

June 04, 2025

General Manager,
Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001

Scrip Code: 502865
Security ID: FORBESCO

Dear Sir/Madam,

Sub: Annual Report of the Company for the Financial Year 2024-25 and Notice convening 106th Annual General Meeting (AGM)

Pursuant to Regulation 30 read with Para A of Part A of Schedule III and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith, the Annual Report of the Company for the Financial Year 2024-25, containing, inter alia, the Notice of the 106th Annual General Meeting (AGM) of the Company scheduled to be held on Friday, June 27, 2025, at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

The Notice of the AGM along with the Annual Report for the Financial Year 2024-25 is also available on the website of the Company, www.forbes.co.in.

The remote e-voting period commences on Tuesday, June 24, 2025 (9:00 am) (IST) and ends on Thursday, June 26, 2025 (5:00 pm) (IST). During this period, the Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cutoff date, i.e., Friday, June 20, 2025, may cast their votes by remote e-voting.

We request you to kindly take the same on record.

For Forbes & Company Limited

Pritesh Jhaveri
Company Secretary and Compliance Officer
Membership No. A51446



106TH **ANNUAL** **REPORT** 2024- 25 Forbes & Company Limited



Car Engine Marking SPM



Fibre Laser 2D/3D



Conventional Marking Solution



Frame Marking Machine



BOARD OF DIRECTORS

Board of Directors

M. C. Tahilyani	Non-Executive Director, Chairman	
Ravinder C. Prem	Whole-time Director	(upto April 04, 2025)
Sudhir Wakure	Whole-time Director	(from April 05, 2025 to April 30, 2025)
Nirmal Jagawat	Whole-time Director	(w.e.f April 30, 2025)
D. Sivanandhan	Independent Director	(upto August 05, 2024)
Jai L. Mavani	Non-Executive Director	
Rani Ajit Jadhav	Independent Director	(upto August 31, 2024)
Nikhil Bhatia	Independent Director	
Paras Savla	Independent Director	(w.e.f. August 05, 2024)
Bapsy Dastur	Independent Director	(w.e.f September 01, 2024)

Chief Financial Officer

Nirmal Jagawat (upto April 30, 2025)

Company Secretary & Compliance Officer

Pritesh Jhaveri

Statutory Auditors

Sharp & Tannan Associates

Registered Office

Forbes' Building, Charanjit Rai Marg, Fort, Mumbai 400 001

Tel: +91 22 6135 8900

Email: investor.relations@forbes.co.in

Website: www.forbes.co.in

CIN: L17110MH1919PLC000628

Registrar & Share Transfer Agents

MUFG Intime India Private Limited
(Formerly known as Link Intime India Private Limited)

(Unit: Forbes & Company Limited)

C- 101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg,

Vikhroli (West), Mumbai - 400083

Tel: +91 8108118484

Fax: +91 22 66568494

Email: csg-unit@in.mpms.mufg.com

Website: https://in.mpms.mufg.com/

106th Annual General Meeting of Forbes & Company Limited will be held on Friday, June 27, 2025 at 11.30 am (IST) through Video Conference ('VC') / Other Audio Visual Means ('OAVM')

This Annual Report can be accessed at www.forbes.co.in

106th ANNUAL REPORT 2024-25

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NOTICE

NOTICE is hereby given that the 106th Annual General Meeting of the Members of Forbes & Company Limited will be held on Friday, June 27, 2025, at 11.30 a.m. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)/ to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt:
 - a. the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon.
2. To appoint a Director in place of Mr. M. C. Tahilyani (DIN: 01423084), who retires by rotation and being eligible, seeks re-appointment.

SPECIAL BUSINESS

3. Ratification of remuneration to Cost Auditor

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

“Resolved that pursuant to the provisions of Section 148 (3) and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) or re-enactment thereof), read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of ₹ 1.65 lakhs plus applicable taxes and out-of-pocket expenses payable to M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294), the Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost accounts of the Company for the financial year ending March 31, 2026, be and is hereby ratified and confirmed.

Resolved further that the Board of Directors of the Company (including any duly constituted Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

4. Appointment of Mr. Nirmal Jagawat (DIN: 01854117) as Director and Whole-time Director of the Company

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

“Resolved that pursuant to the provisions of Section 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force), and subject to such consents and permissions as may be required, Mr. Nirmal Jagawat (DIN: 01854117) who was appointed as an Additional Director of the Company by the Board of Directors pursuant to Section 161 of the Companies Act, 2013 and Article 54 of the Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160 of the Act, proposing his candidature for the office of the Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation with effect from April 30, 2025.

Resolved further that pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Rules”) (hereinafter referred to as “the said Act” (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and applicable regulation(s) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) made thereof for the time being in force) and in terms of recommendations of the Nomination and Remuneration Committee, and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the appointment of Mr. Nirmal Jagawat (DIN: 01854117) as a Whole-Time Director of the Company for a period commencing from April 30, 2025 to April 29, 2028 (both days included), not liable to retire by rotation, on such terms and conditions as set out in this resolution and the explanatory statement to this Notice and be paid remuneration for the said period and other amounts/benefits as detailed in the explanatory statement annexed to Item No. 4 of this Notice.

Resolved further that in the event, if in any financial year, the Company does not earn any profits or earn inadequate profits, the Company shall pay to Mr. Nirmal Jagawat, the remuneration as detailed in the explanatory statement to Item No. 4 of this Notice as minimum remuneration.

Resolved further that the Board of Directors (which term shall include any duly constituted Committee thereof) be and is hereby authorized to alter and vary the terms and conditions of the said appointment and/or remuneration as it may deem fit, within the maximum limits of remuneration approved by the Members of the Company.

Resolved further that any Director and/or the Company Secretary of the Company be and are hereby severally authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

5. Appointment of Secretarial Auditors.

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

“**Resolved that** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the Company be and is hereby accorded for appointment of Makarand M. Joshi & Co., Company Secretaries as the Secretarial Auditor of the Company for a period of five (5) years, commencing on April 01, 2025 to March 31, 2030, to conduct a Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

“**Resolved further that** the Audit Committee/ Board of Directors of the Company, be and are hereby authorized to revise/ alter/ modify/ amend the terms and conditions and/ or remuneration, from time to time, as may be mutually agreed with the Auditors, during the tenure of their appointment.”

By Order of the Board

Pritesh Jhaveri

Company Secretary and Compliance Officer
Membership No. A51446

Mumbai, April 30, 2025

Registered Office:

Forbes’ Building, Charanjit Rai Marg, Fort,
Mumbai 400 001

Tel: +91 22 6135 8900

Email: investor.relations@forbes.co.in

CIN: L17110MH1919PLC000628

Website: www.forbes.co.in

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (“the Act”) with respect to the special business set out in the Notice is annexed hereto. Additional information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR), 2015] in respect of Director seeking re-appointment at the meeting is annexed as Annexure to this Notice.
2. In accordance with the provisions of the Act, read with the Rules made thereunder and in accordance with the Circular No. 9/2024 dated 19.09.2024 and other circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time, and Circular No. SEBI/HO/ CFD/PoD-2/P/CIR/2023/4 dated October 3, 2024 issued by SEBI (“the Circulars”) companies are allowed to hold AGM through video conference/other audio visual means (“VC/OAVM”) upto September 30, 2025 without the physical presence of members. In compliance with the applicable provisions of the Act, MCA & SEBI circulars, the 106th AGM of the Company is held through VC/OAVM on Friday, June 27, 2025 at 11.30 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at Forbes’ Building, Charanjit Rai Marg, Fort, Mumbai 400 001, which shall be the deemed venue for the AGM.

In compliance with the aforesaid Circulars, the financial statements (including Board’s Report, Auditor’s Report or other documents required to be attached therewith) for the Financial Year ended March 31, 2025 pursuant to Section 136 of the Act and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder, are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / MUFG Intime India Private Limited or the Depository Participant(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same. Notice and Annual Report for the Financial Year 2024-25 are also available on the website of the Company www.forbes.co.in

In compliance with Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a letter specifying the exact web link to the complete annual report is being sent to shareholders who have not registered their email address.

Members who are desirous to have a physical copy of the Annual Report should send a request to the Company’s e-mail id viz., investor.relations@forbes.co.in clearly mentioning their Folio number / DP and Client ID.

Members holding shares in physical mode and whose email IDs are not registered, are requested to register their email ID with MUFG Intime India Private Limited (RTA) at csg-unit@in.mpms.mufg.com or investor.relations@forbes.co.in, by sending a duly signed Form ISR-1 mentioning their Name as registered with the RTA, Address, email ID, Mobile Number,

self-attested copy of PAN, DPID/Client ID or Folio Number and number of shares held. Shareholders holding shares in dematerialized mode are requested to register/update their email address with the relevant Depository Participants.

3. Since the AGM is being held pursuant to the Circulars issued by the Ministry of Corporate Affairs through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility to appoint a proxy by a member will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their vote through remote e-voting.
4. Institutional / Corporate Members are requested to send to the Company a scanned copy (pdf/Jpg format) of certified Authorisation / Board Resolution with attested specimen signature of the duly authorized signatory(ies) who are authorised to participate in the AGM through VC/OAVM on their behalf and to vote through remote e-voting to the Scrutinizer by email to scrutinisers@mmjc.in with a copy marked to evoting@nsdl.com
5. Members are requested to immediately notify the REGISTRARS AND SHARE TRANSFER AGENTS or the DEPOSITORY PARTICIPANTS (in case of shares which have been dematerialised) of any change in their address.
6. Members are requested to update their email address with Depository Participant/Company to enable us to send Annual Report and other communications electronically.
7. Members who wish to claim dividend of earlier years, which remain unclaimed, are requested to either correspond with the Company or the Registrar and Share Transfer Agents, MUFG Intime India Private Limited, Unit: Forbes & Company Limited, C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (west), Mumbai 400 083.

In terms of Section 124 of the Act, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF). Members are requested to ensure that they claim the dividends referred to above before they are transferred to the said Fund.

Due dates for transfer of unclaimed and unpaid dividends declared by the Company to IEPF are as under:

Financial Year ended	Date of declaration of dividend	Due date for transfer to IEPF
March 31, 2018	September 25, 2018	October 30, 2025
March 31, 2019	August 26, 2019	September 30, 2026
Special Interim Dividend for FY 2022-2023	August 13, 2022	September 27, 2029

Members are requested to send their request to claim unclaimed dividend atleast 15 (fifteen) days before the date of transfer to IEPF.

Pursuant to the provisions of Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, ('IEPF Rules'), the Company has uploaded the details of unpaid and unclaimed dividends lying with the Company as on March 31, 2025, on the website of the Company, www.forbes.co.in

Members are requested to note that all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF.

Members whose unclaimed dividends/shares have been transferred to IEPF, can claim the same from the IEPF Authority by following the procedure as detailed on the website of IEPF Authority <http://www.iepf.gov.in/IEPF/refund.html>

8. As per Regulation 40 of SEBI LODR, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. Members may please note that SEBI, vide it's Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/Exchange of securities certificate; Endorsement; Sub-division / Splitting of securities certificate; consolidation of securities certificate/folios; Transmission and Transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website, www.forbes.co.in and on the website of the Company's RTA at <https://in.mpms.mufg.com/>. Kindly note that any service request can be processed only after the Folio is KYC compliant. SEBI vide its notification dated January 24, 2022, has mandated that all requests for transmission and transposition shall be processed only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form.

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSDPoD-1/P/CIR/2023/37 dated March 16, 2023, issued in supersession of earlier circulars nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 and SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated November 3, 2021, and December 14, 2021, has mandated all the listed companies to record the PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical shares/securities. The Company vide its circulars dated February 5, 2022, and May 22, 2023, requested all the shareholders holding shares in physical form to complete updation of PAN, KYC details and Nomination.

Members can contact the Company or Company's Registrars and Transfer Agents, MUFG Intime India Private Limited for assistance in this regard. The Forms for updating PAN, KYC, bank details and Nomination are available on the Company's website, www.forbes.co.in

9. Members desiring any additional information/clarification on the Financial Statements are requested to send such requests at the earliest through email on investor.relations@forbes.co.in on or before June 20, 2025. The same will be replied to by the Company suitably at the AGM.
10. Members desiring inspection of 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 during the AGM may send their request in writing to the Company to investor.relations@forbes.co.in by June 20, 2025.
11. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.
12. In the case of jointholders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
13. National Securities Depositories Limited ("NSDL") will be providing facilities for voting through remote e-Voting, for participation in the 106th AGM through VC/OAVM Facility and e-Voting during the 106th AGM.
14. Members may join the 106th AGM through VC/OAVM Facility by following the procedure as mentioned below which should be kept open for the Members 30 minutes before the time scheduled to start the 106th AGM and 15 minutes after the scheduled time to start the 106th AGM.
15. Members may note that the VC/OAVM Facility, provided by NSDL, allows participation of upto 1,000 Members on a first-come-first-served basis. The large Members (i.e. Members 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. can attend the 106th AGM without any restriction on account of first-come first- served principle.

16. E-Voting

- I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI LODR, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means, through e-Voting Services provided by National Securities Depository Limited (NSDL). Those Members participating in the AGM through VC/OAVM Facility and who have not cast their vote by remote e-voting

shall be able to exercise their right to vote through e-voting system during the AGM.

- II. The members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM Facility but shall not be entitled to cast their vote again.
- III. The remote e-voting period commences on Tuesday, June 24, 2025 (9:00 am) (IST) and ends on Thursday, June 26, 2025 (5:00 pm) (IST). During this period Members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of June 20, 2025, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- IV. The process and manner for remote e-voting are as under:

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

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


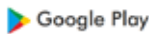


Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	<p>2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password.</p> <p>After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at 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 evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

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

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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'.
 - If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:

- Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - “Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 - Now, you will have to click on “Login” button.
 - After you click on the “Login” button, Home page of e-Voting will open.

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

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

- 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.
- Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote need to click on “VC/OAVM” link placed under “Join Meeting”.
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message “Vote cast successfully” will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 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 scrutinisers@mmjc.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 send a request to Mr. Amit Vishal or Ms. Pallavi Mhatre at evoting@nsdl.com

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

- 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 investor.relations@forbes.co.in
- 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 investor.relations@forbes.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- 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 the 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 cast 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. Members 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 investor.relations@forbes.co.in. The same will be replied by the company suitably.
6. Member who would like to express their views during the AGM may pre-register themselves as speaker by sending their request from their registered e-mail address mentioning their name, demat account number/folio number, PAN, mobile number at investor.relations@forbes.co.in upto June 20, 2025. Members who have registered as speakers will only be allowed to express their views during the AGM. The Company reserves the right to restrict the number of speakers depending on the time available for the AGM.
7. The recording of the AGM shall also be made available on the website of the Company at www.forbes.co.in as soon as possible after the conclusion of the AGM.

A. Other Instructions:

- I. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of June 20, 2025, as per the Register of Members/Statements of beneficial ownership maintained by the Depositories, i.e., NSDL and CDSL. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holds shares as of the cut-off date i.e. June 20, 2025 may obtain the login ID and password by sending a request at evoting@nsdl.com or csg-unit@in.mpms.mufg.com.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 022 - 4886 700.

- II. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- III. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or casting vote through e-voting system during the meeting.
- IV. MMJB & Associates LLP, Practicing Company Secretaries, has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the remote e-voting process and casting vote through the e-voting system during the meeting in a fair and transparent manner.

- V. During the AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the 106th AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be disabled by NSDL for voting 15 minutes after conclusion of meeting.
- VI. The Scrutinizer shall after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- VII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be forwarded to BSE Limited, Mumbai, within the permitted time. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the date of AGM.

ANNEXURE TO NOTICE

Statement Pursuant to Section 102 (1) of the Companies Act, 2013 ("Act")

The following explanatory statement sets out material facts relating to the special business offset out in the accompanying Notice of Annual General Meeting ("AGM"):

Item No. 3

The Board of Directors has approved the appointment of M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294) as cost auditors of the Company at a remuneration of ₹ 1.65 lakhs plus out of pocket expenses for the financial year ending March 31, 2026.

In accordance with the provisions of Section 148 of the Act, read with The Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor must be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2026.

None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the Notice.

The Board recommends the passing of this Resolution at Item No. 3 of the accompanying Notice in the interest of the Company.

Item No.4

Mr. Nirmal Jagawat was serving as the Chief Financial Officer of the Company. Based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors appointed Mr. Nirmal Jagawat (DIN: 01854117) as an Additional Director of the Company, effective April 30, 2025, in accordance with the provisions of Section 161 of the Companies Act, 2013, and the applicable rules made thereunder.

Further, based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Members, the Board also approved the appointment of Mr. Nirmal Jagawat as a Whole-Time Director of the Company for a term commencing from April 30, 2025, to April 29, 2028 (both days inclusive).

In terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Company is required to obtain approval of the shareholders for the appointment of a person on the Board of Directors at the next general meeting or within three months from the date of appointment, whichever is earlier.

Mr. Nirmal Jagawat is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director along with confirmation that he is not debarred from holding the office of Director pursuant to any SEBI order or any

other such authority. Accordingly, the Board recommends a resolution in relation to the appointment of Mr. Nirmal Jagawat as Director and Whole-time Director of the Company as set out in Item No. 4 of the notice for a period commencing from April 30, 2025, to April 29, 2028 (both days inclusive) and shall not be liable to retire by rotation. The Company has received a notice from a member proposing his candidature for the office of the Director in terms of Section 160 of Companies Act, 2013.

Mr. Nirmal Jagawat is a Fellow Member of the Institute of Chartered Accountants of India and has completed the Post Graduate Executive Management Program from SP Jain Institute of Management & Research, Mumbai.

With over 28 years of extensive experience in real estate, construction, financial management, taxation, investment strategy, corporate governance, project planning, international financing, and regulatory compliance, Mr. Jagawat brings significant expertise to his leadership role.

He has been associated with the Shapoorji Pallonji Group since 1997, having held multiple leadership positions including directorships in various group companies. He currently served as the Chief Financial Officer of Forbes & Company Limited, where he oversees finance and accounting functions, including taxation, treasury, risk management, statutory compliance, IT, legal affairs, and financial operations.

Within Shapoorji Pallonji Group, Mr. Jagawat has played a pivotal role in financial and commercial oversight of both domestic and international projects, including the Vicinia project of Forbes Company Limited and in managing the Company's real estate portfolio. He has also led key restructuring initiatives involving capital reductions, mergers, and demerger within the Group and has been instrumental in resolving legacy legal and tax matters.

The Board of Directors (hereinafter referred to as "the Board" which term shall include any duly constituted Committee thereof) of the Company on the recommendations of Nomination and Remuneration Committee at their meeting held on April 30, 2025, has also approved the remuneration of Mr. Nirmal Jagawat for a period of commencing from April 30, 2025, to April 29, 2028, as follows:

Scale of Basic Salary per month	₹ 2,20,000 to ₹ 2,93,000
Perquisites and Allowance*	Upto 300% of Basic salary
Incentives	Upto 36 Months' Salary

* Perquisites, allowances shall be interchangeable

- Mr. Nirmal Jagawat shall be eligible for a company provided car, with the total cost not exceeding the gross amount of ₹35,00,000. Additionally, he shall be provided with the petrol expenses on an actual basis, subject to a maximum limit of ₹300,000 per annum.

Perquisites, allowances and other benefits (Gratuity and Leave encashment at the end of tenure etc.) shall be interchangeable as per the Company Rules as applicable from time to time and shall be evaluated as per Income tax Rules, wherever applicable.

In terms of provisions of Section 196, 197, 198, 203 and read with Schedule V to the extent applicable and all other applicable provisions along with rules made there under, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the proposed appointment requires approval of members of the Company in form of Special Resolution.

Except Mr. Nirmal Jagawat and his relations, none of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the Special Resolution at Item No. 4 of the Notice.

The Board recommends the passing of this resolution at Item No. 4 of the accompanying Notice by way of special resolution.

The details as required under Regulation 36(3) of SEBI LODR and Secretarial Standards on General Meetings (SS-2) are appended below.

Details of Directors whose appointment/re-appointment is proposed at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of Secretarial Standards-2]

I.	Name of Director	Mr. Nirmal Jagawat	
	Director's Identification Number (DIN)	01855077	
	Date of Birth	January 22, 1973	
	Date of first Appointment on Board	April 30, 2025	
	Qualification	B. Com and FCA	
	Relationships between directors inter-se	Not related to any Director/Key Managerial Personnel of the Company.	
	Expertise in specific functional areas	With over 28 years of extensive experience across real estate, construction, financial management, taxation, investment strategy, corporate governance, project planning, international financing, and regulatory compliance, Mr. Jagawat brings a wealth of expertise to his leadership role.	
	List of Directorship held in Other Public Companies in India (excluding Private and Section 8 Companies)	1. Forbes Cambell Finance Limited 2. Volkart Fleming Shipping and Services Limited 3. Campbell Properties & Hospitality Services Limited	
	Chairmanship / Membership of the Committees of Audit Committee and Stakeholders Relationship Committee of other Indian Public Companies	Nil	
	No. of shares held in the Company	Nil	
	Attendance at the Board Meeting in the Financial Year 2024 – 2025	No. of Meetings held	Attended
		NA	NA

Disclosure as required under Schedule V to the Companies Act, 2013 is given hereunder:

I. General Information

1.	Nature of Industry	Coding and Industrial Automation business and Realty.		
2.	Date or expected date of commencement of commercial production.	The Company has been in commercial production since inception.		
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable.		
Standalone Financial Performance				₹ in Lakhs
		FY 2022-23	FY 2023-24	FY 2024-25
	Total Income from operations	24,780.85	12,345.15	19,684.12
	Total expenses	24,356.86	11,890.36	17,297.76
	Other Income	21,392.71	2,280.92	1,595.92
	Exceptional Items	2,905.39	(485.56)	(202.00)
	Profit /loss before tax	24,722.09	2,250.15	3,780.28
	Profit/loss after tax	23,859.16	2,033.19	2,693.47

Consolidated Financial Performance

	FY 2022-23	FY 2023-24	FY 2024-25
Total Income from operations	44,197.77	12,480.00	19,922.83
Total expenses	50,597.00	11964.00	17,361.49
Other Income	26,813.64	2300.00	1,634.33
Exceptional Items	1,201.90	426.00	(2.00)
Profit /loss before tax (continuing operations)	21,911.82	2178.00	4,021.39
Profit/loss after tax (continuing operations)	19,132.62	1938.00	2,890.76
Profit /loss before tax (discontinued operations)	69.45	(2250.00)	9,384.95
Profit /loss after tax (discontinued operations)	49.44	(2348.00)	9,384.95

4.	Foreign Investment or Collaborators, if any.	There is no direct foreign investment in the Company except to the extent shares held by Foreign Institutional Investors (FII) acquired through secondary markets. There is no foreign collaboration in the Company.
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II. Information about Mr. Nirmal Jagawat

1.	Background details.	As per details in the explanatory statement
2.	Past Remuneration	NA
3.	Recognition or Awards	NA
4.	Job profile and his suitability	As per details in the explanatory statement
5.	Remuneration proposed	As per details in the explanatory statement
6.	Comparative remuneration profile with respect of industry, size of Company, profile of the position and person (in case of expatriates the relevant details would be with reference to the country of his origin.)	Taking into account the size of the Company, industry benchmark in general, profile, position, responsibility, the proposed remuneration is in line with the current remuneration structure of the industry.
7.	Pecuniary relationship directly or indirectly with the Company or the relationship with the Managerial Personnel, if any.	Mr. Nirmal Jagawat does not hold any shares in the Company. There is no other pecuniary relationship with the Company or the Managerial Personnel.

