SOCIAL RESPONSIBILITY**

As per the Companies Act, 2013, all companies having net worth Rs. 500 crores or more, or turnover of INR. 1,000 crores or more or net profit of INR.5 Crores or more during the immediately preceding financial year are required to spend at least 2% of average net profit of the Company's three immediately preceding financial year.

Accordingly, the Company was required to spend INR 12,24,897.40/- towards CSR activities in financial year 2024-25. Expenditure related to Corporate Social Responsibility incurred as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof is INR. 12,35,000/- with excess expenditure of INR 10,102.60/- for FY 2024-25.

A report on CSR Activities as required under Rule 8 of the Companies (Corporate Social Responsibility) Rules, 2014 is enclosed herewith as "**Annexure- 4**". The Company has adopted Corporate Social Responsibility Policy in line with Section 135 of the Companies Act, 2013. In terms of rule (9) of the Companies (Accounts) Rules, 2014, the Company has developed Corporate Social Responsibility initiatives and has a CSR Policy in place. The policy is disclosed on the website of the Company at:

[https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17.\\_CSR\\_Policy.pdf?v=1689918744](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17._CSR_Policy.pdf?v=1689918744).

### **COMPANY'S WEBSITE:**

Your Company has developed and maintained its fully functional website [www.newjaisa.com](http://www.newjaisa.com), which has been designed to exhibit the Company's businesses upfront on the home page and all the relevant

details about the Company.

The website carries a comprehensive database of information of the Company including the Financial Results of your Company, Shareholding Pattern, details of Board Committees, Corporate Policies, business activities and current affairs of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013, Companies Rules, 2014 and as per Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the non-mandatory information of Investors' interest / knowledge has been duly presented on the website of the Company.

## **COMPLIANCE WITH THE CODE OF CONDUCT AND ETHICS**

In compliance with the Listing Regulations and Companies Act, 2013 the Company has framed and adopted a code of conduct and ethics ("the code"). The code is applicable to the members of the Board, the executive officers and all the employees of the Company.

All the members of the Board and Senior Management Personnel have affirmed compliance to the code for the Financial Year ended on March 31, 2025 and a declaration to this effect signed by the Chairman and Managing Director forms part of this Report.

## **GENERAL**

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

- a. The Company has neither accepted nor renewed any deposits from the public or otherwise in terms of Section 73 of the Companies Act, 2013 read with the rules made thereunder and as such no amount on account of principal or interest thereon on deposits from public was outstanding as on the date of Balance Sheet.
- b. The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
- c. The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.
- d. There are no issue of equity shares with differential rights as to dividend, voting or otherwise.
- e. There were no significant or material orders passed by the Regulators, Courts or Tribunals which impact the going concern status and Company's operations in future.
- f. In addition to the information mentioned in this annual report, there were no material changes and commitments affecting financial position of the company between March 31, 2025 and the date of this Board's Report.
- g. The Auditors have not reported any matter under Section 143(12) of the Companies Act, 2013 and therefore no detail is required to be disclosed under Section 134(3) (ca) of the Act.
- h. Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act 2013 is not required by the Company and accordingly such accounts and records are neither made nor maintained.
- i. There is no one time settlement done with bank or any financial institution. Hence, the details of difference between amount of the valuation done at the time of one-time settlement and the

valuation done while taking loan from the Banks or Financial Institutions is not applicable.

- j. There is no proceeding pending under the Insolvency and Bankruptcy Code 2016.
- k. The Company is in compliance with the applicable provisions of the Maternity Benefit Act, 1961, as amended from time to time. Necessary measures and policies are in place to ensure that all eligible employees receive the benefits and protections mandated under the Act.

#### **OTHER DISCLOSURES:**

Your directors state the status of disclosure or reporting requirement in respect of the following items, for the transactions/events related to these items during the year under review:

##### **a. Non-applicability of certain Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time:**

As per Regulation 15 of the SEBI (LODR) Regulations, 2015 the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub-regulation (2) of regulation 46 and para-C, D and E of Schedule V shall not apply to the Company.

##### **b. Investors Education and Protection Fund**

In terms of Section 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016, during the financial year ended March 31 2025, there is no outstanding amount to be transferred to Investor Education and Protection Fund.

##### **c. Disclosures with respect to Demat suspense account/ unclaimed suspense account**

During the year under review no such shares in the Demat suspense account or unclaimed suspense account which are required to be reported as per Para F of Schedule V of the SEBI (LODR) Regulations, 2015.

##### **d. Disclosure of certain types of agreements binding listed entities**

As all the agreements entered into by the Company are in normal course of business are not required to be disclosed as they either directly or indirectly or potentially or whose purpose and effect will not impact the management or control of the Company.

#### **APPRECIATIONS & ACKNOWLEDGEMENTS**

Your directors wish to place on record their appreciation for the continuous support received from the Members, customers, suppliers, bankers, various statutory bodies of the Government of India and the Company's employees at all levels.

For Newjaisa Technologies Limited

Sd/-  
Vishesh Handa  
Managing Director  
DIN: 07842847  
Date: 05/09/2025  
Place: Bengaluru

Sd/-  
Mukunda Raghavendra  
Whole-time director  
DIN: 10060683  
Date: 05/09/2025  
Place: Bengaluru

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2025**

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

To  
The Members,  
**Newjaisa Technologies Limited**  
**CIN: U32106KA2020PLC134935**  
Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village,  
Begur Hobli, Bannerghatta Road, Bengaluru,  
Bengaluru South-560076, Karnataka, India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Newjaisa Technologies Limited** having CIN: U32106KA2020PLC134935 (hereinafter called “The Company”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- i) The Companies Act, 2013 (the Act) and the Rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (Not applicable to the Company during the audit period);
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) to the extent applicable to the Company:
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equities), Regulations, 2021;
  - e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the audit period)
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the audit period)
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not

- applicable to the Company during the audit period)
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

vi) Other laws applicable specifically to the Company namely:

- (a) The Information Technology Act, 2000 and the rules made thereunder;
- (b) The Trade Marks Act, 1999;

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreement(s) entered into by the Company with Stock Exchange(s), if any.

We hereby report that during the period under review, the Company has complied with the applicable provisions of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above

**We further report that:**

- a) The Board of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) Adequate notice is given to all Directors to schedule the Board Meetings at least seven days in advance/ shorter notice wherever required and complied with. Agenda and detailed notes on agenda were also sent to all Directors and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations, and guidelines.

**We further report that** during the audit period, the following event/action taken place which have major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

1. The authorized share capital of the Company increased from INR. 17,00,00,000 /- (Indian Rupees Seventeen Crores Only) divided into 3,40,00,000 (Three Crores Forty Lakhs) equity shares of INR. 5/- (Indian Rupees Five Only) each to INR. 19,00,00,000/- (Indian Rupees Nineteen Crores Only) divided into 3,80,00,000 (Three Crores Eighty Lakhs) equity shares of Rs. 5/- (Indian Rupees Five Only) each.
2. The Company has allotted 30,42,000 (Thirty Lakhs Forty-Two Thousand) equity shares on Preferential basis cum private placement at issue price of INR 98/- (Indian Rupees Ninety-Eight Only) having INR 5/- (Indian Rupees Five Only) face value of each equity August 07, 2024.
3. The Company has allotted 23,477 (Twenty-Three Thousand Four Hundred Seventy-Seven) equity shares upon exercise of options under the Newjaisa Stock Option Plan 2023 on September 19, 2024.
4. The Company has allotted 56,851 (Fifty-Six Thousand Eight Hundred and Fifty-One) equity shares upon exercise of options under the Newjaisa Stock Option Plan 2023 on January 02, 2025.
5. The company has received certain queries from NSE-Emerge which has been replied to the satisfaction of the exchange.

6. There has been a change in software of SSD to be maintained under SEBI (Prohibition of Insider Trading) Regulations, 2015.

As per information provided by the Company, barring this, no event/action has taken place which have major bearing on the affairs of the Company in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

Date: 05/09/2025

Place: Hyderabad

For Rajora & Co.,  
Practicing Company Secretaries

Sd/-  
Priyanka Rajora  
Proprietor  
Peer Review No.: S2020TL722100  
Membership No: 38168  
C.P. No: 22886  
UDIN: A038168G001187558

**Note: This report is to be read with Annexure- A which forms an integral part of this report.**

## **Annexure-A**

To

The Members,

**Newjaisa Technologies Limited**

**CIN: U32106KA2020PLC134935**

Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village,

Begur Hobli, Bannerghatta Road, Bengaluru,

Bengaluru South-560076, Karnataka, India.

1. My Secretarial Audit Report for the financial year ended March 31, 2025 of even date is to be read along with this letter.
2. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
3. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
5. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Rajora & Co.,  
Practicing Company Secretaries

Date: 05/09/2025

Place: Hyderabad

Sd/-

Priyanka Rajora

Proprietor

Peer Review No.: S2020TL722100

Membership No: 38168

C.P. No: 22886

UDIN: A038168G001187558



**Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014**

- i) Ratio of remuneration of each Director to the median remuneration of the Employees of the Company for the financial year 2024-25, the percentage increase in remuneration of each director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the financial year 2024-25.

Sl. No	Name of Director/KMP	Designation	Ratio of remuneration of each Director to median remuneration of employees	% increase in remuneration, if any, in the Financial Year 2023-24
1	Vishesh Handa	Managing Director	7.8:1	NIL
2	Mukunda Raghavendra	Whole Time Director	7.8:1	NIL
3	Ankita Handa*	Non – Executive Director	Nil	NA
4	Purav Dineshchandra Shah**	Independent Director	NA	NA
5	Gaurav Jindal**	Independent Director	NA	NA
6	Ashish Nirmal	Chief Financial Officer	9.8:1	NA
7	Poonam Jain	Company Secretary	1:1	NA

\* Mrs. Ankita Handa has not drawn any remuneration for the Financial Year 2024-25. Therefore, any percentage increase in remuneration for the Financial Year 2024-25 is not applicable.

\*\*Mr. Purav Dineshchandra Shah and Mr. Gaurav Jindal are appointed as Independent Directors of the Company w.e.f. June 8, 2023 respectively. Further, sitting fee was paid and no remuneration was payable to them. Hence, percentage increase in remuneration, if any, in the Financial Year 2024-25 is not applicable.

Note: The Non – Executive / Independent Directors are paid only sitting fees for attending meetings of Board and / or Committees.

- ii) The percentage increase in the Median remuneration of employees in the financial year 2024-25: 9.18%

- iii) The number of permanent employees on the rolls of company;

The Company has 309 permanent employees on the rolls of the Company as on March 31, 2025.

- iv) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;

Average percentile increase already made in the salaries of the employees other than the managerial personnel in the last financial year was 8.03% whereas there is no increase in the remuneration of key managerial personnel. There are no other exceptional circumstances for increase in the remuneration of managerial personnel. The increment given to each individual employee, if any, is

based on the employees' potential, their performance, their contribution to the Company's progress over a period, business performance, etc.

- v) affirmation that the remuneration is as per the remuneration policy of the company.

It is hereby affirmed that the remuneration is as per the remuneration policy of the company.

For Newjaisa Technologies Limited

Sd/-  
Vishesh Handa  
Managing Director  
DIN: 07842847  
Date: 05/09/2025  
Place: Bengaluru

Sd/-  
Mukunda Raghavendra  
Whole-time director  
DIN: 10060683  
Date: 05/09/2025  
Place: Bengaluru

**Disclosure of particulars of Contract / Arrangements made with related parties****Form No. AOC – 2**

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

**Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil

(a) Name(s) of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts / arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) date(s) of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

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

<b>S. No</b>	<b>Name(s) of Related Party</b>	<b>Nature of Relationship</b>	<b>Nature of contracts/ arrangements/ transactions</b>	<b>Duration of the contracts/ arrangements/ transactions</b>	<b>Salient terms of the contracts or arrangements or transactions including the value, if any:</b>	<b>Date(s) of Approval by the Board, if any.</b>	<b>Amount paid as advances, if any:</b>
1.	Vanshya Enterprises LLP	Associate Entity where directors and relative of directors are interested	Sale of goods or services	The Company is undertaking the said transaction on Arm's length and on continuous basis.	Trade Advance for supply of materials/services for the FY 2024-25 is 94.30 Lakhs.	30 <sup>th</sup> May 2024.	N.A.