III. Other Information:

- Reasons of loss or inadequate profits, Steps taken or proposed to be taken for improvement, expected increase in productivity and profits in measurable terms: The Company intends to pay remuneration in accordance with the provisions of the section 197 of the Companies Act, 2013. However, minimum remuneration in the event of inadequate profits is being proposed as an abundant caution.

IV. Other Disclosures:

The relevant information is given in the explanatory statement annexed to this Notice.

II.	Name of Director	Mr. M. C. Tahilyani	
	Director Identification Number (DIN)	01423084	
	Date of Birth	September 26, 1964	
	Date of first Appointment on Board	August 24, 2016	
	Qualification	B. Com, ACA, ACS, CIMA(UK) & DISA (ICAI)	
	Relationships between directors inter-se	Not related to any Director/Key Managerial Personnel of the Company.	
	Expertise in specific functional areas	He brings with him over 40 years of extensive experience across diverse domains including General Management, Company Administration and Finance, Process Manufacturing, Risk Management, Information Technology, and Business Management. In recent years, he has served on the Boards of several companies. Until March 31, 2024, he held the position of Managing Director at Forbes & Company Limited. He currently serves as the Managing Director of Forbes Precision Tools and Machine Parts Limited. His rich experience in turning around businesses and controlling business activities will help Forbes & Company Limited substantially. His hands on experience will be useful to guide the operative management to set targets and make it possible to achieve them seamlessly. Before joining the Shapoorji Pallonji Group in 2009 as Group Financial Controller, he spent 25 years with the Philips Group, both in India and internationally, where he held the position of Senior Director.	
	List of Directorship held in Other Public Companies in India (excluding Private and Section 8 Companies)	1. Forbes Precision Tools and Machine Parts Limited 2. Forvol International Services Limited 3. Forbes Bumi Armada Limited 4. Forbes Campbell Finance Limited	
	Chairmanship / Membership of the Committees of Audit Committee and Stakeholders Relationship Committee of other Indian Public Companies	Member of Audit Committee and Stakeholders Relationship Committee of Forbes Precision Tools and Machine Parts Limited	

No. of shares held in the Company	Nil	
Attendance at the Board Meeting in the Financial Year 2024 – 2025	No. of Meetings held	Attended
	5	5
Details of proposed remuneration	Except for sitting fees for attending the meetings of the Board, Committees and Commission, if any, as approved by shareholders no other remuneration is paid/payable to Mr. M. C. Tahilyani	

Item No. 5

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“the Act”), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board’s report, prepared under Section 134(3) of the Act. Furthermore, pursuant to recent

amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholder approval to be obtained at the Annual General Meeting. Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of Makarand M. Joshi & Co. (MMJC) Company Secretaries, as the Secretarial Auditors of the Company for

a period of five years, commencing from April 1, 2025, to March 31, 2030. The appointment is subject to shareholders' approval at the Annual General Meeting. The Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. MMJC was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company. MMJC is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India. The firm is led by experienced partners, all of whom are distinguished professionals in the field of corporate governance and compliance. Their collective expertise spans corporate advisory, transactional services, litigation, advocacy, and legal due diligence. The terms and conditions of MMJC appointment include a tenure of five years, from April 01, 2025, to March 31, 2030. The fixed remuneration for the Secretarial Audit for the year 2025-26 is set at ₹ 200,000/- (Rupees Two Lakhs only), plus applicable taxes and other out-of-pocket costs incurred in connection with the audit. The proposed fees are determined based on the scope of work, team size, industry experience, and the time and expertise required to conduct the audit effectively. Additional fees for statutory certifications and other professional services will be determined separately by the management, in consultation with MMJC, and will be subject to approval by the Board of Directors and/or the Audit Committee. The remuneration for the subsequent years from will be approved by the

Board and/ or the Audit Committee. MMJC has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of MMJC as the Secretarial Auditors of the Company. The Board of Directors recommends the resolution for approval by the Members, as set out at Item No. 5 of the Notice.

None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

By Order of the Board of Directors

Pritesh Jhaveri

Company Secretary & Compliance Officer
Membership No. A51446

Mumbai, April 30, 2025

Registered Office:

Forbes' Building, Charanjit Rai Marg, Fort,
Mumbai 400 001

Tel: +91 22 6135 8900,

Email: investor.relations@forbes.co.in

CIN: L17110MH1919PLC000628

Website: www.forbes.co.in

REPORT OF BOARD AND MANAGEMENT DISCUSSION AND ANALYSIS

Dear Members,

The Board of Directors hereby submits the report on the business and operations of the Company along with the Audited Financial Statements of the Company for the Financial Year (FY) ended March 31, 2025. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

Financial Results and Highlights of Performance

The Company's performance, as per Indian Accounting Standards (IND AS), during the Financial Year under review is summarized as follows:

₹ in Lakhs

Particulars	Standalone		Consolidated	
	FY 24-25	FY 23-24	FY 24-25	FY 23-24 *
Revenue and Other Income (Total Income)	21,280	14,626	21,557	14,780
Earnings before Finance Cost, Depreciation, Share of Net Profit of Joint ventures Exceptional Item & Tax	4,186	3,003	4,407	3,087
Share of Net Profit of joint venture	-	-	(172)	(212)
Profit / (Loss) after Finance Cost, Depreciation, Share of Net profit of Joint ventures and before Exceptional Items & Tax	3,982	2,736	4,023	2,604
Exceptional Items - Income/(Expense)	(202)	(486)	(2)	(426)
Profit before Tax (PBT)	3,780	2,250	4,021	2,178
Profit/(loss) after tax for the year from continuing operations	2,693	2,034	2,891	1,938
Profit/(loss) before tax from discontinued operations	-	-	9,385	(2,250)
Tax Expense form discontinued operations	-	-	-	(134)
Profit/(loss) for the year from discontinued operations	-	-	9,385	(2,384)
Profit/(Loss) for the year	2,693	2,034	12,276	(446)
Other Comprehensive Income (net of tax)/(Loss)	792	275	1,788	3,260
Total Comprehensive Income	3,485	2,309	14,064	2,814
Earnings Per Share - Basic and Diluted (₹) (Continuing operation)	20.88	15.77	22.71	15.22
Earnings Per Share - Basic and Diluted (₹) (Discontinued operations)	-	-	73.71	(18.72)
Earnings Per Share- Basic and Diluted (₹) (Continuing and Discontinued operations)	-	-	96.42	(3.50)

Note: The above figures are extracted from Standalone and Consolidated Financial Statements as per Indian Accounting Standard ("IND AS") and are prepared in accordance with the principles stated therein as prescribed by the Ministry of Corporate Affairs under section 133 of the Companies Act, 2013 ("Act") read with relevant rules issued therein.

* The Consolidated Financial results are reinstated for the previous year ended March 31, 2024, in view of the effect of Forbes Technosys Limited (FTL) ceased to be a subsidiary of the Company.

Management Discussion & Analysis of Financial Conditions, Results of Operations and State of Company Affairs

General Performance and Outlook

The overall macro environment for India has been much better than many or most of the developed and the developing economies. There have been continued setbacks like continuation of regional conflicts with some parts of the world, and their consequent impacts on the respective currencies, interest rates, access to those markets and commodity prices which may have created some negative influences. However, for the medium to long term, as it seems today, the inherent strength of India economy coupled with the incentivization and

promotion of industry by the Government has been a solid positive and the driver of the Indian economy and we expect the approach and the trend to continue. Your company has some impact for the reasons stated above, however, the management is confident that over the long and medium term the situation reflects a positive trend.

Your company depends on capex growth of the industry and the published economic survey of 2025 indicates the country's GDP to grow approximately 6.5%. It is interesting to note that capex has grown @ 8.2% and expected to pick up pace with the elections out of the way. The capacity increase in solar and wind increased around 15.8% year on year for December 2024 indicates the Government intention to go green. The continued setting up of Infrastructure

Investments being focused will result in higher economic growth. The economic survey further advocates deregulation to accelerate and sustain higher economic growth. These very factors indicate an optimism of growth for our industry as well.

Performance and outlook

During the year under consideration, your Company has undertaken several consolidation actions, which are detailed below, followed by a discussion of the results. These actions enable the Company to concentrate on growth-oriented businesses, specifically Coding & Industrial Automation and Real Estate. The Company maintains a tradition of excellence, with total customer delight as its singular aim. Significant actions taken in various areas are summarized hereunder for a better understanding of all stakeholders:

- The Company was holding 50% shareholding in Forbes Macsa Private Limited (FMPL), a Joint Venture of the Company, and the remaining 50% shareholding was held with Macsa ID, SA, another JV partner. Pursuant to a Share Purchase/Transfer Agreement executed during the year, your Company acquired the entire shareholding of Macsa ID, S.A. in FMPL. Following the completion of this transaction your Company terminated the Joint Venture Agreement with Macsa ID, S.A., and Forbes Macsa Private Limited became a wholly owned subsidiary of your Company, effective March 31, 2025.

Coding & Industrial Automation Business (CIAB):

The Coding & Industrial Automation Business (CIAB), which includes conventional marking systems, dot peen marking systems, laser technologies, and industrial project automation, achieved flat growth compared to the previous year. While the Company experienced an improvement in contribution margin, overall revenue growth remained unchanged. Nevertheless, the Company remains optimistic, continuing its efforts to drive volume growth, and is confident that these initiatives will contribute to enhanced performance in the coming periods.

Your Company has made significant strides in product development, having created a range of in-house solutions, including dot peen marking machines, lasers for metal marking, and non-metal marking systems. These products are scheduled for launch in Q1 of FY26, which will not only expand the Company's portfolio but also enhance its ability to meet the diverse needs of customers.

Additionally, the Company has undertaken a restructuring of the CIAB operations, appointing new leadership with the introduction of a new Operations Head and Quality Head. To strengthen back-end functions, dedicated teams have been established for Supply Chain Management (SCM) and Quality. On the front-end, a new zonal sales and channel structure was implemented. This zonal approach has enabled the Company to more effectively target key markets for conventional element sales and to secure a stronger foothold with key customers in the marking automation space.

Your company operates in the following areas, namely

- Conventional Marking Systems
- Peen Marking systems
- Industrial Automation and Laser Systems

While the Conventional Marking System category grew by 11% over Previous year, Peen Marking Systems grew around 15%, but there was a drop of around 14% in the Industrial Automation and Laser Systems. Overall growth therefore was at around 3% as compared to the previous year in this line of business.

As regards gross margins, we have collectively seen a substantial improvement, indicating to us that our actions are in the right direction and provide us with a sense of comfort regarding the acceptability of our products.

We, however, believe our actions are in the right direction and we have planned many positive actions for the future. Looking forward, as a technology-driven business, the Company remains committed to further expanding its portfolio to meet evolving customer demands and industry trends. This strategic focus will enable the Company to offer a wider range of solutions and stay ahead of the dynamic market landscape.

Real Estate - Project Vicinia, Chandivali

Your Company has successfully completed the construction of Phase I and Phase II of the project, which includes Towers A, B, C, D, and F from Phase I, as well as Towers E, G, and H from Phase II. The possession of the flats sold has been handed over to customers for both phases. Currently, the Company is in the process of completing the remaining amenities and infrastructure facilities, predominantly, the sports facility, which are expected to be completed shortly.

The Company has sold the entire flat inventory, with the exception of six flats across the total project. While substantial progress has been made, the overall completion of the project has been delayed.

Furthermore, there are other potential real estate development opportunities that the Company may consider leveraging, either through development or sale, on an ongoing basis. This is currently under review by the management.

Forbes Technosys Limited (FTL)

Forbes Technosys Limited (FTL), a wholly owned subsidiary, has been facing significant operational challenges due to ongoing losses, withdrawal of support from its operational creditors, and non-receipt of dues from trade receivables. As a result, FTL filed a petition to initiate the Corporate Insolvency Resolution Process (CIRP) under Section 10 of the Insolvency and Bankruptcy Code, 2016 (IBC), before the National Company Law Tribunal (NCLT), Mumbai Bench, on February 20, 2024.

On March 24, 2025, the NCLT, Mumbai Bench, admitted the application, and accordingly, the CIRP for Forbes Technosys Limited

has commenced from the specified date and the powers of the Board of Directors of FTL shall stand suspended and be exercised by Interim Resolution Professional/ Resolution Professional during the CIRP period. Accordingly, FTL ceased to be a subsidiary of the Company.

The Board of FTL stands suspended, with management now under the Interim Resolution Professional. As the Company no longer has significant influence or control over FTL, it is not a part of the consolidation of accounts.

Forbes Bumi Armada Limited (FBAL)

The gross revenue from operations for the financial year ended March 31, 2025, stood at ₹ 7,400 Lakhs compared to ₹ 6,837 Lakhs for the financial year ended March 31, 2024. Total Comprehensive income is at ₹ 380 Lakhs as against ₹ 382 Lakhs in the previous year.

FBAL maintains qualified and experienced manpower which continues to provide quality manning services for Operation and Maintenance of Floating Production Storage Offload “FPSO” Vessels.

FBAL provides Operations and Management manning services to three (3) FPSOs. Manpower resources of FBAL are delivering international standard services while maintaining high level Health Safety and Environment track records.

The Company has duly complied with ISO 9001, 14001 & 45001 certifications, which are valid till January 17, 2027, and ISO 27001: 2013 – Security Management System Certification valid till October 31, 2025. All the compliances in terms of renewal of certification, licenses and other imperative regulations are regularly renewed and fully complied with by the company without any delay.

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

The Svadeshi Mills Company Limited (Svadeshi)

In the matter of Svadeshi Mills Company Limited (Svadeshi), the Hon’ble Bombay High Court vide its order dated October 9, 2023 has allowed the Interim Application (IA) filed by Grand View Estate Private Limited (GVEPL) and the Company granting permanent

stay on the winding up of Svadeshi along with directions to Official Liquidator (OL) to handover entire undertaking of Svadeshi including all its properties assets books of accounts etc. OL has been discharged as the liquidator of Svadeshi. Directors have been appointed on the Board of Svadeshi. The Company as a shareholder of Svadeshi has secured the funding availed by GVEPL for revival of Svadeshi by way of exclusive pledge of entire equity shares of the Company and its wholly-owned subsidiary Forbes Campbell Finance Limited (FCFL) in Svadeshi hypothecation of secured debt due to the Company from Svadeshi together with the underlying security and hypothecation of receivables due to the Company from Svadeshi.

Subsequently, vide order dated January 2, 2025, the Division Bench of the Hon’ble Bombay High Court has vacated the stay on winding up of Svadeshi by setting aside the above order dated October 09, 2023 and directed OL to take control of its assets reserving liberty to GVEPL and Company to file fresh application u/s 466 of Companies Act, 1956. OL took control of Svadeshi’s assets on January 23, 2025. GVEPL and the Company filed Special Leave Petition (SLP) before the Hon’ble Supreme Court against the impugned order dated January 22, 2025. The Hon’ble Supreme Court heard the SLP and vide its Order dated January 31, 2025 stated that GVEPL and the Company may file fresh application before the Company Judge, Bombay High Court with a prayer that winding up of Svadeshi should not be proceeded with. Further, such fresh application to be expeditiously heard by the Company Judge.

The Company and GVEPL have filed a fresh application with the Hon’ble Bombay High Court for granting permanent stay on winding up the process.

Financial Performance

The Consolidated Financial Statements of your Company and its subsidiaries, its joint ventures and associate companies are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Companies Act, 2013. The Notes to Consolidated Financial Statements are disclosed and forms part of the Consolidated Financial Statements.

Segment wise performance

The summarized performance of segment revenues and segment results is as under:

₹ in Lakhs

Particulars	Segment Revenue	
	FY 24-25	FY 23-24
Coding and Industrial Automation (CIAB)	3,134	3,108
Real Estate	16,795	9,373
Total	19,929	12,481
Less: Inter Segment Revenue	(6)	(1)
Total Income from operations (net)	19,923	12,480

₹ in Lakhs

Particulars	Segment Results	
	FY 24-25	FY 23-24
Coding and Industrial Automation (CIAB)	(116)	(23)
Real Estate	4,624	3,427
Total segment results	4,508	3,404
Add/(Less): Share of profit of joint ventures and associates accounted for using equity method	(172)	(212)
Add/(Less): Unallocated Exceptional Items-Income	(2)	133
Less: Finance Costs	(53)	(109)
Balance	4,281	3,216
Add: Unallocable income/(expenses)	(259)	(1,038)
Profit /(Loss) from continuing activities before tax	4,022	2,178
Profit / (Loss) from discontinued operations	9,385	(2,250)
Profit /(Loss) before tax from continuing and discontinued operation	13,407	(72)

Key Financial performance, Operational Information and Ratio Analysis

Key Ratios/ Indicators	Standalone		Explanation for change of 25% or more
	FY 24-25	FY 23 -24	
Debtors Turnover (in days)	15	20	No comment – within 25%
Interest Coverage Ratio	78	26	Current year Earnings before interest and tax has increased on account of profit and revenue recognized for Vicinia Project
Operating Profit Margin %	20%	23%	No comment – within 25%

Key Ratios/ Indicators	Standalone		Explanation for change of 25% or more
	FY 24-25	FY 23 -24	
Return on Net Worth	18%	21%	No comment – within 25%
Current Ratio	1.54	0.98	Reduction in current liabilities & inventory due to revenue recognition of vicinia project, creditors balances also declined.
Debt-Equity Ratio	0.03	0.04	Net worth/ Reserve increased in current year.
Return on Equity Ratio	25%	14%	Increase in net profit during the year is primarily on account of revenue recognition of Vicinia Project.
Trade Receivables turnover ratio	27.02	18.19	Increased mainly on account of higher revenue recognition of Vicinia Project during the year as compared to previous year.
Trade payables turnover ratio	0.68	0.87	During the year the quantum of purchases were lower as compared to previous year & higher payment efficiency.
Net capital turnover ratio	6.53	-24.11	Due to revenue recognition of Vicinia Projects.
Net profit ratio	18%	19%	No significant variation
Return on Capital employed	25%	22%	Revenue recognised for Vicinia Projects in current year
Return on investment	18%	8%	Current year Earnings before interest and tax increased & total assets reduced on account of revenue recognised for Vicinia Project.

Revenue

During the year your Company has achieved total standalone revenue (including other income) of ₹ 21,280 lakhs (previous year ₹ 14,626 lakhs).

During the year your Company achieved consolidated revenue (including other income) of ₹ 21,557 lakhs (previous year ₹ 14,780 lakhs).

Earnings Before Interest, Depreciation, Taxation and Amortization (“EBIDTA”) (excluding Exceptional item)

Standalone EBIDTA is ₹ 4,186 lakhs (previous year ₹ 3,003 lakhs) while Consolidated EBIDTA is ₹ 4,407 lakhs (previous year ₹ 3,087 lakhs).

Profit/(Loss) Before Tax (“PBT”)

Consequent to the above, during the year standalone PBT is ₹ 3,780 lakhs (previous year ₹ 2,250.15 Lakhs).

Consolidated PBT is ₹ 4,022 lakhs (previous year ₹ 2,178 lakhs).

Fixed Assets

The opening gross block of standalone financials is ₹ 586 lakhs (previous year gross block is ₹ 622 lakhs) Consolidated Gross Block of assets is ₹ 780 lakhs (previous year ₹ 1,401 lakhs which includes gross block of Forbes Technosys Limited (FTL) ₹ 795 lakhs Remaining opening Gross Block is ₹ 605 lakhs).

Total Comprehensive Income / (Loss)

During the year standalone profit after other Comprehensive income of ₹ 3,485 lakhs (previous year ₹ 2,309 lakhs).

Consolidated Profit after Other Comprehensive Income of ₹14,065 lakhs (previous year ₹2,814 lakhs).

Borrowing

Total standalone borrowing is ₹ 3.69 lakhs in current year (previous year : Nil).

The company's consolidated borrowings stood at ₹3.69 lakhs for the current financial year. (previous year: Nil).

OPPORTUNITIES & RISKS

Our success as an organization depends on our ability to identify opportunities and leverage them while mitigating the risks that arise while conducting our business. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. Some of the opportunities and key risks, anticipated impact on the Company and mitigation strategy is as follows:

Market Development

Your Company monitors external market trends and collates consumer insights to understand customer requirements and enable them to provide the right solutions.

Your Company actively searches for ways to translate the trends in consumer preference and taste into new technologies for incorporation into future products. We develop product ideas both in-house and

with selected partners to enable us to respond to rapidly changing consumer trends with speed.

Your Company is dedicated to ensuring that its vendors, suppliers, contractors etc, work in a healthy and safe environment while delivering on the expected standard.

Political and Global Uncertainty

Political uncertainty or volatile economic uncertainty may adversely affect the reduced demand and could restrict revenue growth opportunities.

Your Company has broad based diversified businesses catering to various industry segments and diverse markets and hence may not get affected by such uncertainty.

Legal and Regulatory

Compliance with laws and regulations is an essential part of your Company's business operations. We are subject to laws and regulations in diverse areas as product safety, product claims, trademarks, copyright, patents, competition, employee health and safety, the environment, Water and Air Pollution, corporate governance, listing and disclosure, employment, and taxes. Frequent changes in legal and regulatory regime and introduction of newer regulations with multiple authorities regulating same areas lead to complexity in compliance. We closely monitor and review our practices to ensure that we remain compliant with relevant laws and legal obligations.

Systems and Information

Your Company's operations are increasingly dependent on IT systems and the management of information.

Increasing digital interactions with customers, suppliers and consumers place even greater emphasis on the need for secure and reliable IT systems and infrastructure, and careful management of the information that is in our possession.