For Newjaisa Technologies Limited

Sd/-

Vishesh Handa  
Managing Director  
DIN: 07842847  
Date: 05/09/2025  
Place: Bengaluru

Sd/-

Mukunda Raghavendra  
Whole-time director  
DIN: 10060683  
Date: 05/09/2025  
Place: Bengaluru

**Annual Report on CSR Activities for the year ending 31<sup>st</sup> March, 2025:****1. Brief outline on CSR Policy of the Company.**

The Company has in place a Corporate Social Responsibility Policy laid down in accordance with the provisions of Companies Act, 2013 and rules made thereunder, which is available on the Company's website.

The Company under its CSR policy, affirms its commitment of seamless integration of marketplace, workplace, environment and community concerns with business operations by undertaking following activities / initiatives that are not taken in its normal course of business and/or confined to only the employees and their relatives and which are in line with the broad-based list of activities, areas or subjects that are set out under schedule VII of the Companies Act, 2013 and Rules made thereunder as amended from time to time. The CSR policy of the Company is available on the website of the Company at [https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17.\\_CSR\\_Policy.pdf?v=1689918744](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17._CSR_Policy.pdf?v=1689918744)

**2. Composition of CSR Committee: Not Applicable**

Sl. No.	Name of Director Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
N.A.			

**3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company-**  
[https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17.\\_CSR\\_Policy.pdf?v=1689918744](https://cdn.shopify.com/s/files/1/0571/1996/5366/files/17._CSR_Policy.pdf?v=1689918744)

**4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable. - NA**

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

**6. Average net profit of the company as per section 135(5) – INR. 6,12,44,870/-**

(a) Two percent of average net profit of the company as per section 135(5) – **INR. 12,24,897.40/-**

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

(c) Amount required to be set-off for the financial year, if any- **INR 5,345.33/-**

(d) Total CSR obligation for the financial year [(b) + (c) – (d)] - **INR. 12,19,552.07/-**

**7. Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)**

(a) CSR amount spent or ~~unspent~~ for the financial year: **INR. 12,35,000/-**

Total Amount Spent for the Financial Year. (in INR.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
12,35,000/-	Amount	Date of Transfer	Name of the Fund	Amount	Date of Transfer
	-	-	-	-	-

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

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

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

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/No).	Location of the project.		Amount spent for the project (in Rs.).	Mode of implementation - Direct (Yes/No).	Mode of implementation - Through implementing agency.	
				State.	District.			Name.	CSR registration number.
1.	Contribution for computer (training) accessories	promoting education, including special education and employment enhancing	Yes	Karnataka, Bengaluru		12,35,000/-	Yes	N.A.	N.A.

		vocation skills especially for children						
	<b>Total</b>				12,35,000/-			

(d) Amount spent in administrative overheads: NIL

(e) Amount spent on Impact Assessment, if applicable: NIL

(f) Total amount spent for the Financial Year [(a)+(b)+(c)]: INR. 12,35,000/-

(g) Excess amount for set off, if any:

Sl. No.	Particulars	Amount (in INR.)
(i)	Two percent of average net profit of the company as per section 135(5)	12,24,897.40/-
(ii)	Total amount spent for the Financial Year	12,35,000/-
(iii)	Excess amount spent for the financial year [(ii)-(i)]	10,102.60/-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	5,345.33/-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	15,447.93/-

8. (a) Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Balance Amount in Unspent CSR Account under section 135 (6) (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to section 135 (5), if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
1	FY-2 (2021-22)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
2	FY-3 (2022-23)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
3	FY-3 (2023-24)	-	-	-	-	-	-	-

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID.	Name of the Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in the reporting Financial Year (in Rs.).	Cumulative amount spent at the end of the reporting Financial Year (in Rs.).	Status of the project - Completed /Ongoing.
NIL								

9. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No

~~If Yes, enter the number of Capital assets created/ acquired~~

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year: N.A

Sl. No	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
N.A.							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

10.Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135: N.A

For Newjaisa Technologies Limited

Sd/-  
Vishesh Handa  
Managing Director  
DIN: 07842847  
Date: 05/09/2025  
Place: Bengaluru

Sd/-  
Mukunda Raghavendra  
Whole-time director  
DIN: 10060683  
Date: 05/09/2025  
Place: Bengaluru

**COMPLIANCE CERTIFICATE**

**[Pursuant to Regulation 13 of the Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021]**

**To the Members and Board of Directors**

**Newjaisa Technologies Limited**

**CIN: U32106KA2020PLC134935**

Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village,  
Begur Hobli, Bannerghatta Road, Bengaluru,  
Bengaluru South-560076, Karnataka, India.

Dear Members and Board of Directors,

I, Priyanka Rajora, Company Secretary in practice, have been appointed as the Secretarial Auditor by the Board of Directors of Newjaisa Technologies Limited (hereinafter referred to as 'the Company'), having CIN: U32106KA2020PLC134935 and having its registered office at Sy No. 38/1B, 39/1, 39/2 and 39/3, Arekere Village, Begur Hobli, Bannerghatta Road, Bengaluru, Bengaluru South-560076, Karnataka, India. This certificate is issued under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (hereinafter referred to as "the Regulations"), for the year ended March 31, 2025.

**Management Responsibility:**

It is the responsibility of the Management of the Company to implement the Scheme(s) including designing, maintaining records, and devising 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.

**Verification & Certification:**

I have examined the records and documents maintained by the Company and based on the information and explanations given to us and to the best of our knowledge and belief, I confirm that the Newjaisa Technologies Employee Stock Option Plan 2023 of the Company for the period ended March 31, 2025 have been implemented in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended and in accordance with the respective resolutions of the Company passed in general meeting(s).

**Assumption & Limitation of Scope and Review:**

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. My responsibility is to give certificates based upon our examination of relevant documents and information. It is neither an audit nor an investigation.
3. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
4. This certificate is solely for your information, and it is not to be used, circulated, quoted, or otherwise referred to for any purpose other than for the Regulations.

**For Rajora & Co**

Date: 05/09/2025

Place: Hyderabad

Sd/-

Priyanka Rajora

Practicing Company Secretary

Membership No. A38168

COP No. 22886

UDIN: A038168G001187569



## **NOTICE OF 5<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 5<sup>th</sup> Annual General Meeting (“AGM” or ‘the Meeting’) of the Members of Newjaisa Technologies Limited will be held on Tuesday, September 30, 2025 at 11:00 A.M. (IST) through video conferencing facility ('VC') / other audio visual means ('OAVM') for which purpose the Registered office of the Company shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat, to transact the following business:

### **ORDINARY BUSINESS:**

**Item No. 1: To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Directors and Auditors thereon;**

**Item No. 2: To consider and appoint a director in place of Mr. Mukunda Raghavendra (DIN: 10060683), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.**

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

**“RESOLVED THAT** Mr. Mukunda Raghavendra (DIN: 10060683), Whole Time Director, who retires by rotation at this meeting and being eligible for re-election by rotation, has offered himself for re-appointment in accordance with the applicable provisions of the Companies Act, 2013, be and is hereby re-appointed as a Whole Time Director of the Company.”

### **SPECIAL BUSINESS:**

**Item No. 3: To consider and approve appointment of Ms. Priyanka Rajora, Practicing Company Secretary (CP No. 22886), Proprietor of M/s Rajora and Co, Practicing Company Secretaries as Secretarial Auditor of the Company.**

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

**RESOLVED THAT** pursuant to the provisions of Sections 179 and 204 and other applicable provisions of the Companies Act, 2013, read with the rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members be and is hereby accorded for the appointment of Ms. Priyanka Rajora, Practicing Company Secretary (CP No. 22886), Proprietor of M/s Rajora and Co, Practicing Company Secretaries (PR No: S2020TL722100) as Secretarial Auditor of the Company for a term of five consecutive years, commencing from Financial Year 2025- 26 till Financial Year 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws.

**RESOLVED FURTHER THAT** the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms or submission of documents with any authority

or accepting any modifications to the clauses as required by such authorities, for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto.”

For and on behalf of the Board of Directors  
Newjaisa Technologies Limited

Sd/-  
Vishesh Handa  
Managing Director  
DIN: 07842847  
**Place: Bengaluru**  
**Date: 05/09/2025**

#### NOTES:

1. The Board of Directors of the Company at its Meeting held on **September 05, 2025** considered that the ordinary and special businesses under Item No. 1 to 3 be transacted at the Annual General Meeting of the Company.
2. Pursuant to the General Circular No. 09/2024 dated 19 September 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated 3 October 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being convened through VC / OAVM. Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility. The Company will also publish an advertisement in newspaper containing the details about the AGM i.e., the conduct of the AGM through VC/OAVM, date and time of the AGM, availability of the notice of AGM at the Company’s website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/RTA and other matters as may be required.
3. In compliance with the Circulars issued by MCA and SEBI, Notice of the AGM along with annexures (if any) is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/Depository Participants. Physical copy of the notice of the AGM and annexures shall be sent to those Members who request for the same. Members may note that the Notice will also be available on the website <https://newjaisa.com/>, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at <https://www.nseindia.com/>, and on the website of NSDL <https://www.evoting.nsdl.com>.

4. An Explanatory Statement pursuant to Section 102 of the Act in respect of the businesses set out above and additional information, pursuant to Regulation 36 of the LODR Regulations forms part of this Notice.
5. Ms. Priyanka Rajora, Practicing Company Secretary [C P No. 22886] (Proprietor of M/s. Rajora and Co, Practicing Company Secretaries) has been appointed by the Board of Directors as the Scrutinizer to scrutinize the e-voting system during AGM and remote e-voting process in a fair and transparent manner. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board Resolution or Authority letter, etc., authorizing its representative [with attested specimen signature of the duly authorized signatory(ies)] to attend the AGM through VC / OAVM on its behalf and/or to vote through remote e-voting/e-voting system provided in AGM. The said Resolution/Authority letter shall be sent to the Scrutinizer by email through its registered email address to priyanka@rajoraandco.com with a copy marked to evoting@nsdl.co.in. 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. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members who have not yet registered their email addresses are requested to register their email addresses in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company’s Registrar and Transfer Agent, M/s. Bigshare Services Private Limited.
7. Further, it is to inform you that the Company’s Registrars and Transfer Agents, Bigshare Services Private Limited have a facility to register email address on their website at <https://www.bigshareonline.com/>
8. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form.
9. Members holding shares in demat mode and have not updated their KYC details are requested to register/update the email, bank account details and other KYC details with their depositories through their depository participants.
10. Also, SEBI has issued a Press Release dated March 08, 2023 advising all investors to ensure linking of their PAN with Aadhaar number prior to March 31, 2023, for continual and smooth transactions in securities market and to avoid consequences of non-compliance with the CBDT Circular No. 7 of 2022 (Notification F.No.370142/14/2022-TPL) dated March 30, 2022, as such accounts would be considered non-KYC compliant, and there could be restrictions on securities and other transactions until the PAN and Aadhaar are linked.
11. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same. Members are requested to submit the nomination details to their DP in case the shares are held by them in electronic form.

12. The Company has designated an exclusive email ID [cs@newjaisa.com](mailto:cs@newjaisa.com), which would enable the investors/ shareholders to post their grievances, if any, by quoting their Registered Folio Number, Client ID, and Number of shares. However, it may be noted that the Company would not respond to any kind of malicious allegations made by the shareholders with ulterior motives.
13. Members who would like to express their views or have questions or seeking any information with regard to the businesses covered under the Notice of AGM, are requested to write to the Company mentioning their name, demat account number/folio number, email id, mobile number on or before September 23, 2025 through email on [cs@newjaisa.com](mailto:cs@newjaisa.com).
14. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
15. 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. All documents referred to in the Notice will also be available for electronic 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@newjaisa.com](mailto:cs@newjaisa.com).
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.
17. Non-Resident Indian Members are requested to inform RTA, immediately on:
  - (a) Change in their residential status on return to India for permanent settlement;
  - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with PIN Code number, if not furnished earlier.
18. Instructions for e-voting and joining the AGM are as follows.

**GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE AGM THROUGH VC/OAVM FACILITY AND VOTING THROUGH ELECTRONIC MEANS INCLUDING REMOTE E-VOTING**

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at <https://newjaisa.com/>. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

#### **THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-**

The remote e-voting period begins on **September 27, 2025 at 9:00 A.M.** and ends on **September 29, 2025 at 5:00 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. September 23, 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 **September 23, 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**

- c) 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 &amp; voting during the meeting.</li> </ol>

	<p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </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 e-Voting is in progress as per the information provided by company. On clicking the e-Voting 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 e-Voting 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	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 &amp; voting during the meeting.</p>



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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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***
<p>5. Password details for shareholders other than Individual shareholders are given below:</p> <ol style="list-style-type: none"> <li>If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.</li> <li>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.</li> <li>How to retrieve your 'initial password'? <ol style="list-style-type: none"> <li>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'.</li> <li>If your email ID is not registered, please follow steps mentioned below in <b>process for those shareholders whose email ids are not registered</b>.</li> </ol> </li> </ol> <p>6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:</p> <ol style="list-style-type: none"> <li>Click on "<u>Forgot User Details/Password?</u>" (If you are holding shares in your demat account with NSDL or CDSL) option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.</li> <li><u>Physical User Reset Password?</u>" (If you are holding shares in physical mode) option available on <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.</li> <li>If you are still unable to get the password by aforesaid two options, you can send a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> mentioning your demat account number/folio number, your PAN, your name and your registered address etc.</li> <li>Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</li> </ol> <p>7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.</p> <p>8. Now, you will have to click on "Login" button.</p> <p>9. After you click on the "Login" button, Home page of e-Voting will open.</p>	

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

<p><b><u>How to cast your vote electronically and join General Meeting on NSDL e-Voting system?</u></b></p> <ol style="list-style-type: none"> <li>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.</li> <li>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".</li> <li>Now you are ready for e-Voting as the Voting page opens.</li> <li>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.</li> <li>Upon confirmation, the message "Vote cast successfully" will be displayed.</li> </ol>
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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 [priyanka@rajoraandco.com](mailto:priyanka@rajoraandco.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 Mr. Swapneel Puppala and Mr. Falguni Chakraborty at [evoting@nsdl.com](mailto:evoting@nsdl.com), [SwapneelP@nsdl.com](mailto:SwapneelP@nsdl.com) and [FalguniC@nsdl.com](mailto:FalguniC@nsdl.com)

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@newjaisa.com](mailto:cs@newjaisa.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@newjaisa.com](mailto:cs@newjaisa.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.
3. 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.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@newjaisa.com](mailto:cs@newjaisa.com) . The same will be replied by the company suitably.
6. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

**OTHER INSTRUCTIONS**

1. Any person other than Individual shareholder holding securities in demat mode and shareholders holding securities in physical mode and becomes member of the Company after, the notice is send through e-mail and holding shares as of the cut-off date i.e. **September 23, 2025**, may follow steps mentioned in this notice under Step 1 (B) w.r.t 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. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. **September 23, 2025** may follow steps mentioned in the Notice of the AGM under Step 1 (A) w.r.t Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode”. Such shareholders can also send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to Issuer/RTA to obtain login id and password.
2. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM and submit a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him/board, who shall countersign the same.

3. The result declared along with the Scrutinizer's Report shall be placed on the Company's website i.e., <https://newjaisha.com/> and on the website of NSDL i.e., <https://www.evoting.nsdl.com/> immediately after the result is declared by the Chairman or by any other person authorized by the Chairman and the same shall also be communicated to National Stock Exchange of India Limited, where the shares of the Company are listed.

4. In case of any queries with respect to remote e-voting, 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 and 022 - 2499 7000. You may also send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Mr. Amit Vishal, Asst. Vice President – President – NSDL, 4<sup>th</sup> Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013, e-mail: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), phone no. 022-24994360, or call on 022 - 4886 7000 and 022 - 2499 7000 who will address the grievances on remote e-voting or in case of any technical assistance is required at the time of log in/ assessing/ e-voting at the Meeting through VC/OAVM or who need assistance with using the technology before or during the meeting.

#### **EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT**

**Item No. 2: To consider and appoint a director in place of Mr. Mukunda Raghavendra (DIN: 10060683), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.**

**Additional information on directors recommended for reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards issued by ICSI:**

<b>Name of the Director</b>	Mr. Mukunda Raghavendra
<b>DIN</b>	10060683
<b>Date of Birth</b>	September 06, 1972
<b>Date of first appointment on the Board</b>	March 03, 2023
<b>Age</b>	52 years
<b>Brief Resume</b>	He holds a diploma in Electronic & Communications from Karnataka Technical Board, Bengaluru. He has work experience of around 30 years in post-sales activity, warranty service delivery, OEM services, repair & refurbish services, customer walk-ins services, people management, business development from existing customer. He has been associated with Symmentric Technologies as Team Leader of Customise service division, PSI data system as Systems engineer, and HCL as Senior. Consultant-Channel Support.
<b>Qualification</b>	Diploma in Electronics & Communications from Karnataka Technical Board, Bengaluru.
<b>Experience</b>	He has around 30 years of experience in post-sales services, customer support, and business development, having worked with Symmentric Technologies, PSI Data Systems, and HCL in various technical and leadership roles.
<b>Terms &amp; Conditions of appointment along with Remuneration sought to be paid</b>	Appointed as Whole Time Director (Executive Non-Independent Director) w.e.f. June 08, 2023 and overall maximum managerial remuneration set to INR 1,20,00,000 (Rupees One Crore Twenty Lakhs Only) for each year effective from 1 <sup>st</sup> April 2023, the Whole

	Time Director shall be entitled to Salary, Allowance and Perquisites, as determined under the provisions of the Companies Act, 2013 read with the provisions of Income Tax Act, 1961.
<b>Remuneration last drawn</b>	INR 21,00,000/- (Indian Rupees Twenty One Lakhs Only) for the FY 2024-25.
<b>Disclosure of relationships between directors inter-se/Relationship with other Directors, Manager, and other Key Managerial Personnel of the Company</b>	The appointee has no relationship with any of the Directors, Manager, or other Key Managerial Personnel of the Company.
<b>Nature of his expertise in specific functional areas</b>	Expert in post-sales support, service delivery, repair/refurbishment, customer service, and team management.
<b>Number of Meetings of the Board attended during the year 2024-25</b>	12
<b>Names of Companies/LLP in which he holds the directorship</b>	Nil except for Newjaisa Technologies Limited
<b>Names of listed entities in which he holds the directorship</b>	Nil except for Newjaisa Technologies Limited
<b>Names of Companies in which he holds the membership of Committees of the Board</b>	Nil except for Newjaisa Technologies Limited
<b>Names of listed entities in which he holds the membership of Committees of the board</b>	Nil except for Newjaisa Technologies Limited
<b>Shareholding in the Company including shareholding as a beneficial owner</b>	Mr. Mukunda Raghavendra holds 10,03,562 equity shares and 2.84% of the Company.

Mr. Mukunda Raghavendra is interested in this resolution set out at Item No. 2 of the notice relating to his appointment. Save and except as aforesaid, none of the Directors and Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of the notice.

The Board recommends the resolution set forth in Item No. 2 for the approval of the members as an Ordinary Resolution.

**Item No. 3: To consider and approve appointment of Ms. Priyanka Rajora, Practicing Company Secretary (CP No. 22886), Proprietor of M/s Rajora and Co, Practicing Company Secretaries as Secretarial Auditor of the Company.**

Ms. Priyanka Rajora, Proprietor of M/s Rajora & Co., Practicing Company Secretaries, is a qualified Company Secretary holding Certificate of Practice No. 22886 and brings with her over 11 years of extensive experience in corporate legal and secretarial functions.

M/s Rajora & Co., based in Hyderabad, is a peer-reviewed firm specializing in high-quality services across Company Law, SEBI Regulations, FEMA Compliance, and Listing Regulations. Their core strengths include Secretarial Audits, Corporate Structuring, Due Diligence, Capital and Debt Market Advisory, and Corporate Compliance Management for both listed and unlisted entities. The firm has also handled assignments relating to buy-back of securities, employee stock plans, IBC proceedings, and foreign investments.

The firm has developed strong audit frameworks and demonstrated expertise in delivering effective secretarial audit processes, backed by a skilled team of professionals and proven leadership.

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on August 22, 2025, approved the appointment of M/s Rajora & Co. as Secretarial Auditors of the Company to conduct the Secretarial Audit for the financial year 2025-26.

M/s Rajora & Co. has given its consent to act as Secretarial Auditors and confirmed that the proposed appointment, if approved, would be within the limits prescribed under the applicable provisions of the Companies Act, 2013 and rules made thereunder. The firm has also confirmed that it holds a valid peer review certificate issued by the Institute of Company Secretaries of India.

The proposed remuneration payable to M/s Rajora & Co. for conducting the Secretarial Audit for the financial year ending March 31, 2026, is INR 50,000 plus applicable taxes and out-of-pocket expenses. In addition to Secretarial Audit, the Company may also obtain other certifications or advisory services from the firm on mutually agreed terms as approved by the Board in consultation with the Audit Committee.

The Board of Directors, based on the expertise, credibility, and professional standing of M/s Rajora & Co., recommends their appointment as Secretarial Auditors of the Company for the approval of members.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the passing of this resolution.

The Board recommends the resolution set forth in Item No. 3 for the approval of the members as an Ordinary Resolution.

For and on behalf of the Board of Directors  
Newjaisa Technologies Limited

Sd/-  
Vishesh Handa  
Managing Director  
DIN: 07842847  
**Place: Bengaluru**  
**Date: 05/09/2025**

## **INDEPENDENT AUDITOR'S REPORT**

**To The Members of M/s. Newjaisa Technologies Limited**  
**(Formerly Known as NewJaisa Technologies Private Limited)**

### **Report on the standalone Financial Statement**

#### **Opinion**

We have audited the financial statements of **M/s. New Jaisa Technologies limited (the Company)**, which comprise the balance sheet as at 31st March 2025, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its financial performance, and its cash flows for the year ended on that date.

#### **Basis for Opinion**

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

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, 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 financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

No Key audit matter to be reported as per SA 701.

#### **Emphasis of Matter**

We draw Emphasis on the following matter to Note 16.1 of the financial statements, which describes that the Company's sales for the current year have increased comparatively lower in relation to the overall expenses, particularly due to the termination of business arrangements with Amazon during the fourth quarter. However, as stated in the said note, this change has not resulted in any significant reduction in the Company's liquidity position, and therefore, there is no material uncertainty regarding the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

## **Other Matters**

We draw attention to the fact that the Company has commenced a new line of business relating to renting/leasing of laptops during the year under audit. However, as informed to us, no Board Resolution has been passed by the Directors of the Company in this regard. Our opinion is not modified in respect of this matter.

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

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Director's report, (but does not include the financial statements and our auditors' 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 in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, 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.

## **Responsibility of Management for the Standalone Financial Statements**

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

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

(a) 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.

(b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

(d) 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.

(e) 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 decision of a reasonably knowledgeable user of financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements

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

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

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

## Report on Other Legal and Regulatory Requirements

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

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

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**"

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed details regarding pending litigations in note 27 of financial statements, which would impact its financial position.