The cyber-attack threat of unauthorized access and misuse of sensitive information or disruption to operations continues to increase.

To reduce the impact of external cyber-attacks impacting our business, we have sufficient security measures including firewalls and threat monitoring systems in place, complete with immediate response capabilities to mitigate identified threats. Our employees are trained to understand these requirements.

Internal control systems and their adequacy

Your Company has an internal control system, which ensures that all transactions are recorded satisfactorily and reported and that all assets are protected against loss from unauthorized use or otherwise. The internal control systems are supplemented by an internal audit system carried out by a team under the direct supervision of the Audit Committee. The findings of such internal audits are periodically

reviewed by the management and suitable actions are taken to address the gaps, if any. The Audit Committee of the Board meets at regular intervals and addresses significant issues raised by both the Internal Auditors and the Statutory Auditors. The process of internal control and systems, statutory compliance, information technology, risk analysis and risk management are inter-woven to provide a meaningful support to the management of the business.

M/s Sharp & Tannan Associates, the statutory auditors of the Company, have audited the financial statements included in this annual report and has issued a report on the Company's internal financial controls over financial reporting as defined in Section 143 of the Act.

Material Development in Human Resources and Industrial Relations

The fiscal year 2024 – 2025, the human resource (HR) functions concentrated on several key areas storing the future ready organization. The HR initiatives and activities undertaken during the year are summarized below for stakeholders:

a. Employee Safety, Wellbeing & Engagement:

The focus was on the overall wellbeing of employees, ensuring a safe and healthy work environment. Your Company believe that engaging employees give more than the deliverables and high engage employees ensure high operational results. We have employee engagement programs celebrating monthly and yearly as well like International Yoga Day, International Women's Day, National Safety Week Celebration, Annual Health Check-ups, World Environment Day by planting trees in Company premises, Festival Celebration and Teamwork activities etc.

b. Talent Development & Talent Management:

Hiring the right talent remains a key objective for the Company, and employee engagement is always a top priority. To ensure a smooth onboarding experience, the Company has implemented a detailed induction program for all new joiners. This program is designed to familiarize them with company policies, culture, and departmental functions.

In addition, the Company has introduced a quarterly "New Joiner Connect" initiative for the first year of employment. This program aims to enhance the employee experience, foster stronger bonds among new employees, and help them acclimate to the working culture and processes. The goal is to build long-term relationships and commitment to the organization.

c. Performance Management System:

For Building performance-oriented culture it is very important to have the right talent empowerment and feedback to employees. Your Company has started Quarterly Performance Review for the Functional Head with the Business Head, to review the

entire functional performance & further assistance / guiding on achieving the same.

An annual performance review takes place between employees & reporting managers to summarize the entire annual performance, training requirements, challenges etc.

Capability development programs were designed to make the organization future-ready, focusing on skill enhancement and professional growth.

d. Harmonious Industrial Relations:

Industrial relations remained harmonious, contributing to a peaceful work environment. By Focusing on these areas, your company has created engaging, supporting & dynamic working culture which aims for employee growth, operational efficiency & sustainability. This year your Company has built the foundation base quite strong to start with and make certain to exceed success in coming years.

By focusing on these areas, your company has created a supportive and dynamic work environment that fosters employee growth, operational efficiency, and sustainable development. These initiatives have laid a strong foundation for continued success and growth in the coming years.

Subsidiaries/ Associates /Joint Ventures

During FY 2024-25 the following company(s) have become or ceased to be subsidiaries, joint ventures or associates.

Name of Company	Nature of Relationship
Forbes Macsa Private Limited	Ceased to be a Joint Venture Entity and subsequently became wholly owned subsidiary of the Company with effect from March 31, 2025.
Forbes Technosys Limited	Consequent to the order passed by the National Company Law Tribunal, Mumbai Bench, dated March 24, 2025, Forbes Technosys Limited has admitted to the Corporate Insolvency Resolution Process (CIRP) with effect from the said date. Accordingly, the powers of the Board of Directors of FTL shall stand suspended and be exercised by IRP/Resolution Professional during the CIRP period. The accounts are therefore, not consolidated for reporting.

Details of subsidiaries, associate companies and joint venture companies are set out in the statement in Form AOC-1, pursuant to Section 129 of the Companies Act, 2013 ("Act") and, is attached, herewith, as Annexure "I". Financial Statements of these subsidiaries are available for inspection at the registered office of the Company and that of the subsidiary company concerned and the same would be also available on the website of the Company, www.forbes.co.in

Dividend & Transfer to Reserves

In accordance with SEBI (Listing Obligations and Disclosure Regulations), 2015, the Board of Directors of the Company has adopted a Dividend Distribution Policy, which is available on the website of the Company, www.forbes.co.in

No amount has been transferred to the reserves during the year.

Share Capital

The paid-up Equity Share Capital of the Company as on March 31, 2025, was ₹ 1,289.86 Lakhs. During the year under review, the Company has not issued any shares with differential voting rights or 'sweat equity shares' and has not granted any stock options.

Finance

Your Company is net Debt Free as on March 31, 2025. The Company continues to focus on judicious management of its working capital. Relentless focus on receivables, inventories, strict cost control where possible, and the sale of assets has helped in keeping the borrowings and effective interest cost under control.

Deposits

The Company has not accepted deposits from public falling within the ambit of Section 73 of the Act and The Companies (Acceptance of Deposits) Rules, 2014.

Particular of loans, guarantees and investments

Particular of Loans, Guarantees and Investments covered under provisions of section 186 of the Act are given in the notes to the Financial Statements.

Related Party Transactions

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There were no material-related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large other than the transactions for which shareholders' approval was taken.

All related party transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for transactions which are of a foreseen and repetitive nature. The transactions entered pursuant to the omnibus approval so granted are placed before the Audit Committee on a quarterly basis.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website viz, www.forbes.co.in

Vigil Mechanism/Whistle Blower Policy

The Company has Whistle Blower Policy/Vigil Mechanism to deal with instances of fraud and mismanagement, if any. The Policy is also available on the website of the Company viz, www.forbes.co.in

Remuneration Policy

The Board has on the recommendation of the Nomination and Remuneration Committee, framed a policy for selection and appointment of Directors, senior management personnel and their remuneration. The Remuneration Policy of the Company acts as a guideline for determining, inter alia, qualification, positive attributes and independence of a director, matters relating to the remuneration, appointment, removal and evaluation of the performance of the Director, Key Managerial Personnel and Senior Managerial Personnel. Nomination and Remuneration Policy is available on the website of the Company, www.forbes.co.in

Business Responsibility and Sustainability Report

The requirements under Regulation 34 (2)(f) and the proviso thereof of the SEBI (Listing Obligations and Disclosure Requirements), 2015 is not applicable to the Company for this reporting period.

Internal Complaints Committee

Your Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace as per with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. Internal Compliant Committee (ICC) has been setup to redress complaints received regarding sexual harassment as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the ICC includes external member. During FY 2024-25, no complaints on sexual harassment were received.

Corporate Governance and Management Discussion and Analysis

The guiding principle of the Code of Corporate Governance is 'harmony' i.e., balancing the need for transparency with the need to protect the interest of the Company and balancing the need for empowerment at all levels with the need for accountability. A detailed report on Corporate Governance forms part of Annual Report. The 'Management Discussion and Analysis' forms part of this report.

Corporate Social Responsibility (CSR)

Your Company is committed to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical.

Your Company is committed to inclusive, sustainable development and contributing to building and sustaining economic, social

and environmental capital and to pursue CSR projects, as and when required, that are replicable, scalable and sustainable with a significant multiplier impact on sustainable livelihood creation and environmental replenishment.

The total amount to be spent during the financial year 2024-25 was Nil.

However, your Company has entered into a memorandum of Understanding (MOU) with the Aurangabad Municipal Corporation towards reconstruction of a municipal school building in Aurangabad and has committed towards the cost of construction of a class room and development of school building. The construction of the said infrastructure has already commenced.

The Report on CSR activities, in terms of Section 135 of the Companies Act, 2013, is annexed as Annexure 'II' to this report.

Risk Management

The Board of Directors of your Company has formed a Risk Management Committee for identification, evaluation and mitigation of external and internal material risks. The Committee has established a framework for the company's risk management process and ensures its implementation. The Committee periodically reviews the risk management processes and practices of the Company and establish and amends procedures to mitigate risks on a continuing basis.

Significant and Material Orders Passed by the Regulators or Courts

There was no significant material orders passed by the Regulators / Courts which would impact the going concern status of your Company and its future operations.

Directors and Key Managerial Personnel

As per provisions of Section 152(6) of the Act, Mr. M.C. Tahilyani is due to retire by rotation at the ensuing Annual General Meeting and being eligible, seeks re-appointment. The Board of Directors recommends his re-appointment as Director of the Company.

Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval the Shareholders of the Company, the Board of Directors approved the appointment of Mr. Paras Savla as an Additional Director (Non-Executive, Independent Director) for a term of 5 years commencing from August 05, 2024 and the appointment of Ms. Bapsy Dastur as an Additional Director (Non-Executive, Independent Director) for a term of 5 years commencing from September 01, 2024. The said appointments were approved by the shareholders of the Company on August 29, 2024, and October 30, 2024, respectively.

The second term of Mr. D. Sivanandhan as an Independent Director is completed on August 05, 2024, and he was not eligible for re-

appointment in accordance with the provisions of Section 149 (11) of the Companies Act, 2013.

Mr. Ravinder Prem due to pre-occupation and prior professional/personal commitments has resigned from the position of Whole-time Director of the Company with effect from close of business hours on April 04, 2025.

The Board places on record its appreciation for the invaluable services and guidance rendered by Mr. Ravinder Prem to the Board and the Company during his tenure as Whole-time Director.

Based on the recommendations of the Nomination and Remuneration Committee and subject to the approval of the Shareholders of the Company, the Board of Directors at their meeting held on March 31, 2025, appointed Mr. Sudhir Wakure (DIN: 07828586) as an Additional Director and designated him as the Whole-time Director of the Company with effect from April 05, 2025.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of Independence as prescribed both under the Act and SEBI (LODR), 2015 and there has been no change in the circumstances which may affect their status as Independent Directors during the year.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of Board/Committee of the Company.

One of the Directors holds 3032 Equity shares of the Company and is entitled to all rights and obligations of other shareholders.

Independent Directors are familiarized with their roles, rights and responsibilities in the Company through induction programmes at the time of their appointment as Directors and through presentations made to them from time to time. The details of familiarization programmes conducted have been hosted on the website of the Company and can be accessed at www.forbes.co.in

Pursuant to the provisions of section 203 of the Act, Mr. Ravinder Prem, Whole-time Director, Mr. Nirmal Jagawat, Chief Financial Officer and Mr. Pritesh Jhaveri, Company Secretary, are the Key Managerial Personnel of the Company as on March 31, 2025.

Audit Committee of the Board of Directors

The details pertaining to the composition of the Audit Committee of the Board of Directors are included in the Corporate Governance Report which forms part of this report.

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR), 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually, as well as the evaluation of the working of its Audit, Nomination and Remuneration, Stakeholders' Relationship Committees.

The performance of the Board was evaluated by the Board after seeking feedback from all the Directors based on the parameters/criteria, such as, degree of fulfillment of key responsibility by the Board, Board Structures and Composition, establishment and delineation of responsibilities to the Committees, effectiveness of Board processes, information and functioning, Board culture and dynamics and quality of relationship between the Board and the Management.

The performance of the committees viz. Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility and Stakeholders Relationship Committee was evaluated by the Board after seeking feedback from Committee members based on parameters/criteria such as degree of fulfillment of key responsibilities, adequacy of committee composition, effectiveness of meetings, committee dynamics and, quality of relationship of the committee with the Board and Management.

The Board and the Nomination and Remuneration Committee reviewed the performance of the individual Directors based on self-assessment questionnaire and feedback/input from other Directors (without the concerned director being present).

In a separate meeting of Independent Directors, performance of Non-Independent Directors of the Board as a whole and the performance of the Chairman were evaluated.

Disclosure as required under Section 197 (12) of Act read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed as Annexure 'III' to this Report.

Meetings of the Board

The Board meets at least once in each quarter and 5 (five) meetings of the Board were held during the year and the maximum time gap between two Board meetings did not exceed the time limit prescribed in the Act. The details have been provided in the Corporate Governance Report.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134(5) of the Act, the Directors, based on the representations received from the operating management, confirm that:

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;

- (ii) 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 or loss of the Company for that period;
- (iii) they have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of this Act, for safeguarding the assets of the Company and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis;
- (v) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Audit Report

On a Standalone and Consolidated basis, there are no qualifications stated in the audit report and hence there is nothing specific to comment on the Audit Report, other than the comments mentioned in the report itself, which are self-explanatory.

Statutory Auditors

Pursuant to the provisions of section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s Sharp & Tannan Associates (ICAI Firm Registration No.109983W) are Statutory Auditors of the Company till the conclusion of 108th Annual General Meeting of the Company.

The Audit Report forms part of the Annual Report. There are no qualification in the Auditors report. However, the Auditors have referred to certain matters in their report on Financial Statements to the shareholders, which read with relevant notes forming part of the accounts, is self - explanatory.

Cost Auditors

As per the requirements of Section 148 of the Act read with The Companies (Cost Records and Audit) Rules, 2014, the cost accounts of the Company are required to be audited by a Cost Accountant. The Board of Directors of the Company have on the recommendation of the Audit Committee, appointed Kishore Bhatia & Associates, Cost Accountants, as Cost Auditors for FY 2025-26 on a remuneration of ₹ 1.65 lakhs plus applicable taxes and out-of-pocket expenses.

The cost accounts and records of the Company are duly prepared and maintained as required under Section 148(1) of Act.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Makarand M. Joshi & Co, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. The Report of the Secretarial Auditor is annexed herewith as Annexure 'IV' and which is self-explanatory.

Secretarial Standards

The Company has complied with the applicable provisions of the Secretarial Standards issued by the Institute of Company Secretaries of India.

Particular of Employees and Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo

- (a) The information required pursuant to Section 197 of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the Report and Accounts are being sent to the Members, excluding the information on employees' particulars which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company. Any member interested in obtaining such particulars may write to the Company Secretary at the Registered Office of the Company.

- (b) Information relating to the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo stipulated under Section 134 (3)(m) of the Act read with Rule 8 of The Companies (Accounts) Rules, 2014 is annexed herewith as Annexure 'VI'.

Extract of Annual Return

Pursuant to section 92(3) read with section 134(3)(a) of the Companies Act, 2013, the Annual Return as on March 31, 2025, is available on the website of the Company viz, www.forbes.co.in

Cautionary Statement

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include global and domestic demand and supply, input costs, availability, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

Acknowledgements

Your Directors acknowledge and thank all stakeholders of the Company viz. customers, members, employees, dealers, vendors, banks and other business partners for their valuable sustained support and encouragement. Your Directors look forward to receiving similar support and encouragement from all stakeholders in the years ahead.

For and on behalf of the Board

Nirmal Jagawat
Whole-time Director
DIN: 01854117

M. C. Tahilyani
Chairman
DIN: 01423084

Mumbai, April 30, 2025

FORM AOC-I

[Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014] Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures PART "A" SUBSIDIARIES

₹ In Lakhs

Name of Subsidiary	Campbell Properties & Hospitality Services Limited	EFL Mauritius Limited		Forbes Campbell Finance Limited	Forbes Macsa Private Limited**	Volkart Fleming Shipping & Services Limited
Reporting Period of Subsidiary concerned, if different from the holding company's reporting period	31-03-2025	31-03-2025		31-03-2025	31-03-2025	31-03-2025
Reporting Currency and exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	₹ In Lakhs	EUR	Rate	₹ In Lakhs	₹ In Lakhs	₹ In Lakhs
(a) Share Capital	48.75	287.20	73.94	21,234.30		50.39
(b) Reserves & Surplus	150.80	*(286.30)	73.88	*(21,150.89)	*(419.55)	392.84
(c) Total Assets	202.78	0.99	92.60	8,950.98	186.13	531.19
(d) Total Liabilities	3.23	0.08	92.60	1.95	105.69	87.98
(e) Investments	-	-	-	8,759.03	-	3.91
(f) Turnover	22.22	-	-	9.45	535.96	212.55
(g) Profit before Taxation	8.22	4.24	90.77	385.65	(178.68)	197.83
(h) Provision for Taxation	2.00	-	-	-	-	40.18
(i) Profit after Taxation	6.22	4.24	90.77	385.65	(178.68)	157.65
(j) Proposed Dividend	-	-	-	-	-	-
(k) % of Shareholding	100			100	100	100

All Foreign currencies are in Lakhs.

* Net of Debit balance of Profit & Loss Accounts and Foreign exchange translation Reserve.

**The Company was holding 50% shareholding in Forbes Macsa Private Limited (FMPL), a Joint Venture of the Company, and the remaining 50% shareholding was held with Macsa ID, SA, another JV partner. Pursuant to a Share Purchase/Transfer Agreement executed during the year, your Company acquired the entire shareholding of Macsa ID, S.A. in FMPL. Following the completion of this transaction your Company terminated the Joint Venture Agreement with Macsa ID, S.A., and Forbes Macsa Private Limited became a wholly owned subsidiary of your Company, effective March 31, 2025.

FORM AOC-I

[Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014] Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures Part “B” Associates and Joint Ventures

S r. No.	Name of Joint Ventures / Associates	Nuevo Consultancy Services Private Limited	Dhan Gaming Solution (India) Private Ltd.	Forbes Bumi Armada Limited
1	Latest Audited Balance sheet Date	31/03/2025	31/03/2025	31/03/2025
2	Share of Associate/ Joint Venture held by the company on the year end			
	Number of shares held	58,849	4,900	2,805,000
	Amount of Investment (₹ in Lakhs)	5.88	0.49	280.56
	Extend of Holding %	49%	49%	51%
3	Description of how there is significant influence	Associate	Associate	Joint Venture (Through its wholly owned subsidiary)
4	Reason why the associate/ Joint venture is not consolidated	NA	NA	NA
5	Net worth attributable to shareholding as per latest audited Balance Sheet (₹ in Lakhs)	1,457.27	0.27	1485.50
6	Profit/(Loss) for the year			
	(1) Consider in Consolidation (₹ in Lakhs)	(277.82)	0.27	194.45
	(2) Not Considered in Consolidation (₹ in Lakhs)	-	-	-

For and on behalf of the Board of Directors

M.C. TAHILYANI
Chairman
DIN : 1423084

JAI L. MAVANI
Director
DIN : 05260191

NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117

Place: Mumbai
Date: April 30, 2025

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Annexure “II”

**Annual Report on Corporate Social Responsibility (CSR) Activities
(Pursuant to Section 135 of the Companies Act, 2013)****1. A Brief outline of the Company’s CSR policy.**

CSR Policy (‘Policy’) was adopted by the Board of Directors of the Company on March 23, 2015.

The Company is committed to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical.

The Company is committed to inclusive, sustainable development and contributing to building and sustaining economic, social and environmental capital and to pursue CSR projects that are replicable, scalable and sustainable, with a significant multiplier impact on sustainable livelihood creation and environmental replenishment.

The Company’s CSR activities focus on:

- Health.
- Education.
- Environment Preservation.
- Rehabilitation of families affected by natural calamities.
- General improvement in quality of life.

Health shall cover WaSH that is, Water, Sanitation, and Hygiene leading to better Health. Our goal here will be to work towards long-term impact by changing habits, inculcating awareness of safe drinking water, good sanitation and hygiene. Providing necessary infrastructural support, for example, community level drinking water plants, filters, educating and creating awareness on need for safe water and hygiene. To enable sustainability, the local community will be equal participants in such programmes, contributing to actual construction, monitoring, maintaining and reporting on impact and usage. Also, providing affordable world-class health care facilities to the under privileged.

Education shall seek to mainstream children, with special focus on children of underprivileged sections of the society, by providing them with non-formal schooling opportunities which can translate later to formal school admissions. Also, supporting tribal schools in the far-flung hamlets and convert them into ‘model’ educational institutions. Skill based training to young adults will be achieved through livelihoods skills’ programmes.

Environment Preservation includes adopting energy conservation practices, measuring and reducing carbon footprint, involving employees in conservation practices, utilizing environment-friendly materials and rainwater harvesting and water conservation. Setting a goal to ‘green our planet’ consciously by planting trees.

Rehabilitation of families affected by natural calamities includes providing assistance to Government agencies involved in ‘Search and Rescue’ operations in areas of our country that are struck by natural calamities like floods, earthquakes or cyclone and providing psychological or material assistance to help distressed persons of such areas to return to their natural ways of living.

General improvement in quality of life will include development of the urban poor specially those who are impacted by re-development projects, differently abled youth to make them employment worthy, financial inclusion facilities for the poor workers.

The Company may also undertake other CSR activities as permitted in Schedule VII of the Companies Act, 2013. The Policy is available on the Company’s website at www.forbes.co.in

CSR projects of the Company in the financial year included Health, Education & Environment Preservation.

2. The Composition of the CSR Committee as on March 31, 2025

Sr. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year
1.	Mr. D. Sivanandhan#	Non-Executive, Independent Director, Chairman	-
2.	Mr. Nikhil Bhatia*	Non-Executive, Independent Director, Chairman	-
2.	Mr. M.C.Tahilyani	Executive, Non-Independent Director, Member	-
3.	Mr. Jai Mavani	Non-Executive, Non-Independent Director, Member	-

Upto August 05, 2025

* With effect from August 06, 2025.

3. The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.

The composition of the CSR Committee is available on our website, at www.forbes.co.in

The Committee with the approval of the Board has adopted the CSR Policy as required under section 135 of the Companies Act, 2013. The CSR Policy of the Company is available on our website, at www.forbes.co.in

The annual action plan / projects, the details of which are available on our website at www.forbes.co.in

4. Provide the executive summary alongwith web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable - Not Applicable

5. Net Profit Calculation

(₹ in lakhs)

a)	Average net profit of the Company as per sub-section (5) of section 135	1202.71
b)	Two percent of average net profit of the Company as per section 135(5)	24.05
c)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years	Nil
d)	Amount required to be set off for the financial year, if any	Nil
e)	Total CSR obligation for the financial year (5b+5c+5d)	24.05

6. Details of CSR Amount spent

(₹ in lakhs)

a)	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	Nil
b)	Amount spent on Administrative Overheads	Nil
c)	Amount spent on Impact Assessment, if applicable	Nil
d)	Total amount spent for the Financial Year [(a)+(b)+(c)]	Nil

e) CSR amount spent or unspent for the financial year:

Total amount spent for the Financial Year	Amount Unspent (in ₹ in lakhs)				
	Total Amount transferred to Unspent CSR Account as per Section 135(6)		Amount transferred to any fund specified under schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
Nil	24.05	April 04, 2025	-	-	-

f) Excess amount for set-off : Not Applicable

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

S r . No	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6)	Amount spent in the reporting Financial Year	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.	Amount remaining to be spent in succeeding financial year
1	2021 – 22	-	-	-	-
2	2022 – 23	-	-	-	-
3	2023 – 24	41.37	-	-	41.37

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year :
Not Applicable.

9. 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

Your Company had entered into a Memorandum of Understanding (MOU) with Aurangabad Municipal Corporation towards reconstruction of a municipal school building in Aurangabad and has committed towards the partial cost of construction of class rooms and toilet block/s in the secondary school building of the said municipal school. The construction of the school building and related infrastructure has already commenced in the current financial year.

Mumbai, April 30, 2025

M. C. Tahilyani

Director

DIN: 01423084

Nikhil Bhatia

Chairman of the CSR Committee

DIN:03607203

Annexure “III”

**Disclosure under Section 197 (12) and Rule 5 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014**

1. a. **Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year ended March 31, 2025.**

Non-Executive Directors of the Board were paid sitting fees and commission during the financial year ended March 31, 2025, as follows:

Director	Sitting Fees (₹ in lakhs)	Commission (₹ in lakhs)	Total (₹ in lakhs)	Ratio to Median (No. of times to Median Salary)
Non- Executive Directors				
Mr. Shapoor Mistry*	-	25.00	25.00	2.26
Mr. D. Sivanandhan**	2.50	25.00	27.50	2.49
Mr. Jai L. Mavani	3.50	25.00	28.50	2.58
Mr. Nikhil Bhatia	7.00	25.00	32.00	2.90
Ms. Rani Jadhav ^	1.00	25.00	26.00	2.35
Mr. M. C. Tahilyani	7.50	-	7.50	0.68
Mr. Paras Savla#	4.50	-	4.50	0.41
Mr. Bapsy Dastur@	2.00	-	2.00	0.18

Please Note: Commission paid to the Non-Executive Directors for the Financial Year 2023-24 in the current financial year.

*Upto March 31, 2024

**Upto August 05, 2024

^Upto August 31, 2024

w.e.f. August 06, 2024

@ w.e.f September 01, 2024

Remuneration to Executive Director

Director	(₹ in lakhs)	Ratio to Median (No. of times to Median Salary)
Mr. Ravinder Prem	181.56	16.42

- b. **Percentage increase in remuneration of Key Managerial Personnel (KMPs) in the financial year.**

The percentage increase in remuneration of each, Whole-time Director (appointed wef April 01, 2024), CFO (8%) and CS (appointed wef April 01, 2024).

2. **Percentage increase in the median remuneration of employees in the financial 2024 - 2025.**

The percentage increase in the median remuneration of the employees in FY 2024 - 2025- 12%.

3. **Number of permanent employees on the rolls of Company as on March 31, 2025 were 74 and in the previous year were 69.**

4. **Average percentile increase already made in the salaries of employees other than 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.**

The average percentile increase in remuneration of Non-Key Managerial Personnel was 12 % and for Key Managerial Personnel was 8%. There are no exceptional circumstances for an increase in managerial remuneration.

5. **The Company affirms remuneration is as per the remuneration policy of the Company.**

Annexure “IV”

FORM NO. MR.3
SECRETARIAL AUDIT REPORT
for the Financial Year ended March 31, 2025

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

To,
The Members,
Forbes & Company Limited
Forbes Building, Charanjit Rai Marg,
Fort, Mumbai - 400001 Maharashtra, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Forbes & Company Limited** (hereinafter called ‘the Company’). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Auditor’s Responsibility:

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

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025 (hereinafter called the ‘Audit Period’) 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 reporting made hereinafter:

We 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 there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment **(Foreign 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’): -

- 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; **(Not Applicable to the Company during the Audit Period)**
- d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**
- 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)** and
- h. The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018. **(Not Applicable to the Company during the Audit Period)**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments made thereunder. ('Listing Regulations')

During the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards etc. as mentioned above.

Further, PIT Regulation Compliances w.r.t. trading by Designated Personnel is checked on the basis of the quarterly Benpos received from the Company since weekly Benpos was not available for verification.

Further, the company has submitted the Annual Performance Report for the F.Y. 2024-25 within due date, however the same is pending for approval with the Reserve Bank of India.

We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has generally complied with the Real Estate (Regulation and Development) Act, 2016 law specifically applicable to the Company:

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance (except one meeting was convened at a shorter notice for which necessary approval were obtained as per applicable provision) and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that there are 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 Company has entered into Share Purchase/transfer Agreement with Macsa ID, SA, the other party of the Joint Venture (JV) Company to acquire Macsa ID, SA's, entire shareholding in Forbes Macsa Private Limited, which consist of 10,00,000 equity shares of ₹ 10 each (representing 50% of the total issued and paid-up equity share capital) and 15,00,000 preference shares of ₹10 each (representing 50% of the total preference share capital). As a result, Forbes Macsa Private Limited has become a wholly owned subsidiary of the Company.

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6290/2024

Kumudini Bhalerao
Partner
FCS: 6667
CP: 6690
UDIN: F006667G000243200

Date: April 30, 2025
Place: Mumbai

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

‘Annexure A’

To,
The Members,
Forbes & Company Limited
Forbes Building, Charanjit Rai Marg,
Fort, Mumbai, Maharashtra, India, 400001

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

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

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6290/2024

Kumudini Bhalerao
Partner
FCS: 6667
CP: 6690
UDIN: F006667G000243200

Date: April 30, 2025
Place: Mumbai

Annexure “V”

SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

[Pursuant to Regulation 24A of The Securities and Exchange Board of India

(Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,

FORBES CAMPBELL FINANCE LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by FORBES CAMPBELL FINANCE LIMITED (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 Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2025 (“Audit Period”) 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; (Not applicable to the Company during the period under Audit)
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (Not applicable to the Company during the period under Audit)
- (iv) 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”):

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the Company during the period under Audit)
 - (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; (Not applicable to the Company during the period under Audit)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the period under Audit)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the period under Audit)
 - (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; (Not applicable to the Company during the period under Audit)
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the period under Audit)
 - (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (Not applicable to the Company during the period under Audit)
- and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (The Company being unlisted and material subsidiary of Listed Company, only limited provisions are applicable)

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 Agreements entered into by the Company with Stock Exchanges. (Not applicable to the Company during the period under Audit)

During the period under review, the Company has generally complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above:

I further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors and non-executive 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.

Adequate notice was given to all the directors to schedule the board meetings, agenda and detailed notes on agenda were sent in advance. The Company confirms that the system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the respective meetings of the Board or Committee thereof.

I 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.

I further report that no specific event having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. has taken place during the year under review.

Mehul Raval

Practicing Company Secretary

ACS 18300

CP. No: 24170

UDIN: A018300G000087041

Place: Mumbai

Dated: April 11, 2025

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

Annexure A

To,
The Members,
FORBES CAMPBELL FINANCE LIMITED

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. 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.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Mehul Raval
Practicing Company Secretary
ACS 18300
CP. No.: 24170

Place: Mumbai
Dated: April 11, 2025

Annexure “VI”

Particulars of Technology Absorption and Foreign Exchange Earnings and Outgo, as per section 134(3)(m) of the Companies Act, 2013 and the Rules made therein and forming part of Directors’ Report for the year ended March 31, 2025.

(A) Conservation of Energy:

- (i) Steps taken or impact on conservation of energy:

(a) ENERGY CONSERVATION MEASURES TAKEN:

Post demerger, the Company’s operations involve low energy consumption. Wherever possible energy conservation measures have already been implemented and there are no major areas where further energy conservation measures can be taken. However, efforts to conserve and optimize the use of energy through operational methods will continue.

- (b) Impact of measures taken at (a) above for reduction of energy consumption and impact on cost of goods: NA

(B) Technology Absorption and Research and Development (R & D):

- i. Efforts, in brief, made towards technology & Benefits derived as result of below activity’s
- ii. Research & Development
- (ii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NA
- a) the details of technology imported)
- b) the year of import)
- c) whether the technology been fully absorbed)
- d) if not fully absorbed, areas where absorption has not taken place and the reasons thereof, and)

- (iii) the expenditure incurred on Research and Development : Nil

a) Foreign exchange Incoming:

1. Export of goods calculated on FOB basis	145.98
2. Commission and other Services	-
3. Freight and Insurance recoveries	
4. Others	-
Total	145.98

(b) Foreign exchange outgo:

1. Imports calculated on CIF basis – Raw material	962.94
2. Imports calculated on CIF basis – Components	-
3. Imports calculated on CIF basis – stores, spares and tools	8.11
4. Imports calculated on CIF basis – purchase for re-sale	-
5. Imports calculated on CIF basis – Capital Goods	-
6. Commission to overseas agents	-
7. Foreign travel	7.48
8. Royalty	-
9. Others	0.37
Total	978.90

CORPORATE GOVERNANCE REPORT FOR FY 2024 - 2025

Corporate Governance Policy

The Company believes in the highest standards of good and ethical corporate governance practices. Good governance practices stem from the culture and mindset of the organization. It is therefore not merely about enacting policies, regulations and procedures but also about establishing an environment of trust and confidence among various shareholders.

The Company's philosophy on the Code of Governance is that the Company should follow contemporary corporate practices, and the guiding principle of the Code of Governance of the Company is Harmony i.e.:

- Balancing the need for transparency with the need to protect the interest of the Company;
- Balancing the need for empowerment at all levels with the need for accountability; and
- Interaction with all stakeholders including shareholders, employees, lenders and regulatory authorities.

Code of Conduct

The Company has a strong legacy of fair, transparent and ethical governance practices. The Code has been communicated to the Directors and the members of the Senior Management. The Company has also adopted a Code of Conduct for Non-Executive Directors of the Company. All Board members and senior management have confirmed compliance with the Code for the year ended March 31, 2025. The Non-Executive Directors of the Company have also confirmed compliance with the Code of Conduct for the Non-Executive Directors for the year ended March 31, 2025. The Annual Report contains a declaration to this effect signed by the Whole-time Director.

Code of Practices and Procedures for Fair Disclosure and Conduct

In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has framed a Code for Prevention of Insider Trading & Code of Corporate Disclosure Practices ("Insider Trading Code") based on the principle that Directors, Officers, and Employees of the Company owe a fiduciary duty to the members of the Company to place the interest of the members above their own and conduct their personal securities transactions in a manner that does not create any conflict of interest situation. The Insider Trading Code also seeks to ensure timely and adequate disclosure of Price Sensitive Information to the investors by the Company to enable them to take informed investment decisions with regard to the Company's securities. The Chief Financial Officer of the Company is responsible for implementation of the Code.

Board of Directors

The Board of Directors as on March 31, 2025, comprised of Six (6) Directors. The Chairman of the Board is non-executive. Five (5)

(83%) Directors are non-executive and 3 (50%) of the six of them are Independent Directors.

The composition of the Board is in conformity with Regulation 17 of Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015 ('SEBI LODR').

The Company is managed by the Whole-Time Director under the supervision, direction and control of the Board. The Whole-Time Director is assisted by a team of highly qualified and experienced professionals. None of the Independent Directors serve as Independent Director in more than seven listed entities. None of the Directors of the Company are members in more than 10 mandatory committees nor act as a chairman in more than 5 mandatory committees of public companies.

The Board meets at least once in each quarter and the maximum time gap between two Board meetings did not exceed the time limit prescribed in Regulation 17(2) of SEBI LODR. 5 (Five) meetings were held during the Financial Year (FY) ended March 31, 2025, on May 29, 2024, August 02, 2024, October 28, 2024, February 11, 2025, and March 31, 2025. The necessary quorum was present for all the meetings. A video conferencing facility was provided, wherever required to enable Directors to participate in meetings.

The terms and conditions of appointment of the Independent Directors and the details of the familiarization programme to them are available on the website of the Company at <https://www.forbes.co.in/investor-corner/corporate-governance/familiarization-program>.

Based on the declarations received from the Independent Directors, the Board is of the opinion that the Independent Directors fulfil the conditions specified in the SEBI LODR and are independent of the Management.

Pursuant to the provisions of the Companies Act, 2013 (the Act') and SEBI LODR the Board has carried out annual performance evaluation of its own performance, the Directors individually, as well as the evaluation of the working of its committee(s) based on the parameters of performance evaluation process provided in the Charter for Performance Evaluation adopted by the Board.

All the information required to be placed before the Board of Directors under Regulation 17 (7) of SEBI LODR has been duly placed. The agenda along with explanatory notes are sent in advance to the Directors.

The names and categories of the Directors on the Board, their attendance at the Board Meetings and Annual General Meeting (AGM) held during the year, the number of Chairmanships / Directorships of all Boards excluding alternate directorship, directorship of public limited companies, foreign companies and companies under Section 8 of the Act and the Committees of Board (Chairmanship /Membership of Board Committees include only Audit Committee and Stakeholders Relationship Committee across all public limited companies (listed as well as unlisted) including those of the Company), held by them as on March 31, 2025 are as follows:

Name of the Director	Category	Number of Board Meetings during the F.Y 2024-25		Attendance at AGM held on August 29, 2024	Number of Shares/ Convertible instruments held	Relationship with Director	No. of Directorships in all Public Companies	No. of Committee positions held in all Public Companies		Directorship in other listed entity (Category of Directorship)
		Held	Attended					Chairman	Member	
Mr. Ravinder C. Prem DIN:07771465	Whole time Director	5	5	Yes	Nil	None	4	Nil	1	Nil
Mr. M. C. Tahilyani DIN:01423084	Non- Executive, Non-Independent	5	5	Yes	Nil	None	4	Nil	4	1. Forbes Precision Tools and Machine Parts Limited (Managing Director)
@Mr. D. Sivanandhan DIN:03607203	Non-Executive, Independent	5	2	NA	Nil	None	8	2	7	1. Kirlskar Industries Limited (Independent) 2. Inditrade Capital Limited (Independent) 3. AGS Transact Technologies Limited (Independent) 4. Forbes Precision Tools and Machine Parts Limited
Mr. Jai L. Mavani DIN:05260191	Non- Executive, Non-Independent	5	5	Yes	3032	None	3	Nil	Nil	1. Forbes Precision Tools and Machine Parts Limited (Non-Executive Non-Independent)
@Ms. Rani Ajit Jadhav DIN:07070938	Non-Executive, Independent	5	2	Yes	Nil	None	4	1	2	1. Procter & Gamble Health Limited (Independent) 2. Forbes Precision Tools and Machine Parts Limited
Mr. Nikhil Bhatia DIN: 00414281	Non-Executive, Independent	5	4	Yes	Nil	None	6	5	1	1. Aarti Industries Ltd (Independent) 2. Forbes Precision Tools and Machine Parts Limited (Independent) 3. Gokak Textiles Limited (Independent)
*Mr. Paras K. Savla DIN: 00516639	Non-Executive, Independent	5	3	Yes	Nil	None	4	4	1	1. Abans Enterprises Limited (Independent)
*Ms. Bapsy Dastur DIN: 09623277	Non-Executive, Independent	5	3	NA	Nil	None	2	0	1	1. NRB Bearings Limited (Independent)

*Mr. Paras Savla, and Ms. Bapsy Dastur, appointed as Directors with effect from August 05, 2024, and September 01, 2024, respectively.

@Mr. D. Sivanandhan and Ms. Rani Jadhav ceased to be directors with effect from the closure of business hours of August 05, 2024 and August 31, 2024 respectively.

The Board has identified following skills/expertise/competencies for effective functioning of the Company which are currently available with the Board:

- Marketing, Sales and Synergies
- Finance, Strategy and HR Management; and
- Corporate Governance and Administration

The specific areas of skills/expertise/competences of the individual Directors are given below:

Director	Areas of Skills/Expertise/Competence
Mr. Ravinder Prem Whole- Time Director	Expertise in Manufacturing, Design, Operational excellence, Product management, Business development, international sales & technology tie-ups. Strategic sourcing & supply chain management and Business Excellence model.
Mr. M.C. Tahilyani Non-Executive – Non - Independent Director	Business management and Administration, Finance and control, IT-Digital Strategy, Building High Performance Teams, Corporate Governance.
Mr. Nikhil Bhatia Non-Executive – Independent Director	Risk Management, Taxation and related Regulatory, Business structuring and Governance.
Mr. Jai Mavani Non-Executive Non- Independent Director	Fund raising, business structuring, Finance and Tax, Mergers & Acquisitions and Business Governance.
Mr. Paras Savla Non-Executive – Independent Director	Business restructuring, Insolvency Resolution, Corporate Social Responsibility and Taxation.
Ms. Bapsy Dastur Non-Executive – Independent Director	Corporate Risk Management, Solicitor, Leadership Quality and Six Sigma Qualified.

Familiarization Programme for Independent Directors

At the time of the appointment of an Independent Director, a formal letter of appointment is given to him/her, which inter alia explains the role, function, duties and responsibilities expected from him/her as a Director of the Company. The Independent Directors of the Company were also provided with necessary documents/ brochures, reports and internal policies to familiarize them with the industry, business operations and functioning of various divisions/departments of the Company. The details of familiarization programme imparted to the Independent Directors are available on the Company's website at <https://www.forbes.co.in//investor-corner/corporate-governance/familiarization-program>

Meeting of Independent Directors

The Independent Directors meet to discuss:

- a) Evaluation of the performance of Non-Independent Directors and the Board as a whole.

- b) Evaluation of the performance of the Chairman of the Company considering the views of the Executive Directors and Non-Executive Directors.
- c) Evaluation of quality content and timelines of flow of information between Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

The Meetings of Independent Directors held on January 20, 2025, were attended by all Independent Directors.

CEO/CFO Certification

As required under Regulation 17(8) of SEBI LODR, the Certificate from Mr. Nirmal Jagawat, Whole-Time Director (appointed w.e.f. April 30, 2025), was placed before the Board of Directors.

Particulars of Senior Management

Name of Senior Management Personnel	Designation
Mr. Nirmal Jagawat	Chief Financial Officer (upto April 30, 2025)
Mr. Pritesh Jhaveri	Company Secretary and Compliance Officer
Mr. Umashankar Ramaiah	Business Head- Coding and Industrial Automation
Ms. Sonal Gangwani	General Manager- Legal
Mr. Atul Sadawarte	Deputy General Manager - Human Resource

Audit Committee

In compliance with section 177 of the Act and Regulation 18 of SEBI (LODR) 2015 the terms of reference of the Audit Committee were as under:

- I. the recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- II. review and monitor the auditor's independence and performance, and effectiveness of audit process;
- III. examination of the financial statement and the auditors' report thereon;
- IV. approval or any subsequent modification of transactions of the Company with related parties;
- V. scrutiny of inter-corporate loans and investments;
- VI. valuation of undertakings or assets of the Company, wherever it is necessary;
- VII. evaluation of internal financial controls and risk management systems;

- VIII. monitoring the end use of funds raised through public offers and related matters;
- IX. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- X. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- XI. Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- XII. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- XIII. Discussion with internal auditors of any significant findings and follow up thereon;
- XIV. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- XV. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- XVI. To look into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders and creditors;
- XVII. To review the functioning of the Whistle Blower mechanism;
- XVIII. Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- XIX. Reviewing, with the management, financial statements, with particular reference to:
- Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of section 134 of the Act;
 - Changes, if any, in accounting policies and practices and reasons for the same;
- Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Modified opinion(s) in the draft audit report;
- XX. Reviewing the utilization of loans and/or advances from/ investment by the Company in the subsidiary exceeding ₹ 100 crores or 10 % of the assets size of the subsidiary, whichever is lower including existing loans/advances/investments;
- XXI. Consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc on the listed entity and its shareholders; and
- XXII. Such other functions/duties as may be prescribed by the Act, or SEBI (LODR), 2015 (as amended from time to time); and such other functions/duties as may be entrusted by the Board from time to time.
- In addition to the above, the Audit Committee also reviews the information listed in Schedule II of Part C (B) of SEBI (LODR)**
- Composition of Audit Committee**
- The Audit Committee of the Board has been constituted in compliance with the provision of Regulation 18 of SEBI LODR read with Section 177 of the Act. Currently, the Committee comprises 3 members of whom 2 are Independent Non-Executive Directors and 1 Non-Executive Director. The Chairman of the Audit Committee is an Independent Director.
- All members are financially literate and at least one member has accounting expertise.
- The Audit Committee meetings are attended by Chief Financial Officer, Statutory Auditors, Internal Auditors and the functional heads as and when required. The Company Secretary acts as the Secretary to the Committee. The gap between two consecutive meetings was not more than one hundred and twenty days. 5 (Five) Audit Committee meetings were held during Financial Year (FY) ended March 31, 2025, on May 29, 2024, August 02, 2024, October 28, 2024, February 11, 2025, and March 31, 2025.

The Composition of the Committee and details of the meeting attended by its members are as follows:

Name of the Director	Category	No. of Audit Committee meetings held	No. of meetings attended
Mr. Nikhil Bhatia Chairman	Non-Executive, Independent Director	5	5
Mr. M. C. Tahilyani	Non-Executive, Non-Independent Director	5	5
Mr. D. Sivanandhan#	Non-Executive, Independent Director	5	2
Mr. Paras Savla*	Non-Executive, Independent Director	5	3

Mr. D. Sivanandhan ceased to be the director of the Company wef August 05, 2024.

* Mr. Paras Savla appointed wef August 05, 2024.

The Chairman of the Audit Committee was present at the last Annual General Meeting.

Nomination and Remuneration Committee

In compliance with Section 178 of the Act and Regulation 19 of SEBI LODR, the Board had constituted Nomination and Remuneration Committee. The Committee comprises of 3 members of whom 2 are Independent Non-Executive Directors. The Chairman of the Nomination and Remuneration Committee is an Independent Director.

2 (Two) Nomination and Remuneration Committee meetings were held during Financial Year (FY) ended March 31, 2025, on May 29, 2024, and March 31, 2025. The Composition of the Committee and details of the meeting attended by its members is as follows:

Name of the Director	Category	No. of Nomination & Remuneration Committee meetings held	No. of meetings attended
Mr. Nikhil Bhatia Chairman	Non-Executive, Independent Director	2	2
Mr. M. C. Tahilyani	Non-Executive, Non -Independent Director	2	2
Mr. D. Sivanandhan#	Non-Executive, Independent Director	2	1
Mr. Paras Savla*	Non- Executive, Independent Director	2	1

Mr. D. Sivanandhan ceased to be the director of the Company wef August 05, 2024.