(ii) The Company does 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 their notice that has caused them 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.

**Date: 22/08/2025**

**Place: Jalandhar**

**UDIN: 25530259BMOHPE8189**

**For Abhilashi & Co.  
(Chartered Accountants)  
FRN: 016025N**

**Sd/-  
Kuljeet Singh (Partner)  
Membership No.: 530259**

## **Annexure ‘A’ to the Independent Auditor’s Report**

**(Refer to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of New Jaisa Technologies Limited of even date, Formerly Known as New Jaisa Technologies Private Limited For the year ended MARCH 31, 2025)**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
- (b) The Company has maintained proper records showing full particulars, including quantitative details of Intangible.
- (c) Property, Plant and Equipment were physically verified by the management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were observed.
- (d) Title deeds of all immovable properties of land and building were held in the name of company as at the balance sheet date.
- (e) The company has not initiated any proceedings or no proceedings pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act 1988 (45 of 1988) and rules made thereunder.
- (ii) (a) Inventories were physically verified by the management in accordance with a regular programme of verification which in our opinion provides for physical verification of all the inventories at reasonable intervals. According to the Information and explanation provided to us, no material discrepancies were observed.
- (b) During the financial year 2024-25, the company has been sanctioned working capital limits in excess of ₹5 crores, the total amounting to ₹19.50 crores, secured against current assets and the immovable property of the promoter director, and also backed by personal guarantees of the directors. As per the information and explanations given to us, and on the basis of records examined, the quarterly statements of current assets filed with the bank are not in agreement with the books of account. For the quarter ended March 31, 2025, stock as per books of account was ₹4131.89 lakhs, whereas stock reported to the bank was ₹2986.67 lakhs, resulting in a lower disclosure of ₹1145.22 lakhs. According to the management, the variance arose because only stock pertaining to the Arekere location was reported to the bank, which was sufficient for the required drawing power, whereas stock held at the Jigani branch was not included, since the drawing power requirement was already met.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties covered under in the register maintained under section 189 of the Companies Act, 2013.
- (iv) According to the information and explanation provided to us, the company has complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013 to the extent applicable.
- (v) According to the information and explanations provided to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public as per the provisions of section/\*ns 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the

products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed Statutory dues including provident fund, employees state insurance, income tax, Goods and service tax, customs duty, cess and other material statutory dues have generally been regularly deposited with appropriate authorities.

(b) There were no disputed dues of Income-Tax, Goods and Service Tax, Customs Duty and other statutory dues which have not been deposited as on the balance sheet date.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans from any lender except from the following banks / financial institutions

S. No.	Name of Lender	Amount Outstanding as on 31.03.2025 (in lakhs)
1.	Deutsche Bank	11.99
2.	Kotak Mahindra Bank	841.32
3.	Mercedes-Benz Financial Services India Private Limited	58.64
4.	ICICI Bank Limited	399.71
5.	ICICI Term Loan	86.11

During the Financial Year 2024-25, the Company has not defaulted with respect to the borrowings availed.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans except the following:

S. No.	Name of Lender	Amount Outstanding as on 31.03.2025 (in lakhs)
1.	Deutsche Bank	11.99
2.	ICICI Term Loan	86.11
3.	Mercedes-Benz Financial Services India Private Limited	58.64

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short term basis by the Company.

S. No.	Name of Lender	Amount Outstanding as on 31.03.2025(in lakhs)
1.	Kotak Mahindra Bank	841.32
2.	ICICI Bank Limited	399.71

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not any subsidiary so, clause 3(ix)(e) stating that company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013, is not applicable.

(x) (a) In our opinion and according to the information and explanation given to us, no moneys raised by way of initial public offer or follow-on public offer during the year.

(b) In our opinion and according to the information and explanation given to us, moneys raised by way of Preferential issue during the year, have been, prima facie, applied by the Company for the purposes for which they were raised. The total monies aggregating Rs. 2981.16 lakhs raised during the year, a sum of Rs. 2247 lakh was utilised by the Company for the purpose for which it was raised during the current year.

(xi) (a) In our opinion and according to the information and explanations given to us, no material fraud on or by the company has been noticed or reported during the course of audit.

(xi) (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the cost auditors / secretarial auditor or by using Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(xi) (c) As an auditors, we have not received any whistle-blower complaints during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting Standards. The provisions of Section 177 are not applicable to the Company and accordingly the requirements to the report under clause 3 (xiii) of the Order in so far as it relates to section 177 of the Act is not applicable to the Company.

(xiv) (a) In our opinion and according to the information and the explanations given to us, the provisions of Section 138 of the Companies Act 2013 is applicable to the company from last quarter of the Financial year 2023-24, Based on information and explanation given to us and our audit procedures, in our opinion, the company has internal audit system commensurate with the size and nature of business.

(xiv) (b) We have consider the internal audit report of the company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company. Accordingly, the requirement to report on the clause (xv) of the Order is not applicable to the Company.

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

(xvi) (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, clause 3(xvi)(b) of the Order is not applicable to the Company.

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

(xvi) (d) There are no other Companies part of the Group, hence the requirement to report on clause 3 (xvi) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year. Accordingly, clause 3(xvii) of the Order is not applicable.

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

(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, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company.

We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

(xxi) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(xxi) of the Order is not applicable to the Company.

**For Abhilashi & Co.**  
**(Chartered Accountants)**  
**FRN: 016025N**

**Date: 22/08/2025**  
**Place: Jalandhar**  
**UDIN: 25530259BMOHPE8189**

**Sd/-**  
**Kuljeet Singh (Partner)**  
**Membership No.: 530259**

**Annexure “B” to the Independent Auditor’s Report of Even Date on the Standalone Financial Statements of NEW JAISA TECHNOLOGIES LIMITED (“the Company”)**

**Report on the internal financial controls over financial reporting under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 (“the Act”)**

**We have audited the internal financial controls over financial reporting of NEW JAISA TECHNOLOGIES LIMITED (“the Company”) (Formerly Known as New Jaisa Technologies Private Limited) as at March 31, 2025, in conjunction with our audit of the financial statements of the Company for the year ended on that date.**

**Management’s responsibility for internal financial controls**

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

**Auditors’ responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement in the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial control system over financial reporting.

**Meaning of internal financial controls over financial reporting**

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

(i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;



(ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Limitations of internal financial controls over financial reporting**

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

### **Opinion**

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, Based on our examination, which included test checks, the Company is using cloud based accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Abhilashi & Co.  
(Chartered Accountants)  
FRN: 016025N**

**Date: 22/08/2025  
Place: Jalandhar  
UDIN: 25530259BMOHPE8189**

**Sd/-  
Kuljeet Singh (Partner)  
Membership No.: 530259**

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Balance sheet as at 31st March 2025			
CIN: U32106KA2020PLC134935			
Particulars	Notes	As at 31-03-2025 In Rs Lakhs	As at 31.03.2024 In Rs Lakhs
<b>EQUITY AND LIABILITIES:</b>			
<b>Shareholders' funds:</b>			
Share Capital	3	1,765.29	1,609.17
Reserves and Surplus	4	6,034.73	3,912.78
Share Application Money		-	
		<b>7,800.02</b>	<b>5,521.95</b>
<b>Non-Current liabilities:</b>			
Long-Term Borrowings	6	156.74	214.92
Deferred Tax Liabilities	5	-	4.46
Long Term Provisions	5.1	13.71	11.15
		<b>170.45</b>	<b>230.53</b>
<b>Current liabilities:</b>			
Short-Term Borrowings	6.1	1,241.03	542.45
Trade Payables	7.1	103.37	135.56
Other Current Liabilities	8.1	138.02	142.25
Short-Term Provisions	9.1	-	66.83
		<b>1,482.43</b>	<b>887.08</b>
<b>TOTAL</b>		<b>9,452.90</b>	<b>6,639.57</b>
<b>ASSETS:</b>			
<b>Non-current assets:</b>			
Property, Plant and Equipments	10.1		
Tangible Assets		2,044.77	1,218.88
Intangible Assets		-	-
Working In Progress		-	-
Deferred Tax Assets	5	16.82	-
Other Non-Current Assets	11.1	58.50	59.40
		<b>2,120.09</b>	<b>1,278.28</b>
<b>Current assets:</b>			
Inventories	12.1	4,131.89	2,748.73
Trade Receivables	13.1	621.22	856.49
Cash and Bank Balances	14.1	1,880.63	723.63
Short-Term Loans and Advances	15.1	699.06	1,032.43
		<b>7,332.80</b>	<b>5,361.29</b>
<b>TOTAL</b>		<b>9,452.90</b>	<b>6,639.57</b>
Notes form an integral part of the Financial Statements.			
As per our report of even date For Abhilashi & Co. Chartered Accountants F. R. No. 016025N		For and on behalf of the Board Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)	
CA Kuljeet Singh Partner Membership No: 530259	Mukunda Raghavendra WTD DIN: 10060683	Vishesh Handa MD DIN: 07842847	
Place : Jalandhar Date : 22 August 2025 UDIN: 25530259BMOHPE8189	Place: Bangalore Date : 22 August 2025	Place: Bangalore Date : 22 August 2025	
	Gurprit Kaur Company Secretary Place: Bangalore Date : 22 August 2025	Ashish Nirmal CFO Place: Bangalore Date : 22 August 2025	

<b>Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)</b> <b>Statement of Profit and Loss for the Year Ended 31st March 2025</b> <b>CIN: U32106KA2020PLC134935</b>			
<b>Particulars</b>	<b>Notes</b>	<b>Year Ended 31-03-2025 In Rs Lakhs</b>	<b>Year Ended 31.03.2024 In Rs Lakhs</b>
<b>Revenue:</b>			
Revenue from operations	16.1	6,565.51	6,173.21
Other Income	17.1	79.07	7.18
<b>Total</b>		<b>6,644.58</b>	<b>6,180.39</b>
<b>Expenses:</b>			
Purchases of traded goods	18.1	4,270.45	3,291.90
Employee benefits expenses	19.1	1,359.99	1,085.20
Finance costs	20.1	90.04	58.57
Depreciation and amortisation expense	21.1	181.61	61.06
Other expenses	22.1	866.57	909.51
<b>Total</b>		<b>6,768.67</b>	<b>5,406.23</b>
<b>Profit before tax</b>		<b>(124.09)</b>	<b>774.16</b>
<b>Tax expense:</b>			
Current Tax		-	(128.07)
Prior Year Tax		(10.37)	(10.13)
Deferred tax		21.28	(4.19)
<b>Net Profit/(Loss) for the year</b>		<b>(113.18)</b>	<b>631.77</b>
<b>Earning Per Share:</b>			
- Basic Earning per share of ₹10 each	23	(0.66)	2.29
Corporate Background and Significant accounting policies	1 & 2		
Notes form an integral part of the Financial Statements.			
<b>As per our report of even date</b> <b>For Abhilashi &amp; Co.</b> <b>Chartered Accountants</b> <b>F. R. No. 016025N</b>		<b>For and on behalf of the Board</b> <b>Newjaisa Technologies Limited</b> <b>(Formerly Known as Newjaisa Technologies Private Limited)</b>	
<b>CA Kuljeet Singh</b> <b>Partner</b> <b>Membership No: 530259</b>		<b>Mukunda Raghavendra</b> <b>WTD</b> <b>DIN: 10060683</b>	<b>Vishesh Handa</b> <b>MD</b> <b>DIN: 07842847</b>
<b>Place : Jalandhar</b> <b>Date : 22 August 2025</b> <b>UDIN: 25530259BMOHPE8189</b>		<b>Place: Bangalore</b> <b>Date : 22 August 2025</b>	<b>Place: Bangalore</b> <b>Date : 22 August 2025</b>
		<b>Gurprit Kaur</b> <b>Company Secretary</b> <b>Place: Bangalore</b> <b>Date : 22 August 2025</b>	<b>Ashish Nirmal</b> <b>CFO</b> <b>Place: Bangalore</b> <b>Date : 22 August 2025</b>

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)					
Cash Flow Statement for the Year Ended 31st March 2025					
CIN: U32106KA2020PLC134935					
	PARTICULARS	Year Ended 31-03-2025 INR Lakhs		Year Ended 31.03.2024 INR Lakhs	
A	CASH FLOW FROM OPERATING ACTIVITIES				
	Profit After Tax	(113.18)		631.77	
	Adjustment For Non-Cash & Non Operating Items:				
	Tax Expense	(10.91)		142.13	
	Interest Income	79.07		-0.87	
	Gratuity and ESOP Expenses	28.09		5.48	
	Leave Encashment	-		-	
	Balance written off	-		-	
	Finance Cost	90.04		-	
	Depreciation	181.61		61.06	
	Operating Profit before Working Capital Changes		254.72		839.57
	Adjustment for Working Capital:				
	(Increase)/Decrease in Trade Receivables	235.27		(284.33)	
	(Increase)/Decrease in Short Term Loans and Advances	333.37		(870.61)	
	(Increase)/Decrease in Inventories	(1,383.16)		(1,465.98)	
	(Increase)/Decrease in Long Term Loans and Advances	0.90		(48.74)	
	Increase/(Decrease) in Other Current Liabilities	(4.23)		22.88	
	Increase/(Decrease) in Short term Provisions	(65.65)		(15.54)	
	Increase/(Decrease) in Trade Payables	(32.19)		(186.16)	
			(915.68)		(2,848.48)
	Net Cash Generated from Operations (A)		(660.96)		(2,008.91)
	Less: Tax paid		-		(138.20)
	Net Cash from Operating Activities (A)		(660.96)		(2,147.11)
B	CASH FLOW FROM INVESTING ACTIVITIES				
	Addition to Property, Plant and Equipment	(1,007.51)		(1,243.86)	
	Property, Plant and Equipment under Work In Progress	-		-	
	Interest Income	(79.07)		0.87	
	Net Cash used in Investing Activities (B)		(1,086.58)		(1,242.99)
C	CASH FLOW FROM FINANCING ACTIVITIES:				
	Issues proceedings of Share Capital	2,354.18		3,959.37	
	Payment of Finance Cost	(90.04)			
	Increase/(Decrease) in Borrowings	640.40		13.66	
	Net Cash from Financing Activities ( C)		2,904.54		3,973.03
	Net Increase in Cash and Cash Equivalents (D)=(A+B+C)		1,157.00		582.93
	Cash and Cash Equivalents at the Beginning of the year (E)		723.63		140.71
	Cash and Cash Equivalents at the End of the year (D)+(E)		1,880.63		723.63
	Components of Cash and Cash Equivalents:				
	Cash in Hand		2.06		0.83
	Bank Balance		1,878.57		722.80
	TOTAL		1,880.63		723.63
Note :The above cash flow statement has been prepared under the indirect method set out in AS-3 issued by the Institute of Chartered Accountants of India.					
As per our report of even date For Abhilashi & Co. Chartered Accountants F. R. No. 016025N		For and on behalf of the Board Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
CA Kuljeet Singh Partner Membership No: 530259  Place : Jalandhar Date : 22 August 2025 UDIN: 25530259BMOHP8189		Mukunda Raghavendra WTD DIN: 10060683 Date : 22 August 2025 Place: Bangalore		Vishesh Handa MD DIN: 07842847 Date : 22 August 2025 Place: Bangalore	
		Gurprit Kaur Company Secretary Place: Bangalore Date : 22 August 2025		Ashish Nirmal CFO Place: Bangalore Date : 22 August 2025	

**NEWJAISA TECHNOLOGIES LIMITED**  
**(Formerly Known as Newjaisa Technologies Private Limited)**  
**DETAILS OF SHARE CAPITAL AS RESTATED**

Notes	Particulars	As at 31.03.2025 INR in Lakhs	As at 31.03.2024 INR in Lakhs
3 A	<b>Share capital:</b>		
	<b>Authorised share capital</b>		
	3,80,00,000 Equity shares of Rs.5 each (Previous year 3,40,00,000 Equity shares of Rs. 5)	1,900.00	1,700.00
		<b>1,900.00</b>	<b>1,700.00</b>
	<b>Issued, subscribed and fully paid up</b>		
	3,53,05,800 Equity shares of Rs.5 each (Previous year 3,21,83,472 Equity shares of Rs. 5)	1,765.29	1,609.17
	<b>Total</b>	<b>1,765.29</b>	<b>1,609.17</b>

**Terms / rights attached to equity shares:**

1. The Company has only one class of equity shares having a par value of Rs.5 per share. Each holder of equity is entitled to one vote per share. The dividend proposed by the Board of directors, if any is subject to the approval of the shareholder in ensuing Annual General meeting.
2. The equity shares are not repayable except in the case of buy back, reduction of capital or winding up in the terms of provisions of companies Act, 2013.
3. Every member of the Company holding equity shares has a right to attend the General Meeting of the Company and has a right to speak and has right to vote in proportion to his share of the paid up capital of the Company.

**Details of Shareholders holding more than 5% of the aggregate shares of the Company:**

Notes	Particulars	As at 31st March 2025		As at 31st March 2024	
		No of Shares	% Held	No of Shares	% Held
1	Vishesh Handa	2,11,94,690	60.03%	2,12,03,690 17,63,472	65.88 5.48
	<b>Total</b>	<b>2,11,94,690.00</b>	<b>60.03%</b>	<b>2,29,67,162.00</b>	<b>71.36</b>

As per records of the Company, including its register of shareholders/ members and other declaration received from shareholders regarding beneficial interest, the above shareholding represent both legal and beneficial ownership of shares.

The Company has not issued any securities convertible into equity / preference shares.

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.

**(iv) Shareholders holding promoters:**

Notes	Particulars	As at 31st March 2025		As at 31st March 2024	
		No. of shares (In Lakhs)	% Held during the year	No. of shares (In Lakhs)	% Held during the year
	Vishesh Handa	2,11,94,690.00	60.03%	2,12,03,690.00	65.88%
	Mukunda Raghvendra	10,03,562.00	2.84%	11,16,062.00	3.47%
	Pratibha				
	<b>Total</b>	<b>2,21,98,252.00</b>	<b>62.87%</b>	<b>2,23,19,752.00</b>	<b>69.35%</b>

**DETAILS OF RESERVES AND SURPLUS AS RESTATED**

**ANNEXURE-VI**

INR in Lakhs

Particulars	As at 31-03-2025	As at 31.03.2024
<b>Reserves and Surplus:</b>		
<b>Surplus</b>		
Opening Balance	833.05	894.82
(+) Net Profit/(Loss) for the year	(113.18)	631.77
Less: Bonus Issue of Shares	-	648.36
Less : Capital Expenses	-	45.17
<b>Closing Balance</b>	<b>719.87</b>	<b>833.05</b>
<b>Security Premium</b>		
Security Premium	3,079.73	-
(22056 Shares at 2257 Rs Per Share)	-	497.80
(8496000 shares at 47 Rs per share)	-	3,568.32
(3042000 shares at 93 Rs per share)	2,829.06	-
(80328 ESOP at 32 Rs per share)	25.70	-
Less: IPO Issue Expenses	619.64	488.59
Less: Bonus Issue of Shares	-	497.80
<b>Closing Balance</b>	<b>5,314.86</b>	<b>3,079.73</b>

### 3B. ESOP Disclosure:

The Board of Directors of the Company, at its meeting held on July 3, 2023 formulated the Grant of Employee Stock Options to the employees of the Company under Newjaisa Employee Stock Option Plan 2023 (ESOP 2023 Plan) and at its EGM held on July 6, 2023 formulated the Newjaisa Employee Stock Option Plan 2023 (ESOP 2023 Plan) and ratified, amend and adopt the Newjaisa Employee Stock Option Plan 2023 (ESOP 2023 Plan) at its EGM held on February 6, 2024, the ESOP plan is implemented with an objective of enabling the Company to attract and retain talented human resources by offering them the opportunity to acquire a continuing equity interest in the Company, which will reflect their efforts in building the growth and the profitability of the Company. These ESOP Plans involve acquisition of shares from the secondary market.

#### ESOP 2023 Plan:

A total of 32,09,174 options were available for grant to the eligible employees of the Company, excluding Independent Directors and promoter Directors under the ESOP 2023 Plan.

As against this, 7,72,523 options have been granted over a period of last one year under this plan by the ESOP Committee to the eligible employees of the Company by the Nomination and Remuneration Committee of the Company ("NRC") through the meeting held on 3rd July, 2024, 19th September, 2024, 9th October, 2024 and 31st January 2025. There were no material changes in the ESOP 2023 Plan during the year and the same are in compliance with the ESOP Regulations.

In addition to the above, pursuant to the approval of the shareholders at the EGM held on February 06, 2024, a total of 32,09,174 options would be available to the eligible employees of the Company, excluding Independent Directors. The shareholders at the EGM held on February 06, 2024, also approved certain other amendments in the Plan. The rationale for the variations in the Plan were to continue with the Company's rewards philosophy of employee stock options and align employee efforts with organisational outcomes, align the Plan with the revised SEBI Regulations and carry certain editorial and consistency changes.

During the period ended 31 March, 2025, the Company had four share-based payment arrangements, which are described below:

Type of arrangement	General employee stock option plan	General employee stock option plan	General employee stock option plan	General employee stock option plan
Date of grant	July 03, 2024	September 19, 2024	October 09, 2024	January 31, 2025
Number granted	6,88,087	14,436	50,000	20,000
Contractual life	4 Years	4 Years	4 Years	4 Years
Vesting Conditions	Stock Options Granted under the Plan shall vest within a specified time period or on achievement of certain performance milestones or both subject to a minimum Vesting Period of one (1) year, as determined by the Board / Compensation Committee and as specified in the Letter of Grant			

The estimated fair value of each stock option granted in the general employee stock option plan is INR. 37.00 (Face Value of INR. 5 with the premium of INR. 32.00). This was calculated by applying market pricing model. To allow for the effects of early exercise, it was assumed that the employees would exercise the options after vesting date when the share price was twice the exercise price. Historical volatility was 40 per cent, which includes the early years of the Company's life; the Company expects the volatility of its share price to reduce as it matures.

The estimated fair value of each share granted in the executive stock plan is INR. 37.00, which is equal to the share price at the date of grant.

Further details of the two stock option plans are as follows

	31st March 2024		31st March 2025	
	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
Outstanding at start of year	-	-	16,08,182.00	5.00
Granted	-	-	7,72,523	5.00
Forfeited	-	-	2,39,174	5.00
Exercised	-	-	80,328	5.00
Outstanding at end of year	-	-	10,74,833	5.00
Exercisable at end of year	-	-	9,20,128	5.00

The weighted average share price at the date of exercise for stock options exercised during the period was INR 5.00. The options outstanding at March 31, 2025 had an exercise price of INR 5, and a weighted average remaining contractual life of 4 years.