* Mr. Paras Savla appointed wef August 05, 2024.

The Chairman of the Nomination and Remuneration Committee was present at the last Annual General Meeting.

The terms of reference of the Nomination and Remuneration Committee includes:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such a description. For the purpose of identifying suitable candidates, the Committee may:
 - use the services of an external agencies, if required;
 - consider candidates from a wide range of backgrounds, having due regard to diversity; and
 - consider the time commitments of the candidates.
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- To recommend extending or continuing the terms of appointment of Independent Directors, on the basis of report of performance evaluation of Independent Director;
- Recommend to the Board, all remuneration, in whatever form payable to senior management; and
- Such other functions/duties as may be entrusted by the Board from time to time.

The Company's policy on directors' appointments and remuneration and other matters provided in Section 178(3) of the Act has been disclosed in the Directors' Report. The Nomination and Remuneration Policy of the Company has been uploaded on the website of the Company, www.forbes.co.in

The Committee determines and recommends to the Board the compensation of the Whole-time Director. The Committee makes periodic appraisal of the performance of the Whole-time Director. The Company does not have stock options.

Details of remuneration paid to Directors during the year ended March 31, 2025, are as follows:

a) Non-Executive Directors:

(₹ in Lakhs)

Name of Director	Sitting Fees
Mr. M. C. Tahilyani	7.50
Mr. D. Sivanandhan#	2.50
Mr. Nikhil Bhatia	7.00
Mr. Jai L. Mavani	3.50
Ms. Rani A. Jadhav#	1.00
Mr. Paras Savla*	4.50
Ms. Bapsy Dastur*	2.00

Mr. D. Sivanandhan and Ms. Rani Jadhav ceased to be the director of the Company wef August 05, 2024, and August 31, 2024, respectively.

* Mr. Paras Savla and Ms. Bapsy Dastur were appointed as a director wef August 05, 2024, and September 01, 2024, respectively.

Commission was paid to the Non-executive Director during FY 2024-25.

(₹ in Lakhs)

Name of Director	Commission
Mr. D. Sivanandhan	25.00
Mr. Nikhil Bhatia	25.00
Mr. Jai L. Mavani	25.00
Ms. Rani A. Jadhav	25.00

Note: The Commission for the period FY 2023-24 was paid in the FY 2024-25

b) Whole Time Director

(₹ in Lakhs)

Sr. No	Particulars	Whole-time Director
a.	Salary and allowance	110.55
b.	Pension Contribution to PF & Superannuation Fund	10.08
c.	Annual Performance Incentive & Ex-Gratia	60.93
	Total	181.56

Sr. No	Particulars	Whole-time Director
d.	Break up of fixed components and performance linked incentives with performance criteria	Item C is performance linked; others are fixed. Performance criteria include the level of profits, reduction of costs, improvement of liquidity, steps taken for growth of business of the company and its subsidiaries.
e.	Service contracts	April 01, 2024, to March 31, 2026
f.	Notice Period	6 months
g.	Severance fees	Nil
h.	Stock options	Nil

Stakeholders' Relationship Committee

In compliance with the provisions of section 178 of the Act and Regulation 20 of SEBI LODR, the terms of reference of the 'Stakeholders Relationship Committee' includes:

- Approval of Share Transfers / Deletion of Name/s / Transposition of Name/s, Dematerialization / Re-materialization of Shares;
- Approval of Transmission of Shares;
- Approval for issue of Duplicate/Replacement/Renewal of Share Certificates;
- Resolution of all the grievances of the security holders;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted in respect of various services being rendered by Registrar & Share Transfer Agents;
- Review of the various measures and initiatives taken for reducing the quantum of unclaimed dividend s and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company; and
- Such other functions/duties as may be entrusted by the Board from time to time.

The Stakeholders' Relationship Committee meeting was held on January 20, 2025.

The Composition of Stakeholders' Relationship Committee is as follows:

Name	Category	No. of meetings Held	No. of meetings attended
Mr. Paras Savla* – Chairman	Non-Executive, Independent Director	1	1
Mr. M. C. Tahilyani	Non- Executive Non-Independent	1	1
Mr. Ravinder Prem	Executive	1	1
Mr. D. Sivanandhan#	Non-Executive, Independent Director	1	-
Ms. Rani Jadhav#	Non-Executive, Independent Director	1	-

Mr. D. Sivanandhan and Ms. Rani Jadhav ceased to be the director of the Company wef August 05, 2024, and August 31, 2024, respectively.

* Mr. Paras Savla was appointed as a director wef August 05, 2024.

The Company Secretary also functions as Compliance Officer.

As on March 31, 2025, there were no pending complaints. The one complaint that remained unresolved during the year under review has been duly resolved as on the date of this report. Further, no transfers were pending as on March 31, 2025.

Corporate Social Responsibility Committee

Pursuant to section 135 of the Companies Act, a Corporate Social Responsibility (CSR) Committee of the Board was constituted. The Company has formulated a policy for its CSR activities and the duties and responsibilities of the Committee include-

- Review of the CSR activities to be undertaken by the Company. The CSR Committee shall be guided by the list of activities specified in Schedule VII to the Act and this Policy;
- Formulate and recommend the projects to be supported to the Board and the CSR activities/programs to be undertaken by the Company;
- Recommend the CSR expenditure to be incurred on the CSR activities/programs;
- Institute a mechanism for implementation of the CSR projects and activities and effectively monitor the execution of the CSR activities;
- Appointment of a working group called the CSR Team to help it enable the implementation of the CSR projects/activities; and
- Such other responsibilities as may be entrusted by the Board from time to time.

No CSR meeting was held for FY 2024-2025

The CSR committee comprises of 1 Independent Director and 2 Non-Independent Directors.

The Composition of the Committee and details of the meeting attended by its members is as follows:

Name of Director	Category	No. of meetings Held	No. of meetings attended
Mr. Nikhil Bhatia	Non-Executive, Independent Director	0	0
Mr. M. C. Tahilyani	Non-Executive, Non-Independent Director	0	0
Mr. Jai Mavani	Non-Executive, Non – Independent Director	0	0
Mr. D. Sivanandhan#	Non-Executive, Independent Director	0	0

Mr. D. Sivanandhan ceased to be the director of the Company wef August 05, 2024.

During the year, the matters related to corporate social responsibility were passed by resolution through circulation. There was one circular resolution dated October 21, 2024, related to the CSR matter.

Risk Management Committee

Pursuant to the requirements under SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Risk Management Committee was constituted. The role and responsibility of the Risk Management Committee shall inter-alia include:

- Establishing a framework for the company's risk management process and to ensure its implementation and monitor the risk management plan;
- Identification, evaluation and mitigation of external and internal material risks;
- Periodically review the risk management processes and its effectiveness;
- Evaluate risks related to cyber security and establish procedures to mitigate these risks;
- Periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- Keep the Board of Directors informed about the nature and contents of its discussions, recommendations and actions to be taken;
- The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Committee;

- h. Such other functions/duties/responsibilities as may be required under the Companies Act, 2013, SEBI LODR or as may be entrusted by the Board from time to time.

The Risk Management Committee meetings were held on August 02, 2024 and January 20, 2025.

The Composition of the Committee is as follows:

Name of Director	Category	No. of Meetings Held	No. of meetings attended
Mr. Nikhil Bhatia Chairman	Non-Executive, Independent Director	2	2
Mr. M.C. Tahilyani	Non-Executive, Non-Independent Director	2	2
Mr. Ravinder Prem	Executive Director	2	2
Mr. Jai L Mavani	Non-Executive, Non-Independent Director	2	2

General Body Meetings

The details of date, time and venue of the Annual General Meeting held during the last three years till March 31, 2025, are as under:

Particulars	Date	Time	Venue
103 rd Annual General Meeting	September 29, 2022	3.00 p.m	The Annual General Meeting was held through Video Conferencing / Other Audio Visual Means. The deemed place of the meeting was the registered office of the Company.
104 th Annual General Meeting	August 10, 2023	2.00 p.m	The Annual General Meeting was held through Video Conferencing / Other Audio Visual Means. The deemed place of the meeting was the registered office of the Company.
105 th Annual General Meeting	August 29, 2024	3.00 p.m	The Annual General Meeting was held through Video Conferencing / Other Audio Visual Means. The deemed place of the meeting was the registered office of the Company.

Details of Special Resolutions passed in the General Meeting during the previous 3 years

Meeting	Date & Time	Venue	Particulars
105 th Annual General Meeting	August 29, 2024	3.00 p.m	Appointment of Mr. Paras Savla (DIN: 00516639) as an Independent Director of the Company
NCLT Convened Meeting of the Equity Shareholders	October 31, 2023 11.00 a.m	The Annual General Meeting was held through Video Conferencing /Other Audio Visual Means. The deemed place of the meeting was the registered office of the Company.	Approval of the Composite Scheme of Arrangement between Forbes & Company Limited, the Demerged Company and Forbes Precision Tools and Machine Parts Limited, the Resulting Company and their respective Shareholders (Scheme).

Details of Special Resolutions passed through Postal Ballot:

- i. Postal Ballot Notice dated February 29, 2024
Date of declaration of results: April 23, 2024
Voting Pattern

Resolution (1)								
Appointment of Mr. Ravinder Chander Prem (DIN: 07771465) as Director and Whole-time Director of the Company								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	9525691	9359293	98.25	9359293	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		9359293	98.25	9359293	0.00	100.00	0.00
Public Institutions	E-Voting	1614679	1152133	71.35	1148255	3878	99.66	0.34
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1152133	71.35	1148255	3878	99.66	0.34
Public Non Institutions	E-Voting	1758246	22060	1.25	21802	258	98.83	1.17
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		22060	1.25	21802	258	98.83	1.17
Total		12898616	10533486	81.66	10529350	4136	99.96	0.04

Resolution (2)								
Commission to Non-Executive Directors								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\} \times 100$	[4]	[5]	$[6]=\{[4]/[2]\} \times 100$	$[7]=\{[5]/[2]\} \times 100$
Promoter and Promoter Group	E-Voting	9525691	9359293	98.25	9359293	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		9359293	98.25	9359293	0.00	100.00	0.00
Public Institutions	E-Voting	1614679	1152133	71.35	1151595	538	99.95	0.05
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		1152133	71.35	1151595	538	99.95	0.05
Public Non Institutions	E-Voting	1758246	22060	1.25	20042	2018	90.85	9.15
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		22060	1.25	20042	2018	90.85	9.15
Total		12898616	10533486	81.66	10530930	2256	99.98	0.02

- ii. Postal Ballot Notice dated September 27, 2024
Date of declaration of results: October 31, 2024
Voting Pattern

Resolution (1)								
Appointment of Ms. Bapsy Dastur (DIN: 09623277) as an Independent Director of the Company								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	9525691	9359293	98.25	9359293	0.00	100.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		9359293	98.25	0.00	0.00	100.00	0.00
Public Institutions	E-Voting	1581344	3074	0.19	3074	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0.00	0.00	0.00
	Total		3074	0.19	3074	0.00	100.00	0.00
Public Non Institutions	E-Voting	1791581	7296	0.41	7251	45	99.38	0.62
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7296	0.4072	7251	45	99.38	0.62
Total		12898616	9369663	72.64	9369618	45	99.99	0.00

Resolution (2)								
To approve Material Related Party Transaction of the Company with Shapoorji Pallonji and Company Private Limited (SPCPL)								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \{[2]/[1]\} * 100$	[4]	[5]	$[6] = \{[4]/[2]\} * 100$	$[7] = \{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	9525691	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public Institutions	E-Voting	1581344	3074	0.19	3074	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		3074	0.19	3074	0.00	100.00	0.00
Public Non Institutions	E-Voting	1791581	7296	0.41	7252	44	99.40	0.60
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7296	0.41	7252	44	99.40	0.60
Total		12898616	10370	0.08	10326	44	99.58	0.42

Resolution (3)								
To approve Material Related Party Transaction of the Company with Forbes Macsa Private Limited (FMPL)								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3] = \frac{[2]}{[1]} * 100$	[4]	[5]	$[6] = \frac{[4]}{[2]} * 100$	$[7] = \frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	9525691	0.00	0.00	0.00	0.00	0.00	0.00
	Postal Ballot		0.00	0.00	0.00	0.00	0.00	0.00
	Total		0.00	0.00	0.00	0.00	0.00	0.00
Public Institutions	E-Voting	1581344	3074	0.19	3074	0.00	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		3074	0.19	3074	0.00	100.00	0.00
Public Non Institutions	E-Voting	1791581	7296	0.41	7252	44	99.40	0.60
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		7296	0.41	7252	44	99.40	0.60
Total		12898616	10370	0.08	10326	44	99.58	0.42

Person who conducted the Postal Ballot exercise:

The Postal Ballot was conducted by Mr. Omkar Dindorkar, Designated Partner, MMJB & Associates LLP.

Whether any special resolution is proposed to be conducted through the postal ballot:

Yes

Whether any special resolution is proposed to be conducted through the postal ballot:

Yes

Procedure for postal ballot

The postal ballot was carried out as per the provisions of sections 108 and 110 and other applicable provisions of the Companies Act 2013 read with the Rules framed thereunder.

Fees paid by the Company and its Subsidiaries, on consolidated basis, to Statutory Auditors and all entities in the network firm/ network entity of which the statutory auditor is a part:

M/s. Sharp & Tannan Associates (Firm Registration No. 109983W) are the Statutory Auditors of the Company. The details of payment of Statutory Auditors' fees on a consolidated basis is given below:

(₹ in Lakhs)	
Particulars	Amount (₹)
Statutory Audit (including quarterly audit)	30.00
Reimbursement of out-of-pocket expenses	0.00
Total	30.00

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, as amended:

The required disclosures have been made in the Directors' Report for the year ended March 31, 2025, which forms part of this Annual Report for FY 2024-2025.

Related Party Transactions

All related party transactions entered into during the financial year were on arm's length basis and were in the ordinary course of business and did not attract the provisions of Section 188 of the Act.

All related party transactions are placed before the Audit Committee for approval.

The Board has approved policies for determining material subsidiaries and related party transactions which have been uploaded on the Company website viz www.forbes.co.in

Disclosure on loans and advances

There have been no loans or advances extended by the Company or its subsidiaries to firms or companies where Directors of the Company hold an interest.

However, the Company has given Loan/Inter Corporate Deposits to Paikar Real Estate Private Limited, Promoter Group Company.

Disclosure of Material Subsidiaries

Name of the Material Subsidiaries	Date of Incorporation	Place of Incorporation	Name of Statutory Auditor	Date of Appointment/ Re-appointment of Statutory Auditor
Forbes Campbell Finance Limited #	25/4/1977	Chennai	U B G & Company	28/09/2022

Originally incorporated as Sarada Latham Business Machines Limited, name changed to Latham India Limited wef 24/1/1989. The name of Latham India Limited was change to Forbes Campbell Finance Limited wef 14/6/2010.

Statutory Compliances

The Company has ensured necessary compliance with the requirements of the Stock Exchange, SEBI and other authorities related to capital market and the details of non-compliance and penalties are not applicable.

Vigil Mechanism/Whistle Blower Policy

Pursuant to Section 177 of the Act and Regulation 22 of SEBI LODR, the Board has established a vigil mechanism for the Directors and employees of the Company to report genuine concerns about unethical behavior actual or suggested fraud or violation of the Company's Code of Conduct or ethics. The Company has in place Whistle Blower Policy to provide mechanism for Director or employee of the Company to approach the Chairman of the Audit Committee. The Policy is available on the Company's website viz. www.forbes.co.in

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:

The Company has complied with all the mandatory requirements of SEBI LODR. The status of compliance with discretionary requirements under Regulation 27(1) and Part E Schedule II of SEBI (LODR), 2015 is provided below:

- Shareholders' Rights: As quarter and half yearly, financial results are published in the newspapers and are also posted on the Company's website, the same are not sent to the shareholders.
- Audit Qualifications: The Company's financial statement for the financial year 2024-2025 does not contain any audit qualification.
- Separate posts of Chairman and CEO: The Chairman of the Board is a Non- Executive Director. The Company has appointed a Whole-Time Director to take care of the day-to-day affairs of the Company. The position of the Chairman and Whole-time Director are separate.

- Reporting of internal auditor: The internal auditor may report directly to the audit committee.

Means of Communication

The quarterly, half yearly and annual results are generally published in the Financial Express (English daily) and Navshakti or Mumbai Lakshadeep (regional language newspaper). The financial results and shareholding patterns are also available on the website of the Company, i.e. www.forbes.co.in

The Company does not have the practice of making presentations to institutional investors and analysts. Management Discussion and Analysis forms part of Annual Report.

General Shareholders Information

AGM-Date, time and Venue	Next Annual General Meeting of the Company is scheduled on Friday, June 27, 2025 at 11.30 AM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')
Financial Year	The Company follows the April – March financial year
Listing on Stock Exchange	BSE Limited, P.J. Towers, Dalal Street, Mumbai – 400 001.

Equity shares of the Company are listed at BSE Limited only and the Company has paid the annual listing fees before the due date.

Registrars and Share Transfer & Agents

The Company has appointed MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) as its Registrar & Share Transfer Agents (RTA). Shareholders are advised to approach them at the following address regarding any queries and problems related to shares held in physical form:

MUFG Intime India Private Limited
(Formerly known as Link Intime India Private Limited)
C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (west),
Mumbai - 400 083.
Tel.: +91 22 6656 8484 Fax.: +91 22 6656 8496
E-mail: csg-unit@in.mpms.mufig.com
Website: <https://in.mpms.mufig.com/>

Share Transfer System

The Stakeholders Relationship Committee of the Board of Directors of the Company inter alia monitors Share Transfers/Deletion of Name/s/Transposition of Name/s, Transmission, dematerialization and re-materialization of shares. Shares of the Company are traded compulsorily in dematerialized form.

SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; Renewal/Exchange of securities certificate; Endorsement; Sub-division/Splitting of securities certificate; Consolidation of securities certificates/folios; Transmission and Transposition.

Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website, www.forbes.co.in and on the website of the Company's RTA at <https://in.mpms.mufg.com/> may be noted that any service request can be processed only after the folio is KYC compliant.

Request for dematerialization of shares is processed by RTA and confirmation is given to the respective depositories i.e. NSDL and CDSL, within the statutory time limit from the date of receipt of share certificates after due verification.

The shareholders holding shares in physical form are requested to get their shares dematerialized to avoid any inconvenience in the future while transferring their shares.

Distribution of Shareholding as on March 31, 2025

Category	No. of Shares	%
Promoters	95,25,691	73.85
Central/State Government Institutions	1,10,343	0.86
Financial Institutions/ Banks	12,990	0.10
Limited Liability Partnership	7,411	0.06
Mutual Fund	142	0.00
FII & NRI/FBC/FPI	11,28,435	8.75
Investor Education and Protection Fund	1,77,903	1.38
Directors and their relatives	3,032	0.02
Trusts	600	0.00
Bodies Corporate/Clearing Members	1,67,763	1.29
Public	17,64,306	13.69
Total	1,28,98,616	100.00

Distribution by size as on March 31, 2025

Holding	No. of Shareholders	No. of Shares	% to Shares
1 to 500	12876	730245	95.7110
501 to 1000	308	227723	2.2895
1001 to 2000	153	219945	1.1373
2001 to 3000	47	117232	0.3494
3001 to 4000	9	33837	0.0669
4001 to 5000	12	56369	0.0892
5001 to 10000	26	181690	0.1933
10001 & above	22	11331575	0.1635
Total	13453	1,28,98,616	100.00

Status of dematerialization of shares and liquidity as on March 31, 2025

Details	No. of shares	% of Share Capital	No. of Accounts
Nationalized Securities Depository Ltd. (NSDL)	11815521	91.60	5463
Central Depository Services(India) Ltd. (CDSL)	865804	6.71	6162
Physical	217291	1.68	1827
Total	1,28,98,616	100	13452

Outstanding Employee Stock Options, GDRs, ADRs, etc.

The Company has not issued any GDRs/ADRs/Warrants. There are no outstanding Foreign Currency Convertible Bonds ("FCCBs") and Employee Stock Options.

No funds were raised during the year through preferential allotment or qualified institutional placement.

Foreign exchange risk and hedging activities

The Company has a foreign exchange risk management policy for managing foreign currency exposure. The Company identifies risks and exposures to be hedged from time to time and hedges these exposures. During the year, the Company has managed foreign exchange risk and hedged in compliance with its extant foreign exchange risk management policy. The open foreign exchange exposures are reviewed at a regular interval. Note No. 2(xviii) to the standalone financial statements describes the accounting policy relating to the foreign currency transactions and translations.

The Company does not undertake any commodity hedging activities.

Credit Rating

Facilities/Instruments	Amount (₹ crore)	Rating1	Rating Action
Long Term Bank Facilities	42.58 (Enhanced from 36.00)	CARE BBB-; Stable	Reaffirmed and removed from Rating Watch with Developing Implications; Stable outlook assigned
Short Term Bank Facilities	7.50	CARE A3	Reaffirmed and removed from Rating Watch with Developing Implications
Long Term Bank Facilities	-	-	Withdrawn

Plant Locations

Plot B-13, Waluj Industrial Area
Waluj, Aurangabad-431 133

Address for correspondence

Shareholders holding shares in physical mode are requested to direct all equity shares related correspondence /queries to MUG Intime India Private Limited (RTA) and only the non-shares related correspondence and complaints regarding the RTA should be addressed to the Compliance Officer at the registered office of the Company. Shareholders holding shares in electronic mode (dematerialized form) should address all shares related correspondence to their respective Depository Participants only.

Auditors' Certificate

1. Certificate dated April 30, 2025, issued by Mehul Raval, Practicing Company Secretaries certifying that none of the

Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors by the Board/ Ministry of Corporate Affairs or any such statutory authority.

2. The certificate dated April 30, 2025, issued by Makarand M Joshi & Co., Practicing Company Secretaries on compliance with the Corporate Governance requirements by the Company is annexed herewith.

Share Transfer Agreement

Consequent to the termination of the Joint Venture between the Company, and Macsa ID, SA, the Company has entered into a Share Transfer Agreement ("STA") dated with Macsa ID, S.A. for the acquisition of the entire equity shareholding (i.e., 50% of the equity share capital) held by Macsa ID, S.A. in Forbes Macsa Private Limited.

Consequent with such a transfer the Forbes Macsa Private Limited become a wholly owned subsidiary of the Company.

DECLARATION UNDER REGULATION 26(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As provided under Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have confirmed compliance with the code of conduct for Board of Directors and Senior Management for the year ended March 31, 2025.

For Forbes & Company Limited

Nirmal Jagawat
Whole-Time Director
DIN: 01854117

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of FORBES & COMPANY LIMITED
Forbes Building, Charanjit Rai Marg, Fort,
Mumbai – 4000 01.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Forbes & Company Limited having CIN: L17110MH1919PLC000628 and having Registered office at Forbes Building, Charanjit Rai Marg, Fort, Mumbai - 400001 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors as on 31st March, 2025 on the Board of the Directors of the Company as stated below have been debarred or disqualified from being appointed as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Original Date of Appointment in Company	Date of Cessation
1	Ravinder Chander Prem	07771465	01/04/2024	04/04/2025
2	M. C. Tahilyani	01423084	28/04/2016	--
3	Jai Laxmikant Mavani	05260191	22/05/2012	--
4	Bapsy Faroukh Dastur	09623277	01/09/2024	--
5	Paras Khimji Savla	00516639	05/08/2014	--
6	Nikhil Jaysinh Bhatia	00414281	16/05/2019	--

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

Mehul Raval
Practicing Company Secretary
ACS: 18300
COP: 24170
UDIN: A018300G000283169

Date: April 30, 2025
Place: Mumbai

CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE

To,
The Members,
Forbes & Company Limited
Forbes Building, Charanjit Rai Marg Fort,
Mumbai - 400001, Maharashtra, India.

We have examined the compliance of conditions of Corporate Governance by **Forbes & Company Limited** ('the Company') for the year ended on March 31, 2025, as stipulated in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ['Listing Regulations'].

In our opinion and to the best of our information and according to the explanations given to us, and representations made by the management, we certify that the Company, has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V of Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Makarand M. Joshi & Co.**
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6290/2024

Kumudini Bhalerao
Partner
FCS: 6667
CP: 6690
UDIN: F006667G000243301

Date: April 30, 2025
Place: Mumbai

STANDALONE
FINANCIAL STATEMENTS FORMING PART
OF ANNUAL REPORT OF
FORBES & COMPANY LIMITED
FOR THE YEAR ENDED MARCH 31, 2025

INDEPENDENT AUDITOR'S REPORT

To the members of Forbes & Company Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Forbes & Company Limited** (hereinafter referred to as "the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and Notes to the Standalone Financial Statements, including a summary of material accounting policies and other explanatory information (hereinafter collectively referred as the "Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 (hereinafter referred as "the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed Under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended (hereinafter referred as "Ind AS") and other accounting principles generally accepted in India, of the state of affairs (financial position) of the Company as at March 31, 2025, its profit, other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

S. No.	Key Audit Matter (KAM)	How our audit addressed the Key Audit Matters
1	<p>Revenue Recognition:</p> <p>Revenue recognition for Real Estate Development Activities (Refer Notes 24 and 48 to the standalone financial statements)</p> <p>Revenue recognition for real estate development activities is considered a key audit matter in view of the involvement of management judgment in establishing the timing of the transfer of control to the customer, the enforceable right to payment for performance completed to date and related disclosures.</p> <p>In respect of real estate development projects, Revenue is recognized upon transfer of control of residential units to customers for an amount that reflects the consideration the Company expects to receive in exchange for those units. The point of revenue recognition is normally based on the terms as included in the intimation for the unit handover to the customer on completion of the project, after which the contract becomes non-cancellable by the parties.</p> <p>The Company records revenue at a point in time upon transfer of control of residential units to the customers as per requirements of Ind-AS 115 involves significant judgment by the Management.</p>	<p>Our audit procedures over the recognition of revenue for Real Estate Development activities included the following:</p> <ul style="list-style-type: none"> Obtaining an understanding and evaluating the design and testing of the effectiveness of key internal financial controls in respect of revenue recognition for real estate development activities; Obtaining an understanding of the Company's accounting policy on revenue recognition for real estate development activities and assessing compliance of the policy with principles enunciated under Ind-AS 115; Obtaining a listing of contracts with customers from the Management; On a sample basis, evaluating completeness and accuracy of the list of contracts mentioned above; Examining mathematical accuracy in respect of the amount recognized as revenue in respect of these customer contracts; Examining the terms of sales agreements, agreement value and other relevant details to validate revenue recognition during the year; Obtaining evidence regarding the transfer of control considering criteria as per Ind-AS 115 and evaluating the enforceability of payment for work completed to date for validating the timing of the transfer of control to the customer; and Evaluated the adequacy and appropriateness of the disclosures made in the standalone financial statements by the management with respect to revenue from the Real Estate Development Activities. <p>Based on the above audit procedures performed, we did not come across any significant exceptions with regard to revenue recognition in respect of real estate development activities.</p>
2	<p>Assessment of Provisions and Contingent Liabilities (Refer Notes 18A, 18B and 38 to the standalone financial statements)</p> <p>The Company undergoes assessment proceedings and related litigations with direct and indirect tax authorities and with certain other parties. There is a high level of management judgment required in estimating the probable outflow of economic resources and the level of provisioning and/or the disclosures required.</p> <p>The judgment of the management is supported by advice from independent tax and legal consultants, as considered necessary by the management. Any unexpected adverse outcomes could significantly impact the Company's reported profit and financial position.</p> <p>We considered this area as a key audit matter due to the associated uncertainty of the ultimate outcome and significant management judgment involved in the assessment.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> Understanding the status of the direct and indirect tax assessments/litigations & disputes with other parties; Reading recent orders and/or communication received from the tax authorities and with certain other parties and management responses to such communication; Where relevant, read the most recent available independent tax/legal advice obtained by management and evaluate the grounds presented therein; Obtaining confirmations from the Company's legal/ tax consultants (internal) to confirm the status of the assessments as well as having discussions with them as and when required; Assessing the adequacy of disclosure in the standalone financial statements. <p>Based on the above procedures, we did not identify any material exceptions relating to management's assessment of provisions and contingent liabilities.</p>

Information other than the Standalone Financial Statements and Auditor's Report thereon (hereinafter referred as "other information")

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management Responsibilities for the Standalone Financial Statements

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

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

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

Auditor's Responsibilities for the audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

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

- a) Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b) Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place 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 and the Board of directors.
- 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 Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- e) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone 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 the aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of 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 disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 in terms of Section 143 (11) of the Act, we give in "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 and based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows statement dealt with by this report are in agreement with the books of account;

- d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS specified under Section 133 of the Act;
- e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls with reference to the Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the Standalone Financial Statements; and
- g) With respect to the other matters to be included in the auditor's report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us;
- h) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at March 31, 2025 on its financial position in its Standalone Financial Statements - Refer note 38 to the Standalone Financial Statements.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, 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, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity

- (“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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“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;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement;
- v. During the year Company has not declared/paid any dividend hence reporting under rule 11 (f) is not applicable to that extent.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Moreover, the feature of the recording audit trail (edit log) facility is enabled at the database level to log any direct data changes pertaining to the accounting software used for maintaining books of account. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

SHARP & TANNAN ASSOCIATES
Chartered Accountants
Firm’s Registration No.: 0109983W
by the hand of

CA Parthiv S Desai
Partner
Membership No.: (F) 042624
UDIN- 25042624BMOCXV5448

Mumbai, April 30, 2025

Annexure A to the independent auditor's report on the standalone financial statements of Forbes & Company Limited for the year ended 31st March, 2025 (Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" Section of our report on even date)

- (i) (a) According to the information and explanation given to us and records examined by us;
- (A) The Company is maintaining proper records showing full particulars, including quantitative details and the situation of Property, Plant and Equipment (PPE) and relevant details of right of Use of assets.
- (B) The Company is maintained proper records showing full particulars of the Intangible assets of the Company.
- (b) The Company has a program of verification of PPE to cover all the items once in two years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to such program, all the PPE were physically verified by the Management during the previous year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information & explanations given to us and the records examined by us and based on the examination of the registered documents provided to us, we report that the title deeds, comprising all the immovable properties of land and buildings, (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company as on balance sheet date, except for the following:

Description of property	Gross carrying value (Rs. in Lakhs)	Title deeds held in the name of	Whether title deed holder is a promoter, director or their relative or employee	Period held - indicate range, where appropriate (years)	Reason for not being held in the name of the Company
Land and building in Mumbai and Delhi	19.08	Gokak Patel Volkart Limited	No	16	Administrative procedures for the change of name from Gokak Patel Volkart Limited, 2nd erstwhile the name of the Company have not been carried out.
Land, factory building and office premises at Mumbai, Thane, Ahmedabad and Bangalore	1,624.96	Forbes Gokak Limited	No	8-60	Administrative procedures for the change of name from Forbes Gokak Limited, the 3rd erstwhile name of the Company, have not been carried out.

- (d) According to the information & explanations given to us and the records examined by us, we report that the company has not made any revaluation of PPE (including Right of use assets) or intangible assets or both during the year. Accordingly, reporting on paragraphs 3 Clause (i) (d) of the Order is not applicable to the Company.
- (e) According to the information & explanations given to us, we report that there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting on paragraphs 3 Clause (i) (e) of the Order is not applicable to the Company.
- (ii) In our opinion and according to the information and explanations given to us;
- (a) the physical verification of inventory has been conducted at reasonable intervals by the management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. Inventory lying with the third parties have been substantially confirmed by management. The discrepancies noticed on physical verification of inventory as compared to book records were not more 10% or more and have been appropriately dealt with in the books of accounts. In the case of real estate work in progress inventories have been physically verified by the management during the year by way of site visits and no material discrepancies were noticed on such physical verifications.

- (b) during the year the company has renewed its working capital facility not in excess of five crores rupees, in aggregate, from banks. Accordingly, reporting on paragraphs 3 Clause (ii) (b) of the Order is not applicable to the Company.
- (iii) In our opinion and according to the information and explanations given to us;
- (a) During the year the Company has given loans to one subsidiary and one fellow subsidiary and the investment in one subsidiary. The aggregate amount during the year, and balance outstanding at the Balance Sheet date with respect to such loans and guarantees to the subsidiary are as per the table given below:

(Rs. in lakhs)

Particulars	Guarantees	Investment	Loans	Advances in the nature of loans
Aggregate amount during the year to subsidiaries/JV's /Group Company	-	0.00#	675.00	-
Balance outstanding as at Balance Sheet date in respect of the above case				
-Subsidiaries	-	##	-*	-
-Group Company	-	-	665.00	-

The amount is less than rounding of norms.

Outstanding investment of Rs.249.98 Lakhs amount has been fully provided

*This amount pertains to a company that ceased to be a subsidiary with effect from March 24, 2025.

- (b) In respect of the aforesaid loans and investment made, the terms and conditions under which such loans were granted/investments were made are not prejudicial to the interest of the Company.
- (c) The loans given by the company are repayable on demand and since the company has not demanded the principal as well as interest thereon. Therefore, we are not able to comment on the regularity of repayment of principal and payment of interest.
- (d) The loans given by the company are repayable on demand and since the company has not demanded the principal as well as interest thereon. Therefore, we are not able to comment on whether the principal and interest thereon is overdue for more than ninety days.
- (e) There were no loans/advances in the nature of the loan which fell due during the year and were renewed/extended. Further, no fresh loans were granted to the same parties to settle the existing overdue loans/advances in the nature of the loan.
- (f) Following loans were granted during the year, including to related parties under Section 2(76), which are repayable on demand or where no schedule for repayment of principal and payment of interest has been stipulated by the company.

(Rs. In Lakhs)

Particulars	All Parties	Promoters	Related Parties
Aggregate of loans/advances in nature of loan repayable on demand	675.00	-	675.00
Percentage of loans/advances in nature of loans to the total loans*	1.20%	-	1.20%

*Total loan includes the gross loan amounts i.e. without impairment provision

- (iv) According to the information and explanation provided to us, in respect of loans, investments, guarantees and security, the Company has complied with provisions of Section 185 and Section 186 of the Act.

- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits, within the meaning of section 73 to 76 of the Companies Act, 2013 and Rules framed thereunder, to the extent applicable. Accordingly, reporting on paragraphs 3 Clause (v) of the Order is not applicable to the Company.
- (vi) The Central Government has specified maintenance of cost records under Section 148(1) of the Act. We have broadly reviewed these records relating to materials, labour and other items of cost maintained by the Company and are of the opinion that, prima facie, the prescribed cost accounts and records have been prepared and maintained. We have not however made a detailed examination of records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- (a) in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, cess, and other material statutory dues, as applicable, with the appropriate authorities as per the records of the company examined by us.

There were no undisputed amounts payable in respect of these above statutory dues in arrears as at March 31, 2025, for a period of more than six months from the date they became payable.

- (b) There are no statutory dues referred to in sub-clause (a) as at March 31, 2025, which have not been deposited on account of a dispute, except as mentioned below;

(Rs. in Lakhs)

Name of the Statute	Nature of dues	The period to which the amount relates	Forum where the dispute is pending	Amount involved	Amount unpaid
The Income Tax Act, 1961	Income Tax	Assessment Year 2001- 02	Commissioner of Income Tax (Appeals), Income Tax Appellate Tribunal	14.97	14.97
The Finance Act, 1994	Service Tax (including interest and penalty, as applicable)	Financial Years 2007-08 to 2012-13	Customs, Excise & Service Tax Appellate Tribunal	2,637.48	2533.42
		Financial Year 2005-06, to 2012-13	Commissioner of Service Tax	134.17	134.17
The Custom Act, 1962	Interest on duty	Financial Year 2011-12	High Court of Kerala	87.84	87.84
The Central Excise Act, 1944	Excise Duty (including interest and penalty)	Financial Years 1999 - 2000	Customs, Excise & Service Tax Appellate Tribunal	1.63	1.63
Sales Tax Laws	Sales Tax (including interest and penalty, as applicable)	Financial Years 1990-91 to 1994-95, 1997-98 to 2006-07, 2008-09 to 2009-10 & 2013 -14.	Appellate Authority – up to Sales Tax Appellate Tribunal	631.13	603.41
MMC Act, 1888	Property Tax	Financial year 2010-11 to 2021-22	Assistant Assessor & Collector - Municipal Corporation of Greater Mumbai	1034.34	1034.34
	(Including Interest and penalty)				
Good and Service Tax Act, 2017	Tax	Financial year 2017-18	GST -Mazgaon Mumbai	142.95	128.66
	Interest and Penalty			187.73	187.73

- (viii) According to the information & explanations given to us and the records examined by us, there are no such transactions which are not recorded in the books of account, which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, reporting on paragraph 3 clause (viii) of the Order is not applicable to the Company.

- (ix) According to the information & explanations given to us;
- (a) The Company has not defaulted in repayment of loans or borrowings or in the payment of interest thereon to any lender during the year.
 - (b) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender during the year.
 - (c) During the year Company has not raised money by way of term loans. Accordingly, reporting on paragraph 3 clause (ix)(c) of the Order is not applicable to the Company.
 - (d) On an overall examination of the standalone financial statements of the Company, no funds raised on short term basis have been prima facie used for long term purposes during the year by the Company.
 - (e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
 - (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures. Accordingly, the requirement to report on paragraph 3(ix)(f) of the Order is not applicable to the Company.
- (x) According to the information and explanations given to us and the records examined by us,
- (a) In our opinion and according to the information and explanations given to us, the Company has not raised money by way of an initial public offer or further public offer (including debt instruments). Accordingly reporting on paragraph 3 clause (x) (a) is not applicable.
 - (b) During the year the Company has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) as per the provision of the act and regulation made by the securities exchange board of India. Accordingly, paragraph 3 clause (x) (b) of the Order is not applicable to the Company.
- (xi) According to the information and explanations given to us and during the course of our examination of the books and records of the company,
- (a) we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have been informed of any such case by the management.
 - (b) Based on the audit procedures performed by us there is no report under sub-section (12) of section 143 of the companies act 2013 has been filed by the auditors in the form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - (c) the generally accepted auditing practices in India, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company.
- (xii) The Company is not a Nidhi Company and hence reporting on paragraph 3 clause (xii) (a), (b) and (c) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable Ind AS.
- (xiv) According to the information and explanations given to us and the records examined by us,
- (a) the company has an internal audit system commensurate with the size and nature of its business.
 - (b) we have considered the internal audit reports of the company issued till the date of our audit report, for the period under audit.

- (xv) According to the information and explanations given to us, in our opinion during the year the company has not entered any non-cash transactions with its directors or persons connected with its directors and hence reporting on compliance with the provisions of section 192 of the Companies Act, 2013. Accordingly, reporting on paragraph 3 clause (xv) of the order is not applicable to the Company.
- (xvi) According to the information and explanations given to us and the records examined by us,
- (a) the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting on paragraph 3 Clause (xvi)(a) of the order is not applicable to the company.
 - (b) the Company has not conducted non-banking financial/housing finance activities during the year. Accordingly, reporting on paragraph 3 Clause (xvi)(b) of the order is not applicable to the company.
 - (c) the Company is not a Core Investment Company (CIC) as defined in the regulations made the Reserve Bank of India. Accordingly, reporting on paragraph 3 Clause (xvi)(c) of the order is not applicable to the company.
 - (d) The group has seven CICs as part of the Group as detailed in note 57(iii) to the standalone financial statements. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.
- (xvii) In our opinion and according to the information and explanations given to us, the company has not incurred cash losses in the current year as well as for the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year; accordingly, reporting on paragraph 3 Clause (xviii) of the order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, aging and expected dates of realization of financial assets and payment of financial liabilities, and 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 company is not capable of meeting its liabilities existing at the date of the 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 company's future viability. 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) According to the information and explanation given to us and on the basis of the accounts and records examined by us,
- (a) there is no unspent amount under sub-section (5) of Section 135 of the Act relating to the project other than ongoing projects. Accordingly, reporting on paragraph 3 Clause (xx)(a) of the Order is not applicable to the Company.
 - (b) In respect of ongoing projects, the company has transferred the unspent amount to a Special Account within a period of 30 days from the end of the financial year in compliance with Section 135(6) of the Act
- (xxi) The reporting on paragraph 3 clause (xxi) of the Order is not applicable in respect of the audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

SHARP & TANNAN ASSOCIATES

Chartered Accountants

Firm's Registration No.: 0109983W

by the hand of

CA Parthiv S Desai

Partner

Membership No.: (F) 042624

UDIN- 25042624BMOCXV5448

Mumbai, April 30, 2025

Annexure B to the independent auditor's report on the standalone financial statements of FORBES & COMPANY LIMITED for the year ended March 31, 2025.

(Referred to in paragraph 2 (f) under the heading, "Report on other legal and regulatory requirements" of our report on even date)

Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of **Forbes & Company Limited** (hereinafter referred to as "the Company") as of March 31, 2025, in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's & Board of Directors' Responsibilities for Internal Financial Controls with reference to the standalone financial statements

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal controls with reference to standalone financial statements 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 ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility for Internal Financial Controls with respect to the standalone financial statements

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing issued by ICAI prescribed Under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements. 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 with reference to standalone financial statements 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A Company's internal financial control with Reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with Reference to Financial Statements includes those policies and procedures that: (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements 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 to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such controls were operating effectively as at March 31, 2025, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

SHARP & TANNAN ASSOCIATES

Chartered Accountants

Firm's Registration No.: 109983W

by the hand of

CA Parthiv S Desai

Partner

Membership No.: (F) 042624

UDIN- 25042624BMOCXV5448

Mumbai, April 30, 2025

BALANCE SHEET AS AT 31ST MARCH, 2025

Particulars	Note No.	₹ in Lakhs	As at 31st Mar., 2025 ₹ in Lakhs	As at 31st Mar., 2024 ₹ in Lakhs
Assets				
1 Non-current assets				
Property, plant and equipment	5		262.25	143.47
Right-of-use assets	43		421.62	457.54
Capital work-in-progress	5.1		9.93	-
Investment Properties	6		2,014.37	2,101.55
Other Intangible assets	7		0.73	5.43
Financial Assets:				
i) Investments				
Investments in subsidiaries	8A	3,654.87		3,654.87
Investments in associates	8B	5.88		5.88
Investments in joint ventures	8D	-		250.00
Other Investments	8C	6,507.78		5,483.58
		10,168.53		9,394.33
ii) Loans	10A	665.00		-
iii) Other financial assets	11A	51.13		102.97
			10,884.66	9,497.30
Tax assets				
i) Deferred tax assets (net)	19	326.49		1,465.86
ii) Income tax assets (net)	23	202.82		542.90
			529.31	2,008.76
Other non-current assets	14A		209.22	188.72
Total Non-current assets			14,332.09	14,402.77
2 Current assets				
Inventories	12		1,396.65	12,144.37
Financial Assets:				
i) Investments	8F	3,442.25		3,434.64
ii) Trade receivables	9	786.85		670.24
iii) Cash and cash equivalents	13A	968.48		1,820.47
iv) Bank balances other than (iii) above	13B	1,237.69		1,208.37
v) Loans	10B	0.55		1.82
vi) Other financial assets	11B	97.96		570.08
			6,533.78	7,705.62
Other current assets	14B		663.13	1,924.23
			7,196.91	9,629.85
Asset classified as held for sale			-	3.85
Total Current assets			8,593.56	21,778.07
Total Assets			22,925.65	36,180.84

BALANCE SHEET AS AT 31ST MARCH, 2025

Particulars	Note No.	₹ in Lakhs	As at 31st Mar., 2025 ₹ in Lakhs	As at 31st Mar., 2024 ₹ in Lakhs
Equity and Liabilities				
Equity				
Equity share capital	15	1,289.86		1,289.86
Other equity	16	14,390.12		10,904.71
Total Equity			15,679.98	12,194.57
Liabilities				
1 Non-current liabilities				
Financial liabilities:				
i) Lease liability	43	483.97		493.54
ii) Other financial liabilities	17A	365.57		398.22
			849.54	891.76
Provisions	18A	818.62		804.36
Total Non-current liabilities			1,668.16	1,696.12
2 Current liabilities				
Financial liabilities:				
i) Borrowings	21	3.68		-
ii) Lease liability	43	12.93		9.58
iii) Trade payables	22			
a) total outstanding dues of micro enterprises and small enterprises; and		124.93		139.89
b) total outstanding dues of creditors other than micro enterprises and small enterprises		2,240.07		2,778.45
iv) Other financial liabilities	17B	1,040.84		2,189.56
			3,422.45	5,117.48
Other current liabilities	20	2,100.34		17,141.19
Provisions	18B	54.72		31.48
Current tax liabilities (net)	23	-		-
Total Current Liabilities			5,577.51	22,290.15
Total Liabilities			7,245.67	23,986.27
Total Equity and Liabilities			22,925.65	36,180.84
Material Accounting Policies	1 -4			
The accompanying notes form an integral part of the financial statements	5 -59			