Other information regarding employee share-based payment plans is as below:

Particulars	31st March 2024	31st March 2025
Expense arising from employee share-based payment plans	-	-
Expense arising from share and stock option plans	-	-
Closing balance of liability for cash stock appreciation plan	-	-
Expense arising from increase in fair value of liability for cash stock appreciation plan	-	-

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Notes to financials statement for the year 31st March 2025			
Notes	Particulars	As at 31-03-2025	As at 31.03.2024
		In Rs Lakhs	In Rs Lakhs
<b>4</b>	<b>Reserves and Surplus:</b>		
	<b>Surplus</b>		
	Opening Balance	833.05	894.82
	(+) Net Profit/(Loss) for the year	(113.18)	631.77
	Less: Bonus Issue of Shares	-	(648.36)
	Less : Capital Expenses	-	(45.17)
	<b>Closing Balance</b>	<b>719.87</b>	<b>833.05</b>
	<b>Security Premium</b>		
	Opening Balance	3,079.73	-
	(22056 Shares at 2257 Rs Per Share)	-	497.80
	(8496000 shares at 47 Rs per share)	-	3,568.32
	(3042000 shares at 93 Rs per share)	2,829.06	-
	Less: IPO Issue Expenses	(619.64)	(488.59)
	Less: Bonus Issue of Shares	-	(497.80)
	<b>Closing Balance</b>	<b>5,289.15</b>	<b>3,079.73</b>
	<b>Total</b>	<b>6,009.03</b>	<b>3,912.78</b>
<b>5</b>	<b>Deferred Tax Assets/ (Liabilities):</b>		
	<b>Deferred Tax on timing difference of</b>		
	- Depreciable Assets	(29.67)	(6.37)
	- On expenses	2.35	1.91
	- Carried Forward Loss	44.13	-
		<b>16.82</b>	<b>(4.46)</b>
<b>5.1</b>	<b>Long Term Provisions</b>		
	Gratuity -Present Value of Defined Benefits Obligation (for details refer Note-40 enclosed with financials)	<b>13.71</b>	<b>11.15</b>
<b>6</b>	<b>Long-Term Borrowings:</b>		
	<b>Secured:</b>		
	Loans from bank	98.10	147.44
	Loans from financial institute	58.64	67.48
		<b>156.74</b>	<b>214.92</b>
<b>6.1</b>	<b>Short-Term Borrowings:</b>		
	<b>Secured:</b>		
	Loans repayable on demand from banks (Hypothicated against the book debt and stock) (for details refer Note 33)	1,241.03	542.45
	<b>Unsecured Loan</b>		
	Loans and advances from related parties (for details refer Note 34)	-	-
	<b>Total</b>	<b>1,241.03</b>	<b>542.45</b>
<b>7.1</b>	<b>Trade Payables:</b>		
	Total outstanding due to Micro Enterprises and Small Enterprises	-	-
	Total outstanding due to creditors other than Micro Enterprises and Small Enterprises (as per listb attached)	103.37	135.56
	<b>Total</b>	<b>103.37</b>	<b>135.56</b>



Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Notes to financials statement for the year 31st March 2025			
Notes	Particulars	As at 31-03-2025	As at 31.03.2024
		In Rs Lakhs	In Rs Lakhs
	Trade Payables Due for Payment		
	i) MSME		
	(a) Less than 1 Year	-	-
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	-	-
	ii) Others		
	(a) Less than 1 Year	103.37	135.56
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	103.37	135.56
	iii) Disputed dues - MSME		
	(a) Less than 1 Year	-	-
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	-	-
	iv) Disputed dues - Others		
	(a) Less than 1 Year	-	-
	(b) 1-2 Years	-	-
	(c) 2-3 Years	-	-
	(d) More than 3 Years	-	-
	(e) Total	103.37	135.56
7.1	<b>Disclosures under Micro , Small and Medium Enterprises Development Act ,2006 for Capital Creditors</b>		
	Details of dues to micro and small enterprises as per MSMED Act , 2006 the principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
(i)	principal amount	NIL	NIL
	interest amount	NIL	NIL
	The amount of interest paid by the buyer under the MSMED Act , 2006 along with the amounts of payment made to supplier beyond the appointed date during each accounting year	NIL	NIL
(ii)	The amount of interest due and payable for the year (where the principal has been paid but interest under MSMED Act , 2006 not paid	NIL	NIL
(iii)	The amount of interest accrued and remaining unpaid at the end of each accounting year ; and	NIL	NIL
(iv)	The amount of further interest remaining due and payable even in the succeeding years, untill such date when interest dues as above are actually paid to the small enterprises for the purpose of disallowance as deductible expenditure under section 23	NIL	NIL
(v)			

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Notes to financials statement for the year 31st March 2025			
Notes	Particulars	As at 31-03-2025	As at 31.03.2024
		In Rs Lakhs	In Rs Lakhs
8.1	<b>Other Current Liabilities:</b>		
	Other payables		
	Statutory dues (for details refer Note 36)	28.25	27.42
	Payable to Related Parties	21.17	13.41
	Advance Received from the Customer	-	-
	Employee Benefits Payable	79.01	96.02
	Payable for Expenses	9.59	5.40
	<b>Total</b>	<b>138.02</b>	<b>142.25</b>
	The Statutory dues outstanding has been paid by the company		
9.1	<b>Short-Term Provisions:</b>		
	Provision for Tax (Net of Advance Tax and TDS)	-	65.51
	Provision for Expenses	-	1.32
	<b>Total</b>	<b>-</b>	<b>66.83</b>
11.1	<b>Other Non-Current Assets</b>		
	Unsecured and Consider Good		
	Security Deposits (for details refer notre 36)	58.50	59.40
		<b>58.50</b>	<b>59.40</b>
	The Security Deposists is With Respect to Office Rent and the same is to be refunded at the time of Lessee Vacating the Premises and handing over the physical possession of the Schedule Property and both the parties to cause 2 months advance notice in writting to terminate the one agreement and 3 months notice for Second agreement and 30 days notice for Third Agreement		
12.1	<b>Inventories</b>		
	Finished Goods and Consumables	-	-
	(a) Raw Materials	-	-
	(b) Work -in Progress	-	-
	(c) Finished Goods	4,131.89	2,748.73
	(d) Stock-in- Trade (in respect of goods acquired for trading)	-	-
	(e) Stores and Spares	-	-
	(f) Loose Tools	-	-
	(g) Others	-	-
		<b>4,131.89</b>	<b>2,748.73</b>

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Notes to financials statement for the year 31st March 2025			
Notes	Particulars	As at 31-03-2025	As at 31.03.2024
		In Rs Lakhs	In Rs Lakhs
13.1	<b>Trade Receivables</b>		
	Outstanding for a period exceeding six months from the date they are due for payment		
	Other receivables		
	i) Undisputed Trade Receivables - considered good		
	(a) Less than 6 months	621.22	856.49
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	621.22	856.49
	ii) Undisputed Trade Receivables - considered doubtful		
	(a) Less than 6 months	-	-
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	-	-
	iii) Disputed Trade Receivables - considered good		
	(a) Less than 6 months	-	-
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	-	-
	iv) Disputed Trade Receivables - considered doubtful		
	(a) Less than 6 months	-	-
	(b) 6 months - 1 Year	-	-
	(c) 1-2 Years	-	-
	(d) 2-3 Years	-	-
	(e) More than 3 Years	-	-
	Total	-	-
	<b>Total</b>	<b>621.22</b>	<b>856.49</b>

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Notes to financials statement for the year 31st March 2025			
Notes	Particulars	As at 31-03-2025 In Rs Lakhs	As at 31.03.2024 In Rs Lakhs
14.1	Due to Large Volume of Transactions with Amazon , Balance reconciliation of Amazon Receivable and Reserve Amount with Amazon as on 31.03.2025 is not possible .		
	<b>Cash and Cash Equivalent:</b>		
	Cash in hand	2.06	0.83
	<b>Balances with banks (Note 37)</b>		
	in Current Accounts	158.92	413.35
15.1	in Fixed Deposit	1,679.73	221.03
	in Other Deposit	39.93	-
	<b>Total</b>	<b>1,880.63</b>	<b>635.20</b>
	<b>Short-Term Loans and Advances:</b>		
	Unsecured and Consider Good		
15.1	Balance with the Government Authorities(Note 38)	283.46	237.03
	Receivable from Associates	-	-
	Advance to Suppliers	323.79	750.93
	Advance given to the Employees (Note 38)	2.54	2.32
	Other Receivables-TDS Reimbursement	66.77	3.19
	Prepaid Expenses	22.50	-
	Other Receivables	-	-
	<b>Total</b>	<b>699.06</b>	<b>993.46</b>
	With Respect to Advance to Suppliers , there are no terms as such for advance payments , Payments are made at the time when Purchase Order is made by the management		

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)  
Notes to Financial Statements for the Year Ended March 31, 2025

10.1 Tangible assets:

In Rs Lakhs

Particulars	GROSS BLOCK				DEPRECIATION					NET BLOCK	
	As on 1.04.2024	Additions	Deletions	As on 31-03-2025	As on 1.04.2024	For the year	Adjustments	Deletions	As on 31-03-2025	As on 31-03-2025	As on 31-03-2024
Electronic Equipments	27.59	184.37	-	211.95	1.26	5.00	-	-	6.26	205.70	26.33
Office Equipments	113.09	11.64	-	124.73	9.48	22.71	-	-	32.19	92.53	103.61
Motor Vehicles	116.63	-	-	116.63	10.03	11.08	-	-	21.11	95.52	106.60
Furniture and Fixtures	41.51	1.08	-	42.59	3.79	3.94	-	-	7.73	34.86	37.73
Computer and Software	121.72	691.14	-	812.85	5.43	45.30	-	-	50.73	762.12	116.28
Leasehold Improvement	842.98	77.14	-	920.12	37.30	91.16	-	-	128.46	791.67	805.68
Plant and Machinery	23.13	22.46	-	45.59	0.48	1.99	-	-	2.46	43.12	22.65
Licenses	-	19.47	-	19.47	-	0.44	-	-	0.44	19.03	-
<b>Total</b>	<b>1,286.64</b>	<b>1,007.29</b>	<b>-</b>	<b>2,293.93</b>	<b>67.76</b>	<b>181.61</b>	<b>-</b>	<b>-</b>	<b>249.38</b>	<b>2,044.55</b>	<b>1,218.88</b>
<b>Previous Year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Working In Progress :</b>											
Particulars	GROSS BLOCK				DEPRECIATION					NET BLOCK	
	As on 1.04.2024	Additions	Capitalised	As on 31-03-2025	As on 1.04.2024	For the year	Adjustments	Deletions	As on 31-03-2025	As on 31-03-2025	As on 31-03-2024
Work in Progress	3.97	0.22	3.97	0.22	-	-	-	-	0.22	0.22	-
<b>Total</b>	<b>3.97</b>	<b>0.22</b>	<b>3.97</b>	<b>0.22</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.22</b>	<b>0.22</b>	<b>-</b>

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)			
Notes to Financial Statements for the Year Ended 31st March 2025			
Notes	Particulars	Year Ended 31-03-2025  IN Rs Lakhs	Year Ended 31.03.2024  IN Rs Lakhs
16.1	<b>Revenue From Operations</b>		
	Revenue from Operations	6,565.51	6,173.21
	<b>Revenue From Operations</b>	<b>6,565.51</b>	<b>6,173.21</b>
The Amazon has discontinued the refurbished segment in the Q4, which has resulted in reduction in the turnover, however it has not impacted on going concern			
17.1	<b>Other Income:</b>		
	Interest on Deposits	79.07	0.87
	Balance no longer payable	-	6.31
	Other Income	-	-
		<b>79.07</b>	<b>7.18</b>
18.1	<b>Cost of Goods Sold</b>		
	Opening Stock	2,748.73	1,282.75
	Add: Purchase of Computers and Accessories	5,368.80	4,583.79
	Add: Direct Expenses	284.81	174.09
	Less: Closing Stock	(4,131.89)	(2,748.73)
		<b>4,270.45</b>	<b>3,291.90</b>
The Amazon has discontinued the refurbished segment in the Q4, hence we have approached retail market at competitive price. The cost of spares has increased also we have standardised the product quality. Hence the percental of COGS has increased.			
19.1	<b>Employee Benefit Expense:</b>		
	Salaries including Bonus	1,114.21	870.56
	ESOP Expenses	25.67	-
	Director Remuneration and Salary to Related Party	37.00	48.00
	Contracted Labour Charges	143.94	111.13
	Staff Welfare	36.76	50.03
	Gratutity (For details refer Note 40)	2.42	5.48
		<b>1,359.99</b>	<b>1,085.20</b>
20.1	<b>Finance costs</b>		
	Interest Expenses	44.11	58.57
	Bank Charges	45.93	-
		<b>90.04</b>	<b>58.57</b>
21.1	<b>Depreciation and Amortisation expense:</b>		
	Depreciation of tangible assets	181.61	61.06
		<b>181.61</b>	<b>61.06</b>
22.1	<b>Other expenses:</b>		
	Office Rent	117.24	64.74
	Electricity Charges	23.54	7.79
	Freight and Forwarding Charges	5.41	44.88
	Repair and Maintenance	12.58	12.86
	Marketing and Business Promotion Expenses	546.29	617.55
	Consultation and Professional Charges	26.84	42.26
	Insurance Charges	7.78	1.39
	Office Maintenance	13.57	28.39
	Security Charges	31.93	24.06
	Audit Fees	6.00	6.00
	Rates and Taxes	4.29	3.49
	Warranty Replacement Expenses	8.16	21.17
	Write Off	-	-
	Printing and Stationery	15.82	5.53
	Postal and courier charges	0.27	0.03
	Travelling and Conveyance	6.80	10.43
	Telephone and Internet Charges	13.29	10.12
	Commission	14.41	1.02
	Donation - CSR Expenses	12.35	7.80
		<b>866.57</b>	<b>909.51</b>