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai

Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

For and on behalf of the Board of Directors

M. C. TAHILYANI

Chairman

DIN : 1423084

JAI L. MAVANI

Director

DIN : 05260191

NIRMAL JAGAWAT

Whole-time Director

DIN: 01854117

Place: Mumbai

Date: 30th April, 2025

Place: Mumbai

Date: 30th April, 2025

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars	Note No.	₹ in Lakhs	Year ended 31st Mar., 2025 ₹ in Lakhs	Year ended 31st Mar., 2024 ₹ in Lakhs
I Revenue from operations	24	19,684.12		12,345.15
II Other income	25	1,595.92		2,280.92
III Total Income (I + II)			21,280.04	14,626.07
IV Expenses:				
Real estate development costs	26	1,508.30		3,551.38
Cost of materials consumed	27A	1,781.94		1,956.40
Purchases of stock-in-trade		-		120.77
Changes in inventories of finished goods, work-in-progress and stock-in-trade	27B	10,708.67		2,893.05
Employee benefits expenses	28	1,414.24		1,425.86
Finance costs	29	51.76		108.53
Depreciation and amortisation expenses	30	152.01		158.49
Other expenses	31A	1,680.84		1,675.88
Total expenses (IV)			17,297.76	11,890.36
V Profit before exceptional items and tax (III - IV)			3,982.28	2,735.71
VI Exceptional items (net)	31B		(202.00)	(485.56)
VII Profit / (loss) before tax (V + VI)			3,780.28	2,250.15
VIII Tax expense / (credit):				
(a) Current tax	32	140.04		-
(b) (Excess) / short provision for tax of earlier years	32	-		16.55
(c) Deferred tax	32	946.77		200.41
			1,086.81	216.96
IX Profit / (loss) for the year (VII - VIII)			2,693.47	2,033.19
X Other Comprehensive Income				
(i) Items that will not be reclassified to Statement of Profit and Loss				
(a) Remeasurement of the defined benefit plans			(39.66)	(60.68)
(b) Fair value changes on Equity instruments through other comprehensive income			1,024.20	363.00
(ii) Taxes on items that will not be reclassified to Statement of Profit and Loss				
(a) Deferred Tax Expenses	32.2		(192.60)	(27.01)
			791.94	275.31
XI Total Comprehensive Income / (Loss) for the year (IX + X)			3,485.41	2,308.50

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars	Note No.	₹ in Lakhs	Year ended 31st Mar., 2025 ₹ in Lakhs	Year ended 31st Mar., 2024 ₹ in Lakhs
XII Earning per equity share :				
Basic and diluted earnings per equity share (after exceptional items)	33		₹ 20.88	₹ 15.77
Material Accounting Policies	1 - 4			
The accompanying notes form an integral part of the financial statements	5 - 59			

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai
Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai

Date: 30th April, 2025

For and on behalf of the Board of Directors

M.C. TAHILYANI

Chairman

DIN : 1423084

JAI L. MAVANI

Director

DIN : 05260191

NIRMAL JAGAWAT

Whole-time Director

DIN: 01854117

Place: Mumbai

Date: 30th April, 2025

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2025

	Year ended 31st Mar., 2025 ₹ in Lakhs	Year ended 31st Mar., 2024 ₹ in Lakhs
Cash flows from operating activities		
Profit/(Loss) before tax from continuing and discontinued operations	3,780.28	2,250.15
Adjustments for -		
Depreciation and amortisation expense	152.01	158.49
Interest income earned on financial assets that are not designated as at fair value through profit or loss :		
(i) Bank deposits	(142.64)	(193.71)
(ii) Inter-corporate deposits	(24.11)	(1.85)
Interest on Income Tax	(24.29)	(15.63)
Finance costs	51.76	108.53
Unrealised Foreign Exchange gains / (losses)	(1.88)	(10.14)
(Gain)/loss on disposal of property, plant and equipment	(953.52)	(1,805.04)
Provision for doubtful trade receivables	5.64	5.11
Provision for doubtful loans and advances	1.06	6.88
Provision for Contingencies	-	272.00
Advances written off	-	1.69
Trade receivables written off	11.41	-
Credit balances / excess provision written back	(107.88)	(3.58)
Dividend / Gain on sale of current investment	(202.97)	(48.20)
impairment in the value of investments Forbes Macsa	250.00	-
Unrealised gain / loss from current investment	(29.65)	(167.81)
	(1,015.06)	(1,693.26)
Exceptional items:		
- Provision for disputed matters	-	(559.05)
- Profit on sale of Investment in FFSP	-	(133.44)
-Provision for doubtful loans and advances	(48.00)	60.00
Sale consideration of Forbes Concept Hospitality Services Pvt Ltd	-	(0.05)
	(48.00)	(632.54)
	(1,063.06)	(2,325.80)
Operating profit before working capital changes	2,717.22	(75.65)
Changes in working capital:		
(Increase) /decrease in trade and other receivables	(133.66)	15.30
(Increase) /decrease in inventories	10,747.73	2,792.74
(Increase)/ decrease in other assets	1,828.27	(971.74)
Increase /(decrease) in trade and other payables	(443.59)	971.47
Increase /(decrease) in provisions	(2.15)	609.52
Increase /(decrease) in other liabilities	(16,215.76)	(5,065.43)
	(4,219.16)	(1,648.14)
Cash inflow / (outflow) from operations	(1,501.94)	(1,723.79)
Income taxes (paid)/ refunds received (net)	224.33	39.71
(a) Net cash inflow / (outflow) from operating activities	(1,277.61)	(1,684.08)
Cash flows from investing activities:		
Payments for property, plant and equipment (net of capital creditors and including capital advances, capital work-in-progress, investment properties and intangible assets)	(196.68)	(23.38)
Proceeds from disposal of property, plant and equipment	988.84	1,820.22
Proceeds from sale / capital reduction of long-term investments		
- Joint Ventures	-	133.49
Proceeds from sale of current investments	2,250.00	953.04
Inter Corporate Deposits given to related parties	(665.00)	-
Investment in Mutual Fund	(2,025.00)	(2,801.20)
Interest received	134.22	195.56
Dividend / Gain on sale of current investment	-	48.20
(b) Net cash inflow / (outflow) from investing activities	486.38	325.93

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2025

	Year ended 31st Mar., 2025 ₹ in Lakhs	Year ended 31st Mar., 2024 ₹ in Lakhs
Cash flows from financing activities:		
Proceeds from short-term borrowings	3.69	-
Finance costs paid	(4.09)	(60.11)
Payment of Lease Liabilities	(53.89)	(54.04)
Dividend paid on equity shares	(6.47)	-
(c) Net cash inflow / (outflow) from financing activities	(60.76)	(114.15)
(d) Net increase/ (decrease) in cash and cash equivalents (a + b + c)	(851.99)	(1,472.30)
(e) Cash and cash equivalents as at the commencement of the year	1,820.47	3,292.77
(f) Cash and cash equivalents as at the end of the year (d + e)	968.48	1,820.47

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

Cash and cash equivalents as per above comprise of the following

	31st Mar., 2025 ₹ in Lakhs	31st Mar., 2024 ₹ in Lakhs
Balances with bank		
- In current accounts	507.91	584.15
- In EEFC Accounts	0.39	86.44
- In deposit accounts (with original maturity upto 3 months)	460.18	1,149.88
Cash on hand	-	-
Balances as per statement of cash flows	968.48	1,820.47

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" setout in Indian Accounting Standard - 7 on Statement of Cash Flows.
- Previous year figures have been regrouped/ reclassified, wherever necessary to confirm to current year classification.
- Other bank balances at the end of the year includes: (i) earmarked balances towards unpaid dividends ₹ 57.42 Lakhs (*Previous year ₹ 63.88 Lakhs*) and (ii) margin money deposits ₹ 523.81 Lakhs (*Previous year ₹ 1,129.31 Lakhs*) includes security against license for import of goods under EPCG Scheme and hence are not available for immediate use by the Company.

Material Accounting Policies	1 - 4
The accompanying notes form an integral part of the financial statements	5 - 59

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai

Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai
Date: 30th April, 2025

For and on behalf of the Board of Directors

M.C. TAHILYANI
Chairman
DIN : 1423084

JAI L. MAVANI
Director
DIN : 05260191

NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117

Place: Mumbai
Date: 30th April, 2025

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2025

a. Equity share capital

₹ in Lakhs	
Particulars	Amount
Balance as at 31st March, 2023	1,289.86
Changes in equity share capital	-
Balance as at 31st March, 2024	1,289.86
Changes in equity share capital	-
Balance as at 31st March, 2025	1,289.86

b. Other equity

₹ in Lakhs					
Particulars	Reserves and surplus				
	General Reserves	Capital Reserve	Other Comprehensive Income	Retained earnings	Total
Balance as at 31st March, 2023	39,954.45	(93,902.99)	1,279.75	72,064.10	19,395.31
Profit / (loss) for the year	-	-	-	2,033.19	2,033.19
Impact of demerger (FPTL)	(5,810.21)	-	5.67	(4,989.56)	(10,794.10)
Impact of investment in FPTL write off	(5.00)	-	-	-	(5.00)
Other comprehensive income / (loss) for the year, net of income tax	-	-	275.31	-	275.31
Total comprehensive income / (loss) for the year	(5,815.21)	-	280.98	(2,956.37)	(8,490.60)
Balance as at 31st March, 2024	34,139.24	(93,902.99)	1,560.73	69,107.73	10,904.71
Profit / (loss) for the year	-	-	-	2,693.47	2,693.47
Other comprehensive income / (loss) for the year, net of income tax	-	-	791.94	-	791.94
Total comprehensive income / (loss) for the year	-	-	791.94	2,693.47	3,485.41
Balance as at 31st March, 2025	34,139.24	(93,902.99)	2,352.67	71,801.20	14,390.12

Material Accounting Policies

1 - 4

The accompanying notes form an integral part of the financial statements

5 - 59

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W

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NIRMAL JAGAWAT

Whole-time Director

DIN: 01854117

Place: Mumbai

Date: 30th April, 2025

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

1. GENERAL INFORMATION

Forbes & Company Limited ("the Company") is one of the oldest companies of the world. The Company traces its origin to the year 1767 when John Forbes of Aberdeenshire, Scotland started his business in India. Over the years, the Management of the Company moved from the Forbes Family to the Campbells to the Tata Group and now finally to the well known Shapoorji Pallonji Group. Its parent and ultimate holding company is Shapoorji Pallonji and Company Private Limited. The Company is mainly engaged in the business of manufacturing and trading of engineering products, real estate development projects and leasing of premises. It is listed on the Bombay Stock Exchange. The address and registered office and principal place of business are disclosed in the Annual Report.

2. MATERIAL ACCOUNTING POLICIES

i) Statement of Compliance with Ind AS

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 ('the Act') read together with Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act as amended from time to time.

ii) Basis of Preparation and Presentation

The financial statements have been prepared on the historical cost basis except for the following;

- Certain financial assets and liabilities (including derivative instruments) is measured at fair value;
- assets held for sale - measured at fair value less cost to sell or their carrying amount whichever is lower;
- defined benefit plans - plan asset measured at fair value

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

For financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products/activities of the Company and the normal time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for Coding and Automation business and 48 months for real estate business for the purpose of classification of its assets and liabilities as current and non current .

These financial statements are presented in Indian Rupees (₹) which is the Company's functional currency. All amounts are rounded off to the nearest lakhs (including two decimals), unless otherwise stated. The accounting policies adopted in the preparation of the financial statements are consistent with those of the previous year.

During the previous year, the Company engaged in a Scheme of Arrangement known as the "Scheme" that resulted in the demerger of the Precision Tools business of Forbes & Company Limited (the "Demerged Company") into a Forbes Precision Tools and Machine Parts Limited (the "Resulting Company"). This demerger was approved by the National Company Law Tribunal (NCLT), Mumbai Bench on 9th February 2024, and the certified copy of the order was received on 20th February 2024. The Precision tools business is demerged from the effective date i.e. 1st March 2024.

Use of estimates, judgements and assumptions

The preparation of financial statements in conformity with the recognition and measurement principles of Ind AS requires management of the Company to make estimates and judgements that affect the reported balances of assets and liabilities, disclosures of contingent liabilities as at the date of the financial statements and the reported amounts of income and expenses for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. The Company uses the following critical accounting judgements, estimates and assumptions in preparation of its standalone financial statements:

iii) Investments in subsidiaries, associates and joint ventures

Subsidiaries:

Subsidiaries are all entities over which the Company has control, including through its subsidiaries. Control is achieved when the Company has power over the investee, is exposed,

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

or has rights, to variable returns from its involvement with the investee and has the ability to use its power to affect its returns.

Associates:

An associate is an entity over which the Company has significant influence but not control or joint control. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

Joint Arrangements:

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The Company had joint ventures.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement.

Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Company has elected the exemption of previous GAAP carrying value of all its investments in subsidiaries, associates and joint ventures recognised as of 1st April, 2015 (transition date) as deemed cost.

Investments in the Subsidiaries, Associates and Joint ventures are accounted at cost less provision for impairment.

iv) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost of acquisition, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price (excluding refundable taxes), borrowing costs if capitalization criteria are met and includes directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Freehold land is not depreciated. Subsequent expenditures related to an item of property, plant and equipment are added to its carrying value only when it is probable that the future economic benefits from the asset will flow to the Company and cost can be reliably measured.

Losses arising from the retirement of, and gains or losses arising from disposal of property, plant and equipment are recognised in the Statement of Profit and Loss.

Depreciation on property, plant and equipment has been provided on straight line method as per the useful lives estimated by management. The life of the assets has been assessed based on technical evaluation which are higher than those specified by Schedule II to the Act, taking into account the nature of the assets, the estimated usage of the assets, the operating conditions of the assets, past history of replacement, anticipated technological changes, etc.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Gains and losses on disposals are determined by comparing proceeds on sale with carrying amount. These are included in Statement of Profit and Loss within other gains / losses.

The estimated useful lives of the property, plant and equipment are as under:

Sr. No.	Class of assets	Estimated useful life
a	Building including investment properties	10 - 60 years
b	Plant and Equipment	10 - 15 years
c	Furniture and Fixtures	10 years
d	Vehicles	4 years
e	Office equipment, Data processing equipments:-	
	- Owned	Office equipments 5 years and Data processing equipments 3 to 5 years.
	- Leased	Lower of lease term and useful life as stated above
f	Buildings on leasehold land (including investment properties)	Lower of the useful life in the range of 30 - 60 years and the lease term building useful life is based on technical certification
g	Temporary structures (included in building)	4 years

Fixed assets individually costing ₹ 5,000 and less are depreciated fully in the year of purchase.

v) Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

for such purposes). Investment properties are measured initially at cost, including transaction costs and where applicable borrowing cost. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model, other than those that meet the criteria to be classified as held for sale shall be measured in accordance with Ind AS 105.

The estimated useful life of lease hold land is equivalent to the lease term.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss in the period in which the property is derecognised.

vi) Intangible Assets

Intangible assets, being computer software, are stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any. The cost comprises acquisition and implementation cost of software for internal use (including software coding, installation, testing and certain data conversion).

Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Expenditure on development eligible for capitalisation is carried as intangible assets under development where such assets are not yet ready for their intended use.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the disposal proceeds and the carrying amount of the asset and are recognised as income or expense in the Statement of Profit and Loss.

Cost of software is amortised over a period of 5 years being the estimated useful life.

vii) Impairment of Assets

The Company assesses at end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less

than its carrying amount, the carrying amount is reduced to its recoverable amount (cash generating unit). The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the lower of recoverable amount and the carrying amount that would have been determined had no impairment loss been recognised. Non financial asset other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash generating unit).

viii) Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value except trade receivable which is measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification:

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts (including all fees and amounts that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in the Statement of Profit and Loss and is included in the "Other income" line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in the Statement of Profit and Loss. The net gain or loss recognised in the Statement of Profit and Loss incorporates any dividend or interest earned on the financial asset. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, loan commitments, trade receivables, financial guarantees not designated as FVTPL and fair value through other comprehensive income and other contractual rights to receive cash or other financial asset.

For trade receivables or any contractual right to receive cash or another financial asset that result from revenue transactions, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss ("ECL") allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109 Financial Instruments. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased

significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Derecognition of financial assets

A financial asset is derecognised only when

- The contractual rights to the cash flows from the financial asset expire, or
- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.
- The company has no obligation to pay amounts to the eventual recipients unless it collects equivalent amounts from the original asset. Short-term advances by the company with the right of full recovery of the amount lent plus accrued interest at market rates do not violate this condition.
- The company is prohibited by the terms of the transfer contract from selling or pledging the original asset other than as security to the eventual recipients for the obligation to pay them cash flows.
- The company has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the company is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents (as defined in Ind AS 7 Statement of Cash Flows) during the short settlement period from the collection date to the date of required remittance to the eventual recipients, and interest earned on such investments is passed to the eventual recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost and

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

FVTPL, the exchange differences are recognised in the Statement of Profit and Loss.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL. Borrowings are initially recognised at fair value, net of transaction costs incurred.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. A substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid including any non-cash assets transferred or liabilities assumed, and payable is recognised in the Statement of Profit and Loss.

Derivative financial instruments

The Company enters into derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the original or modified terms of a debt instrument, financial guarantee contracts are recognised initially as a financial liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amount amortisation where appropriate.

The Fair value of financial guarantees is determined based on the present value of the difference in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligation.

ix) Inventories

Inventories are valued at the lower of the acquisition / production cost and net realisable value. Costs of inventories are determined on weighted average basis. Raw materials and stores, work in progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

Real estate development work-in-progress :-

Cost of real estate business is charged to the Statement of Profit and Loss in proportion to the revenue recognised during the year and the balance cost is carried forward as "Real Estate Work in Progress" under Inventories.

Real estate development work-in-progress cost includes construction and development cost, allocated interest and other overheads related to projects under construction and is valued at lower of cost and net realizable value

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

x) Employee Benefits

a) Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the undiscounted amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Balance Sheet.

b) Other long-term employee benefits

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

c) Post-employment obligations

The Company operates the following post-employment schemes:

- Defined Contribution plans such as superannuation and employee state insurance scheme.
- Defined Benefit plans such as gratuity, provident fund, post-retirement medical benefits and non-compete fees (eligible whole-time directors and on their demise their spouses are entitled to medical benefits subject to certain limits and fixed monthly payment as non-compete fee).

Defined Contribution Plans

The Company's contribution to superannuation fund, pension and employee state insurance scheme are considered as defined contribution plans, as the Company does not carry any further obligations apart from the contributions made on a monthly basis and are charged as an expense based on the amount of contribution required to be made.

In case of Superannuation, contributions are made to the Life Insurance Corporation of India (LIC).

Defined Benefit Plans

In case of Provident fund, contributions are made to a Trust administered by the Company. The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity, post-retirement medical benefits and non-compete fees plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

Eligible employees receive benefits from a provident fund which is defined benefit plan. The employees of the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employees' salary. The Company contributes a part of the contributions to Forbes & Company Ltd. Employees Provident Fund. The rate at which the annual interest is payable to the beneficiaries by the Trust is being determined by the Government. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate. Any obligation in this respect is measured on the basis of an independent actuarial valuation. The remaining portion is contributed to the Government administered pension fund in respect of which the Company has no further obligations. Prepaid contributions are recognised as an asset to the extent that a cash refund or reduction in the future payments are available.

The Company's liability towards gratuity, which is a defined benefit plan, is determined on the basis of valuations, as at Balance Sheet date, carried out by an independent actuary using Projected Unit Credit Method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

recognised immediately in the Statement of Profit and Loss as past service cost.

- d) **A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.**

xi) **Provisions and Contingent Liabilities**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous Contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

Contingent liability is disclosed for (i) Possible obligations that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made, unless the possibility of outflows of resources embodying economic benefits are remote.

xii) **Revenue recognition**

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

The Company applies the five-step approach for recognition of revenue:-

- Identification of contract(s) with customers;
- Identification of the separate performance obligations in the contract;
- Determination of transaction price;
- Allocation of transaction price to the separate performance obligations; and
- Recognition of revenue when (or as) each performance obligation is satisfied.

1 Sale of goods:

Further the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity.

The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

At contract inception, since for most of the contracts it is expected that the period between the transfer of the promised goods or services to a customer and payment for these goods or services by the customer will be one year or less, practical expedient in IND AS 115 have been applied and accordingly:

- a) The Company does not adjust the promised amount of consideration for the effects of a significant financing component
- b) The Company recognises the incremental costs of obtaining a contract as an expense when incurred
- c) No information on remaining performance obligations as of the year end that have an expected original term of one year or less was reported.

A contract liability is the Company's obligation to transfer goods or services to a customer, for which the Company has already received consideration from customers.

2 Interest and Dividend Income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

3 Export Incentives:

Income from export incentives is recognised on accrual basis to the extent the ultimate realisation is reasonably certain.

4 Revenue from real estate contracts:

In respect of real estate development projects undertaken by the Company, the control of real estate units is said to be satisfied over time, if any one of the following criteria is met:

- a) the customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs
- b) the entity's performance creates or enhances an asset that the customer controls as the asset is created or enhanced
- c) the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date

In all other cases, where the above criterias for satisfaction of performance obligation and recognising revenue over time are not met, revenue would be recognised when control of the real estate units has been transferred and there is no unfulfilled obligation which could affect the customer's acceptance of the real estate units. Considering the terms of the contract, revenue is recognised at a point in time when:

- The Company has transferred to the customer all significant risk and rewards of ownership and the Company retains no effective control of the real estate unit to a degree usually associated with ownership;
- The Company has handed over possession of the real estate unit to the customer or deemed possession based on the contract with the customer;
- No significant uncertainty exists regarding the amount of consideration that will be derived from the sale of the real estate unit;
- It is not unreasonable to expect ultimate collection of revenue from customer.

Revenue is measured as the fair value of consideration which the Company expects to be entitled to in exchange of transferring the property to the customer (excluding amounts collected on behalf of third parties e.g. taxes). Revenue

is recognized with respect to executed sales contracts on transfer of control of the real estate units to the customers.

xiii) Foreign currency transactions and balances

In preparing the financial statements of the Company, transactions in currencies other than the Company's functional currency viz. Indian Rupee are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise.

Non-monetary items that are measured in terms of historical costs in a foreign currency are not retranslated.

xiv) Lease accounting

As a lessee:

From 1 April 2019, leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Contracts may contain both lease and non lease components. The Company allocates the consideration in the contracts to the lease and non-lease components based on their relative standalone prices. However, the Company has elected not to separate lease and non-lease components and instead account for these as a single lease components.