<b>23</b>	<b>Earning Per Share(EPS):</b>		
<b>Notes</b>	<b>Particulars</b>	<b>Year Ended 31-03-2025</b>	<b>Year Ended 31.03.2024</b>
	i. Net Profit as per Profit and Loss Account available for Equity Shareholders	(113.18)	631.77
	ii. Weighted average number of equity shares for Earning Per Share	342.15	276.10
	iii. Weighted average number of equity shares for Earning Per Share plus Bonus Shares	342.15	276.10
	iv. Nominal Value per Equity Share (INR)	10.00	10.00
	v. Earning Per Share		
	-Basic	(0.66)	2.29
	- Diluted	(0.66)	2.29
<b>24</b>	<b>Auditor's remuneration:</b>		
<b>Notes</b>	<b>Particulars</b>	<b>Year Ended 31-03-2025 IN Rs Lakhs</b>	<b>Year Ended 31.03.2024 IN Rs Lakhs</b>
	Statutory Audit	3.00	3.00
	Tax Audit	3.00	3.00
	<b>Total (amount is exclusive of GST)</b>	<b>6.00</b>	<b>6.00</b>

**25 Related Party Disclosure:**

**(a) Related Party details:**

Name	Nature of Relationship
Vishesh Handa Mukunda Raghavendra Ankita Handa Purav Dineshchandra Shah Gaurav Jindal	Managing Director Whole-time director Women Director Independent Director Independent Director
Arun Kumar Handa Kiran Handa Rajalakshmi Gururajan Vijay Kumar	Relatives of the Directors
Ashish Nirmal	CFO - Key Managerial Personnel
Poonam Jain	Company Secretary - Key Managerial Personnel
Newjaisa Edutech Ujwal Foundation Vanshya Enterprises - LLP	Associate Entity where directors and relative of directors are interested

**(b) Related Party Transactions and Closing Balance:**

Name	Nature of Transaction	For the year 2024-25	Balance Receivables / (Payable) as at 31.03.2025	For the year 2023-24	Balance Receivables / (Payable) as at 31.03.2024
		INR in Lakhs	INR in Lakhs	INR in Lakhs	INR in Lakhs
Vishesh Handa	Directors Remunerations	18.50	(1.40)	24.00	(1.85)
	Unsecured loan from Director Received	-	-	15.00	-
	Reimbursement of Expenses	1.33	(0.00)	16.21	(0.73)
	Unsecured loan from Director Repaid	-	-	18.27	-
Vanshya Enterprises LLP	Trade Advance for Supply of Materials / Services (Net of Supply)	94.34	16.56	10.18	14.11
Mukunda Raghavendra	Salary to Relative of Director	18.50	(1.40)	24.00	(1.85)
Ashish Nirmal - KMP	Salary for the Year	29.20	(2.56)	26.22	(2.36)
Poonam Jain - KMP	Salary for the Year	2.76	(0.23)	1.76	(0.23)
Arun Kumar Handa	Payment against the supply of Material / Services	-	-	1.07	-

**26** The company has incorporated on 16th June, 2020. The provision for the gratuity expenses have been provided during the year amounting to Rs 2.42 Lakhs (Previous Year Rs. 6.32 Lakhs), for details refer Gratuity Disclosure as per Note 40. Further, there is no carried leave balance as on balance sheet date hence, provision for the leave encashment have not been provided.

**27 Contingent Liabilities and litigation:**

There are no items in the nature of contingent liabilities, and as such no amounts have been provided for in the accounts.

**28 Capital and Other Commitments:**

There are no items in the nature of capital and other commitments and as such no amounts have been provided in the accounts.

**29** The previous year figures have been regrouped / reclassified, wherever necessary to confirm to current year presentation.

**30 Other Statutory Information**

- The Company does not have any proceeding initiated or pending against the Company for holding any Benami property under the Benami Transactions (Prohibitions) Act, 1988.
- The company doesn't have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- The Company do not have charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond the statutory period except for the charge with Axis Bank which has been satisfied by the Company on 11.05.2023**
- The Company has not traded or invested in Crypto Currency or Virtual Currency during the year.
- The Company has not advanced or given loan or invested funds to any other person(s) or entity(ies), including foreign entities ('intermediaries') with the understanding that the intermediary shall:



- (a) directly or indirectly lend or invest in other persons or entities indentified in any manner whatsoever by or on behalf of the Company; or
- (b) provide any gurantee, security or the like to or on behalf of the Company;
- (vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities with the understanding that the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities indentified in any manner whatsoever by or on behalf of the Funding person or entity; or
  - (b) provide any gurantee, security or the like on behalf of the funding person or entity;
- (vii) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (viii) The Company has obtained borrowings from banks or financial institutions on the basis of current assets during the year. For details refer Note 42
- (ix) The Company has complied with the number of layers prescribed under the Companies Act, 2013 read with Companies (Restriction on number of Layers)
- (x) The Company is not declared as a wilful defaulter by any bank or financial institution
- (xi) The Company has not entered into any scheme or arrangement in terms of Sec 230 to Sec 237 of the Companies Act, 2013.
- (xii) The provison of Section 135 relating to Corporate Social Responsibility is not applicable to the Company.

**As per our report of even date**  
**For Abhilashi & Co.**  
**Chartered Accountants**  
**F. R. No. 016025N**

**For and on behalf of the Board**  
**Newjaisa Technologies Limited**  
**(Formerly Known as Newjaisa Technologies Private Limited)**

**CA Kuljeet Singh**  
**Partner**  
**Membership No: 530259**

**Mukunda Raghavendra**  
**WTD**  
**DIN: 10060683**

**Vishesh Handa**  
**MD**  
**DIN: 07842847**

**Place : Jalandhar**  
**Date : 22 August 2025**  
**UDIN: 25530259BMOHPE8189**

**Place: Banglore**

**Place: Banglore**

**Gurprit Kaur**  
**Company Secretary**  
**Place: Banglore**  
**Date : 22 August 2025**

**Ashish Nirmal**  
**CFO**  
**Place: Banglore**  
**Date : 22 August 2025**

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)  
Notes to financials statement for the year 31st March 2025

Notes	Particulars	As at 31-03-2025	As at 31.03.2024
		In Rs Lakhs	In Rs Lakhs
31(a)(i)	<b>Loans from bank</b>		
	Term Loan from IDFC	-	130.07
	Term Loan from ICICI	86.11	
	Term Loan from Deutsche Bank	11.99	17.37
31(a)(ii)	<b>Loans from financial institute</b>		
	Mercedes-Benz Financial Services India Private Lim	58.64	67.48
	<b>Total</b>	<b>156.74</b>	<b>214.92</b>
32	<b>Loans repayable on demand from banks</b>		
	<b>(Hypothicated against the book debt and stock)</b>		
	AXIS Bank CGTMSE - CC	-	-
	AXIS Bank CGTMSE - OD - Blr - NJ	-	-
	IDFC First Bank CC - 9098	-	247.79
	IDFC First Bank CC- 6211	-	294.66
	ICICI Bank - 2269	399.71	-
	Kotak Bank - 3202	841.32	-
	CapSave Finance Private Limited	-	-
	(Less : TDS on Interest to capsave)	-	-
	<b>Total</b>	<b>1,241.03</b>	<b>542.45</b>
33	<b>Unsecured Loan</b>		
	Loans and advances from related parties		
	Vishesh Loan	-	-
	Pratibha Loan	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>
34	<b>Statutory Dues</b>		
	GST	-	-
	Professional Tax Payable	0.18	0.16
	TDS Payable	21.35	13.41
	ESIC	0.56	1.33
	PF Payable	6.15	12.51
	<b>Total</b>	<b>28.25</b>	<b>27.42</b>
35	<b>Security Deposit</b>		
	Raghu Bhatt-Office Security Deposit	0.50	1.10
	Jai Singh- Office Security Deposit	-	10.30
	V B Asrani Energy Ventures - Rent Deposit - NJ	45.00	45.00
	Rent Deposit - Jigani - NJ	13.00	3.00
	K Jeeva-Office Security Deposit	-	-
	<b>Total</b>	<b>58.50</b>	<b>59.40</b>
36	<b>Bank Account - Current</b>		
	Bank of Baroda - Inoperative Account	0.02	0.02
	HDFC Bank- BLR - Inoperative Account	0.05	0.05
	IDFC First Bank OD - 2456	0.05	404.00
	HDFC Bank - HYD	5.51	9.27
	IDFC-7141	3.16	-
	Kotak Bank - 0221	114.51	-
	Equentia Financial Service Pvt. Ltd	35.61	-
	<b>Total</b>	<b>158.92</b>	<b>413.35</b>
37	<b>Balance with the Government Authorities</b>		
	GST Input	283.46	216.35
	TDS	-	-
	TCS Receivables	-	20.68
	<b>Total</b>	<b>283.46</b>	<b>237.03</b>
38	<b>Advance given to the Employees (Note 38)</b>		
	Advance Salary	-	-
	MD Ashraf	0.26	0.26
	Khalid Advance	1.58	-
	Sikandar Advance	0.05	-
	Salman PAdv	0.20	-
	Benson George - Advance	-	0.05
	Mr.Hussain Aga	-	0.20
	Janmejey Kumar - Advance	0.03	0.03
	Kumar Adv	1.79	1.79
	Mr.Karan Advance	(0.35)	-
	Vikas salary advance	(1.00)	-
	Md Hasan Ali	-	-
	<b>Total</b>	<b>2.54</b>	<b>2.32</b>

**Newjaisa Technologies Limited**  
**(Formerly Known as Newjaisa Technologies Private Limited)**

**Note-41**

**Details of security for each type of borrowings**

<b>Loan</b>	<b>Long Term Borrowings</b>	<b>Short Term Borrowings</b>	<b>Security</b>	<b>Terms of Repayment</b>
Deutsche Bank Term Loan	11.99	-	Collateral Security: Unsecured Loan	The term loan is repayable in 36 Monthly installments of Rs. 90,381/-, at Interest Rate of 18%
ICICI Bank Term Loan	86.11	-	Collateral Security: - FD worth Rs. 20 mn - Pari passu charge on Movable fixed asset both Present and Future of Rs.41.32 Mn	The term loan is repayable in 36 Monthly installments of Rs. 2,77,778/-, at Interest Rate of 9.25%
Mercedes-Benz Financial Services India Private Limited	58.64	-	Collateral Security: Vehicle - Mercedes-Benz	The term loan is repayable in 36 Monthly installments of INR. 1,11,914/- at the Interest rate of 8.51%
ICICI Bank CC	-	399.71	Collateral Security: First pari-passu charge on entire stocks of raw materials, semi-finished and finished goods, consumables stores, spares and such other movables & movable fixed assets including book-debts, bills.	Working Capital Facility of INR. 4.00 Crores at Interest Rate shall be Repo rate+2.65% and repayable of demand
Kotak Bank	-	841.32	Collateral Security: Raw materials, consumables, work-in-progress, finished goods / trade goods shall be valued at per relevant accounting standards	Working Capital Facility of INR. 15.50 Crores at Interest Rate shall be Repo rate+2.65% and repayable of demand
<b>Total of Borrowings</b>	<b>156.74</b>	<b>1,241.03</b>		

**Newjaisa Technologies Limited**  
**(Formerly Known as Newjaisa Technologies Private Limited)**

**Note-41**

**Details of security for each type of borrowings**

<b>Loan</b>	<b>Long Term Borrowings</b>	<b>Short Term Borrowings</b>	<b>Security</b>	<b>Terms of Repayment</b>
Deutsche Bank Term Loan	11.99	-	Collateral Security: Unsecured Loan	The term loan is repayable in 36 Monthly installments of Rs. 90,381/-, at Interest Rate of 18%
ICICI Bank Term Loan	86.11	-	Collateral Security: - FD worth Rs. 20 mn - Pari passu charge on Movable fixed asset both Present and Future of Rs.41.32 Mn	The term loan is repayable in 36 Monthly installments of Rs. 2,77,778/-, at Interest Rate of 9.25%
Mercedes-Benz Financial Services India Private Limited	58.64	-	Collateral Security: Vehicle - Mercedes-Benz	The term loan is repayable in 36 Monthly installments of INR. 1,11,914/- at the Interest rate of 8.51%
ICICI Bank CC	-	399.71	Collateral Security: First pari-passu charge on entire stocks of raw materials, semi-finished and finished goods, consumables stores, spares and such other movables & movable fixed assets including book-debts, bills.	Working Capital Facility of INR. 4.00 Crores at Interest Rate shall be Repo rate+2.65% and repayable of demand
Kotak Bank	-	841.32	Collateral Security: Raw materials, consumables, work-in-progress, finished goods / trade goods shall be valued at per relevant accounting standards	Working Capital Facility of INR. 15.50 Crores at Interest Rate shall be Repo rate+2.65% and repayable of demand
<b>Total of Borrowings</b>	<b>156.74</b>	<b>1,241.03</b>		

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)  
Notes to financials statement for the year 31st March 2025

39 Key Ratios:

S.No.	Particulars	For the Year 2024-25		For the Year 2023-24	
		IN Lakhs	IN Lakhs	IN Lakhs	IN Lakhs
1	<b>Current Ratio</b>				
	<u>Current Assets</u>				
	Inventories	4,131.89		2,748.73	
	Trade Receivables	621.22		856.49	
	Cash and Bank Balances	1,880.63		723.63	
	Receivables/ Accruals	699.06		1,032.43	
			7,332.80		5,361.29
	<u>Current Liabilities</u>				
	Short-Term Borrowings	1,241.03		542.45	
	Trade Payables	103.37		135.56	
	Statutory dues	28.25		27.42	
	Dues to others	30.76		20.13	
	Employees Dues	79.01		96.02	
	Provision for Taxation	-		65.51	
			1,482.43		887.08
	<b>Current Ratio</b>		<b>4.95</b>		<b>6.04</b>
2	<b>Debt-Equity Ratio</b>				
	<u>Debts</u>				
	Long Term Loans	156.74		214.92	
	Long Term Borrowings	-		-	
	Debentures	-		-	
	Preference Shares	-		-	
			156.74		214.92
	<u>Equity</u>				
	Equity Share Capital	1,765.29		1,609.17	
	Reserves & Surplus	6,034.73		3,912.78	
			7,800.02		5,521.95
	<b>Debt-Equity Ratio</b>		<b>0.02</b>		<b>0.04</b>
3	<b>Debt- Service Coverage Ratio</b>				
	<u>Debt - Earnings Available for Debt Service</u>				
	Net Profit before Tax	(124.09)		774.16	
	Non-Cash Operating Expenses	181.61		61.06	
	Non Operating Adjustments	28.09		5.48	
			85.61		840.70
	<u>Service</u>				
	Interest	90.04		58.57	
	Instalments	-		-	
			90.04		58.57
	<b>Debt- Service Coverage Ratio</b>		<b>0.95</b>		<b>14.35</b>
4	<b>Return on Equity Ratio</b>				
	<u>Profit After Taxes</u>	(113.18)		631.77	
			(113.18)		631.77
	<u>Net Worth</u>				
	Total Assets	9,452.90		6,639.57	
	Less: Liabilities				
	Non-Current Liabilities	170.45		230.53	
	Current Liabilities	1,482.43		887.08	
			7,800.02		5,521.95
	<b>Return on Equity Ratio</b>		<b>(0.01)</b>		<b>0.11</b>

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)  
Notes to financials statement for the year 31st March 2025

39 Key Ratios:

S.No.	Particulars	For the Year 2024-25		For the Year 2023-24	
		IN Lakhs	IN Lakhs	IN Lakhs	IN Lakhs
5	<b>Inventory Turnover Ratio</b>				
	<u>Turnover</u>				
	Revenue	6,565.51	6,565.51	6,173.21	6,173.21
	<u>Inventory</u>				
	Opening Balance	2,748.73		1,282.75	
	Closing Balance	4,131.89	3,440.31	2,748.73	2,015.74
	<b>Inventory Turnover Ratio</b>		<b>1.91</b>		<b>3.06</b>
6	<b>Trade Receivables Turnover Ratio</b>				
	<u>Turnover</u>				
	Revenue	6,565.51	6,565.51	6,173.21	6,173.21
	<u>Average Trade Receivables</u>				
	Opening Trade Receivables	856.49		572.17	
	Closing Trade Receivables	621.22	738.86	856.49	714.33
	<b>Trade Receivables Turnover Ratio</b>		<b>8.89</b>		<b>8.64</b>
7	<b>Trade Payables Turnover Ratio</b>				
	<u>Turnover</u>				
	Revenue	6,565.51	6,565.51	6,173.21	6,173.21
	<u>Average Trade Payables</u>				
	Opening Trade Payables	135.56		321.72	
	Closing Trade Payables	103.37	119.47	135.56	228.64
	<b>Trade Payables Turnover Ratio</b>		<b>54.96</b>		<b>27.00</b>
8	<b>Net Capital Turnover Ratio</b>				
	<u>Turnover</u>				
	Revenue	6,565.51	6,565.51	6,173.21	6,173.21
	<u>Capital Employed</u>				
	Equity Share Capital	1,765.29		1,609.17	
	Reserves & Surplus	6,034.73		3,912.78	
	Preference Share Capital	-		-	
	Debentures & Other Long Term Loan	-		-	
	Less: Misc. Expenditure & Losses	-		-	
	Less: Non- Trade Investments	-		-	
	<b>Net Capital Turnover Ratio</b>		<b>0.84</b>		<b>1.12</b>

Newjaisa Technologies Limited (Formerly Known as Newjaisa Technologies Private Limited)  
Notes to financials statement for the year 31st March 2025

39 Key Ratios:

S.No.	Particulars	For the Year 2024-25		For the Year 2023-24	
		IN Lakhs	IN Lakhs	IN Lakhs	IN Lakhs
9	<b>Net Profit Ratio</b>				
	<u>Net Profit</u>	(113.18)	(113.18)	631.77	631.77
	<u>Turnover</u>		6,565.51	6,173.21	6,173.21
	Revenue	6,565.51			
	<b>Net Profit Ratio</b>		<b>(0.02)</b>		<b>0.10</b>
10	<b>Return on capital Employed</b>				
	<u>Return</u>	(113.18)	(113.18)	631.77	631.77
	<u>Capital Employed</u>		7,800.02	1,609.17	5,521.95
	Equity Share Capital Reserves & Surplus	1,765.29 6,034.73		3,912.78	
	<b>Return on Capital Employed</b>		<b>(0.01)</b>		<b>0.11</b>
11	<b>Return on Investment</b>				
	<u>Return</u>	(113.18)	(113.18)	631.77	631.77
	<u>Equity Share Capital Reserves &amp; Surplus</u>	1,765.29 6,034.73	7,800.02	1,609.17 3,912.78	5,521.95
	<b>Return on Investment</b>		<b>(0.01)</b>		<b>0.11</b>
Note: There are substantial growth in the business of the company as a result of which, there is change in the ratios equivalent to the business growth of the company					

**Employee Benefits - AS 15 (Disclosure)**

The company has accounted for defined benefit plans in the form of gratuity and leave

**Note-40****a) Gratuity****i) Principal Actuarial Assumptions**

Particulars	As at 31 March 2025 `Rs Lakhs	As at 31 March 2024 `Rs Lakhs
Discount rate	6.62%	7.21%
Attrition Rate	30.00%	30.00%
Salary Escalation	3.00%	3.00%

**ii) Table showing changes in present value of obligations**

Particulars	As at 31 March 2025 `Rs Lakhs	As at 31 March 2024 `Rs Lakhs
Current service cost	5.70	6.43
Interest cost	0.80	0.36
Acturial (gain)/loss	(3.94)	(0.47)
Defined benefits recognised in P/L	2.56	6.32

**iii) Actuarial Gain / Loss recognized**

Particulars	As at 31 March 2025 `Rs Lakhs	As at 31 March 2024 `Rs Lakhs
Total Actuarial Loss/(Gain)	(3.94)	(0.47)

**iv) Amount to be recognized in the balance sheet**

Particulars	As at 31 March 2025 `Rs Lakhs	As at 31 March 2024 `Rs Lakhs
Present value of obilgations at the beginning of the year	11.15	4.83
Interest cost	0.80	0.36
Current Service Cost	5.70	6.43
Benefits Paid	0.00	0.00
Actuarial (Gains)/Loss on Obligation	(3.94)	(0.47)
<b>Present value of obilgations at the end of the year</b>	<b>13.71</b>	<b>11.15</b>



**Newjaisa Technologies Limited**  
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**Note-41**

**Details of security for each type of borrowings**

<b>Loan</b>	<b>Long Term Borrowings</b>	<b>Short Term Borrowings</b>	<b>Security</b>	<b>Terms of Repayment</b>
Deutsche Bank Term Loan	17.37	-	Collateral Security: Unsecured Loan	The term loan is repayable in 36 Monthly installments of Rs. 90,381/-, at Interest Rate of 18%
Equentia Financial Service Private Limited	-	(9.76)	Collateral Security: a) Second exclusive charge by way of hypothecation of all Receivables, book debts and Current Assets of the Borrower, both present and future. b) All Receivables of the Borrower from the End Client shall be deposited in the Designated Account.	Purchase Invoice Discounting Facility of INR. 3.50 Crores at Interest Rate of 13.95% and repayable of demand
IDFC First Bank	-	542.45	Collateral Security: a) Exclusive charge on the entire Current Assets and b)Residential Property - Villa No. 71 Vanshya Situated in the Colony Villa Scapes Situated at Gandipet Village Rajendranagar Mandal Ranga Reddy District Hyderabad - 500075	Working Capital Facility of INR. 8.50 Crores at Interest Rate of 9.20% and repayable of demand
IDFC First Bank	130.07	-	Collateral Security: All the Assets (Moveable and Immoveable Fixed Assets) Created out of the proceeds of the Term Loan	The term loan is repayable in 48 Monthly installments of INR. 3,77,379/- at the Interest rate of 9.20%
Mercedes-Benz Financial Services India Private Limited	67.48	-	Collateral Security: Vehicle - Mercedes-Benz	The term loan is repayable in 36 Monthly installments of INR. 1,11,914/- at the Interest rate of 8.51%
<b>Total of Long Term</b>	<b>214.92</b>	<b>532.69</b>		