Assets and liabilities arising from a lease are initially measured on present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in substances fixed payments), less any lease incentive receivable
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- any residual value guarantees provided to the lessor by the lessee, a party related to the lessee or a third party unrelated to the lessor that is financially capable of discharging the obligations under the guarantee;
- the exercise price of the purchase option if the Company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Company exercising that option.

Lease payments to be made under reasonably certain extension option are also included in the measurement of the liability. The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that lessee would have to pay to

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

borrow the fund necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar term, security and conditions.

To determine the incremental borrowing rate, the Company:

- where possible, uses recent third party financing received by the lessee as a starting point, adjusted to reflect changes in financing condition since third party financing received
- use a build-up approach that starts with the risk-free interest rate adjusted for credit risk for leases, which does not have recent third party financing, and
- make adjustments specific to the leases, e.g. term, security, currency etc.

The Company is exposed to potential future increases in variable lease payments based on index or rate, which are not included in the lease liability until they take effect. When adjustment to lease payments based on index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. Finance cost is charged to Statement of Profit and Loss over the lease period so as to produce a constant periodical rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis. If the Company is reasonably certain to exercise purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and all leases of low-value assets are recognized on a straight-line basis in the Statement of Profit and Loss. Short term leases are leases with a lease term of 12 months or less.

As a lessor:

Lease income from operating leases where the Company is a lessor is recognized in income on a straight line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset

and recognized as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature. The Company did not need to make any adjustments to the accounting for assets held as a lessor as a result of adopting the new leasing standard.

xv) Taxes on Income

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. The Company recognises Minimum Alternate Tax credit under the Income Tax Act, 1961 as an asset only when and to the extent there is convincing evidence that the Company will be liable to pay normal income tax during the specified period.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

xvi) Government grants

Government grants are not recognised until there is reasonable assurance that the Company will comply with the conditions attaching to them and that the grants will be received. These are recognised in the Statement of Profit and Loss on a systematic basis over the period in line with the related costs.

xvii) Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets, which are assets that necessarily takes a substantial period of time to get ready for its intended use or sale, are added to the cost of those assets; until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

xviii) Segment Reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenue and incur expenses, whose operating results are regularly reviewed by the Company's chief operating decision maker in order to effectively allocate the Company's resources and assess performance.

xix) Non-current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Non-current assets are not depreciated or amortised while they are classified as held for sale.

xx) Cash and cash equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject

to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

xxi) Exceptional Items

Exceptional items reflect items which individually or, if of a similar type, in aggregate, are disclosed separately due to their size or incidence in order to obtain clear and consistent presentation of the Company's performance.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the accounting policies, which are described in note 2, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

3.1 Critical judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations (see note 3.2 below), that the directors have made in the process of applying the accounting policies and that have the most significant effect on the amounts recognised in the financial statements.

3.1.1 In the matter of Svadesh Mills Limited (Svadeshi), on 22nd January 2025, the Division Bench of the Bombay High Court set aside the earlier order, vacated the stay on winding up, and directed the Official Liquidator to take control of Svadeshi's assets, which occurred on 23rd January 2025. GVEPL and the Company filed a Special Leave Petition (SLP) before the Hon'ble Supreme Court. On 31st January 2025, the Supreme Court stated that a fresh application may be filed before the Company Judge, Bombay High Court, for a stay on winding up, directing the application be heard expeditiously. Accordingly, the Company and GVEPL have filed fresh applications for a permanent stay on the winding-up proceedings.

3.1.2 The NCLT, Mumbai Bench, by order dated March 24, 2025, admitted Forbes Technosys Ltd.'s (FTL) petition under Section 10 of the Insolvency and Bankruptcy Code, initiating the Corporate Insolvency Resolution Process (CIRP) and appointing an Interim Resolution Professional (IRP). The Board of FTL stands suspended, with management now under the IRP. As the Company no longer has significant influence or control over FTL, it is being reclassified from subsidiary to other entity. Investments in FTL are

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

fully provided for.

3.2 Key sources of estimation uncertainty

3.2.1 Real Estate Development

The determination of the period over which revenue from real estate development activities should be recognized, the timing of transfer of control to the customer; and determination of whether the Company has an enforceable right to payment as per requirements of Ind AS 115 involves significant judgement.

3.2.2 Contingent Liabilities and Provisions

Contingent Liabilities and Provisions are liabilities of uncertain timing or amount and therefore in making a reliable estimate of the quantum and timing of liabilities judgement is applied and re-evaluated at each reporting date.

3.2.3 Useful life and residual value of Property, Plant and Equipment (including investment properties)

As described in Note 2(iv) and 2(vi), the Company reviews the estimated useful life and residual values of property, plant and equipment at each reporting date.

3.2.4 Fair value measurement and valuation process

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. The management of the Company determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the company uses market-observable data to the extent it is available. Where such inputs are not available, the Company engages third party qualified valuers to perform the valuation.

3.2.5 Impairment

Determining whether an asset is impaired requires as estimation of fair value/value in use. Such valuation requires the Company to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. Where the actual future cash flows are less than expected, a material impairment loss may arise.

3.2.6 Impairment of Trade Receivables

The impairment provisions for trade receivables are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3.2.7 Defined Benefit Obligations

The present value of defined benefit obligations is determined by discounting the estimated future cash outflows by reference to market yields at the end of reporting period that have terms approximating to the terms of the related obligation.

3.2.8 Deferred Tax Asset

Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. The Company recognises Minimum Alternate Tax credit under the Income Tax Act, 1961 as an asset only when and to the extent there is convincing evidence that the Company will be liable to pay normal income tax during the specified period.

4. ADOPTION OF NEW AND AMENDED INDIAN ACCOUNTING STANDARDS

(i) New amendments issued but not effective

Ministry of Corporate Affairs ('MCA') notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2025, MCA has notified Ind AS 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

5A. Property, plant and equipment (Own, unless otherwise stated) for the year ended 31st March, 2025.

₹ in Lakhs

	Building and structures	Vehicles	Data processing equipments	Office equipments	Furniture and fixtures	Plant and equipment	Data processing equipments (Finance Lease)	As at 31st Mar., 2025
Cost or Deemed cost								
Balance at 1st April, 2024	127.31	35.47	65.85	144.88	62.73	149.04	1.02	586.30
Additions	-	-	17.56	31.98	114.62	7.70	-	171.86
Disposals	-	-	1.06	-	-	3.91	-	4.97
Balance at 31st March, 2025	127.31	35.47	82.35	176.86	177.35	152.83	1.02	753.19
Accumulated depreciation								
Balance at 1st April, 2024	58.70	19.45	51.65	131.12	60.26	120.63	1.02	442.83
Eliminated on disposals of assets	-	-	1.06	-	-	1.24	-	2.30
Depreciation expense for the year	12.40	11.15	7.70	7.13	6.64	5.39	-	50.41
Balance at 31st March, 2025	71.10	30.60	58.29	138.25	66.90	124.78	1.02	490.94
Carrying Amount								
Balance at 31st March, 2025	56.21	4.87	24.06	38.61	110.45	28.05	-	262.25

5B. Property, plant and equipment (Own, unless otherwise stated) for the previous year ended 31st March, 2024.

₹ In Lakhs

	Building and structures	Vehicles	Data processing equipments	Office equipments	Furniture and fixtures	Plant and equipment	Data processing equipments (Finance Lease)	As at 31st Mar., 2024
Cost or Deemed cost								
Balance at 1st April, 2023	4,234.54	71.49	295.00	204.54	186.21	9,429.39	1.02	14,422.19
Less: Assets pertaining to discontinued operations and other adjustments #	4,107.23	36.02	218.06	57.50	99.87	9,280.80	-	13,799.48
Balance at 1st April, 2023	127.31	35.47	76.94	147.04	86.34	148.59	1.02	622.71
Additions	-	-	-	0.69	0.61	0.45	-	1.75
Disposals	-	-	11.09	2.85	24.22	-	-	38.16
Balance at 31st March, 2024	127.31	35.47	65.85	144.88	62.73	149.04	1.02	586.30
Accumulated depreciation								
Balance at 1st April, 2023	597.81	41.27	139.88	183.57	156.15	4,714.50	1.02	5,834.20
Less: Assets pertaining to discontinued operations and other adjustments #	553.76	32.97	83.12	53.51	72.84	4,606.64	-	5,402.84
Balance at 1st April, 2023	44.05	8.30	56.76	130.06	83.31	107.86	1.02	431.36
Eliminated on disposals of assets	-	-	11.08	2.85	24.21	-	-	38.14
Depreciation expense for the year	14.65	11.15	5.97	3.91	1.16	12.77	-	49.61
Balance at 31st March, 2024	58.70	19.45	51.65	131.12	60.26	120.63	1.02	442.83
Carrying Amount								
Balance at 31st March, 2024	68.61	16.02	14.20	13.76	2.47	28.41	-	143.47

Notes:

During the previous year, the Company has completed the Scheme of Arrangement for demerger of the Precision Tools business of the Company (the “Demerged Company”) into Forbes Precision Tools and Machine Parts limited (the “Resulting Company”). This demerger was approved by the National Company law Tribunal (NCLT), Mumbai Bench on 9th February 2024, and the certified copy of the order was received on 20th February 2024. The effective date of the merger is 1st March 2024. All the assets & liabilities of Precision tools business has been transferred to the Resulting Company including Opening Gross Block and Opening Accumaltd Deperication of Fixed Assets. The impact of the transfer of assets has been adjusted in the above block of assets.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

5.1 (a) Capital work-in-progress

₹ In Lakhs

Current year

Particulars	As at 1st Apr., 2024	Additions	Amounts Capitalised	As at 1st Mar., 2025
Capital work in progress	-	9.93	-	9.93

Previous year

Particulars	As at 1st Apr., 2023	Additions	Amounts Capitalised	As at 31st Mar., 2024
Capital work in progress	182.80	-	-	-
Less: Assets pertaining to discontinued operations and other Adjustments	182.80	-	-	-
Balance	-	-	-	-

(b) Capital work-in-progress - Ageing

₹ In Lakhs

Current year

	Amounts in capital work-in-progress for				
	Less than one year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	9.93	-	-	-	9.93
Projects temporarily suspended	-	-	-	-	-
Total	9.93	-	-	-	9.93

Previous year

	Amounts in capital work-in-progress for				
	Less than one year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

(c) There are no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan.

(d) Title deeds of immovable properties not held in the name of the Company :

Relevant line item in the Balance Sheet	Description of property	Gross carrying value (Rs. in Lakhs)	Title deeds held in the name of	Whether title deed holder is a promoter, director or their relative or employee	Period held - indicate range, where appropriate (years)	Reason for not being held in the name of the Company
Property, plant and equipment and Investment Property	Land and building in Mumbai and Delhi	19.08	Gokak Patel Volkart Limited	No	16	Administrative procedures for change of name from Gokak Patel Volkart Limited, 2nd erstwhile name of the Company has not been carried out.
Property, plant and equipment and Investment Property	Land, factory building and office premises at Mumbai, Thane, Ahmedabad and Bangalore.	1,624.96	Forbes Gokak Limited	No	8-60	Administrative procedures for change of name from Forbes Gokak Limited, the 3rd erstwhile name of the Company has not been carried out.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

6. Investment properties (Own, unless otherwise stated)

₹ In Lakhs

	As at 31st Mar., 2025	As at 31st Mar., 2024
Completed investment properties	2,014.37	2,101.55
Total	2,014.37	2,101.55
Cost or Deemed Cost		
Balance at 1st April, 2024 / 1st April, 2023	2,624.27	2,639.00
Add: Assets held for sale	3.84	8.11
Balance at 1st April, 2024 / 1st April, 2023	2,628.11	2,647.11
Disposals	39.74	19.00
Additions	-	-
Transferred to property, plant and equipment	-	-
Property classified as held for sale	-	3.84
Balance at 31st Mar., 2025 / 31st Mar., 2024	2,588.38	2,624.27
Accumulated depreciation		
Balance at 1st April, 2024 / 1st April, 2023	522.72	466.00
Transferred to property, plant and equipment	-	-
Disposals	9.69	3.81
Depreciation expense for the year	60.98	60.53
Balance at 31st Mar., 2025 / 31st Mar., 2024	574.00	522.72
Carrying amount		
Balance at 31st Mar., 2025 / 31st Mar., 2024	2,014.37	2,101.55

Notes:

- Investment properties (Cost) include jointly owned Residential Premises including land with carrying amount ₹1,551.52 Lakhs (*Previous year ₹ 1,551.52 Lakhs*) and Shares in Co-operative Housing Societies, Association of apartment owners and in a Company aggregating ₹ 0.17 Lakh (*Previous year ₹ 0.17 Lakh*).
- Investment properties includes the rights in respect of the land and building at Fort, Mumbai with net carrying value of ₹ 154.33 Lakhs (*Previous year ₹ 192.91 Lakhs*) of which ₹ 24.09 Lakhs (*Previous year ₹ 30.11 Lakhs*) has been disclosed under property, plant and equipment (Refer Note 5A). The Company has received approval for lease for the period 25th September, 2006 to 24th September, 2036 for 30 years U/s. 92(K) of BMC Act 1888.

6.1 Fair value measurement of the Company's investment properties

The fair value of the Company's investment properties as at 31st March, 2025 and 31st March, 2024 have been arrived at on the basis of a valuation carried out as on the respective dates by V.S.Modi, independent valuer not related to the Company. V.S. Modi is registered with the authority which governs the valuers in India, and has appropriate qualifications and recent experience in the valuation of properties in the relevant locations. The fair value was determined based on the market comparable approach that reflects recent transaction prices for similar properties as well as other lettings of similar properties in the neighbourhood. In estimating the fair value of the properties, the highest and best use of the properties is their current use. Thus, the significant unobservable inputs are recent transaction price, taking into account the differences in location, and individual factors, such as frontage and size, between the comparables and the properties. Details of the Company's investment properties and information about the fair value hierarchy as at 31st March, 2025 and 31st March, 2024 are as follows:

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ In Lakhs

Particulars	Level 3	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Andhra Pradesh - Land	28.51	28.51
Delhi - Building	237.98	228.20
Gujarat - Land and Building	586.26	592.51
Kerala - Building	233.75	226.25
Maharashtra - Land and Building	63,048.60	62,995.89
West Bengal - Building	847.47	766.86
Total	64,982.57	64,838.21

7. Other intangible assets (Own, unless otherwise stated)

₹ In Lakhs

	As at 31st Mar., 2025	As at 31st Mar., 2024
	Software / Licences acquired	Software / Licences acquired
Cost or Deemed cost		
Balance at 1st April, 2024 / 1st April, 2023	208.05	502.75
Less: Assets pertaining to discontinued operations and other adjustments (Refer Note 5B)	-	272.03
Balance at 1st April, 2024 / 1st April, 2023	208.05	230.72
Additions during the year	-	-
Disposals	-	22.67
Balance at 31st Mar., 2025 / 31st Mar., 2024	208.05	208.05
Accumulated amortisation		
Balance at 1st April, 2024 / 1st April, 2023	202.62	387.39
Less: Assets pertaining to discontinued operations and other adjustments (Refer Note 5B)	-	174.54
Balance at 1st April, 2024 / 1st April, 2023	202.62	212.85
Eliminated on disposals of assets	-	22.67
Amortisation charge for the year	4.70	12.44
Balance at 31st Mar., 2025 / 31st Mar., 2024	207.32	202.62
Carrying Amount		
Balance at 31st Mar., 2025 / 31st Mar., 2024	0.73	5.43
Less: Assets pertaining to discontinued operations and other adjustments (Refer Note 5B)	-	-
Balance at 31st Mar., 2025 / 31st Mar., 2024	0.73	5.43

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

8. Non Current Investments

8A. Investments in Subsidiaries

Particulars	As at		As at	
	31st Mar., 2025		31st Mar., 2024	
	Qty	Amount	Qty	Amount
Unquoted Investments (all fully paid)				
a) Equity Instruments (at cost less impairment)				
1. Equity shares of ₹ 100 each in Volkart Fleming Shipping and Services Limited	50,385	6.82	50,385	6.82
2. Equity shares of ₹ 10 each in Forbes Campbell Finance Limited	38,64,131	1,781.78	38,64,131	1,781.78
3. Equity component in 0.1% Optionally Convertible Redeemable Debentures of Forbes Campbell Finance Limited	-	1,686.26	-	1,686.26
4. Equity shares of ₹ 10 each in Campbell Properties & Hospitality Services Limited	4,87,500	180.00	4,87,500	180.00
5. Equity shares of ₹ 10 each in Forbes Technosys Limited (Refer Note 49)	-	-	7,29,996	-
[Provision for impairment in value ₹ Nil; (Previous year ₹ 73.00 Lakhs)]				
6. Equity component in Financial Guarantee given to Forbes Technosys Limited (Refer Note 49)	-	-	-	-
[Provision for impairment in value (Previous year ₹ 350.78 Lakhs)]				
7. 10% Optionally Redeemable compulsorily Convertible, Non cumulative Preference Shares of ₹ 10 each in Forbes Technosys Limited (Refer Note 49)	-	-	-	-
[Provision for impairment in value ₹ Nil; (Previous year ₹ 60.00 Lakhs)]				
8. Equity shares in Forbes Macsa Private Limited (Refer Note 52)	20,00,000	0.00	-	-
[Provision for impairment in value ₹ 99.99 Lakhs]				
9. Equity shares of Euro 1 each in EFL Mauritius Limited	15,001	-	15,001	-
b) Preference Shares (at amortised cost)				
1. Preference Shares of Euro 1 each fully paid up in EFL Mauritius Limited	2,87,05,230	-	2,87,05,230	-
2. Preference Shares in Forbes Macsa Private Limited (Refer Note 52)	30,00,000	0.00	-	-
(Provision for impairment in value ₹ 149.99 Lakhs)				
3. FTL-6% Non-Cum. Non-Convertible Redeemable Preference Shares (Refer Note 49)	-	-	1,32,600	-
Total		3,654.87		3,654.87

8B Investments in associates

Particulars	As at		As at	
	31st Mar., 2025		31st Mar., 2024	
	Qty	Amount	Qty	Amount
Unquoted Investments (all fully paid)				
Equity Instruments (at cost less impairment)				
1. Equity shares of ₹ 10 each in Neuvo Consultancy Services Limited	58,849	5.88	58,849	5.88
Total		5.88		5.88

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

8C. Other investments

Non Current

Particulars	As at		As at	
	31st Mar., 2025		31st Mar., 2024	
	Qty	Amount	Qty	Amount
Quoted Investments (all fully paid)				
Equity Instruments (at fair value through OCI)				
1. Equity shares of ₹ 10 each in Eureka Forbes Limited	12,00,000	6,507.60	12,00,000	5,483.40
TOTAL AGGREGATE QUOTED INVESTMENTS (A)		6,507.60		5,483.40
Unquoted Investments (all fully paid)				
Equity Instruments (at fair value through Profit or Loss)				
1. Equity shares of ₹ 10 each in New India Co-operative Bank Limited	5,500	0.05	5,500	0.05
2. Equity shares of ₹ 500 each in Tuticorin Chamber of Commerce [Provision for impairment in value ₹ 0.05 Lakhs; (Previous year ₹ 0.05 Lakhs)]	10	0.00 *	10	0.00 *
3. Equity Shares of ₹ 10 each in Simar Port Private Limited	1,000	0.10	1,000	0.10
4. Equity shares of ₹ 10 each in The Svadeshi Mills Company Limited [Provision for impairment in value ₹ 150.33 Lakhs; (Previous year ₹ 150.33 Lakhs)] (Refer Note 42)	4,20,170	0.00 *	4,20,170	0.00 *
5. Equity shares of SGD 1 each in Forbes Container Lines Pte. Limited [Provision for impairment in value ₹ 271.26 Lakhs; (Previous year ₹ 271.26 Lakhs)] (Refer Note 1 below)	8,64,960	0.00 *	8,64,960	0.00 *
6. Equity shares of USD 1 each in Edumetry Inc. USA [Provision for impairment in value ₹ 35.48 Lakhs; (Previous year ₹ 35.48 Lakhs)] (Refer Note 2 below)	2,500	0.00 *	2,500	0.00 *
7. Equity shares of ₹ 25 each in Zoroastrian Co-operative Bank Limited	100	0.03	100	0.03
8. Equity shares of ₹ 10 each in Forbes Technosys Limited (Refer Note 49) [Provision for impairment in value ₹ 73.00 Lakhs; (Previous year ₹ Nil)]	7,29,996	-	-	-
9. Equity component in Financial Guarantee given to Forbes Technosys Limited (Refer Note 49 and Note 3 below)	-	-	-	-
Preference Shares				
1. FTL-6% Non-Cumulative Non-Convertible, Redeemable Preference shares (net of impairment) (Refer Note 49)	1,32,600	-	-	-
2. 10% Cumulative Compulsory Convertible, Optionally Redeemable Preference Shares of ₹ 10 each in Forbes Technosys Limited (net of Provision) (Refer Note 49)	-	-	-	-
TOTAL AGGREGATE UNQUOTED INVESTMENTS (B)		0.18		0.18
Total (A + B)		6,507.78		5,483.58

* Amount is below the rounding off norm adopted by the Company.

Notes:

- Forbes Container Line Pte. Ltd., Singapore ("FCLPL"), a foreign subsidiary of the Company has been ordered to be wound by the High Court of Republic of Singapore on 19th August, 2016. An official liquidator has been appointed by the court. The Company has made full provision for investments made and loans given to FCLPL. Accordingly, this entity is no longer a related party for the Company and not consolidated in these financial statements.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

2. Edumetry Inc., USA , a foreign joint venture of the Company has been dissolved vide Certificate of Dissolution dated 28th October, 2015 issued by the State of Delaware. Consequently, the Company does not have any significant influence or control over Edumetry Inc. as on date. Accordingly, this entity is no longer a related party for the Company and not consolidated in these financial statements. The Company has made full provision for these investments in earlier years.
3. In respect of Forbes Technosys Limited (FTL), the National Company Law Tribunal, Mumbai Bench (NCLT), vide its order dated March 24, 2025, has admitted the petition filed by FTL, under Section 10 of the Insolvency and Bankruptcy Code, 2016 ("IB Code"), read with the Insolvency and Bankruptcy (Application to Adjudication Authority) Rules, 2016. As a result, the Corporate Insolvency Resolution Process (CIRP) has been initiated, the Interim Resolution Professional (IRP) has been appointed with effect from the date of the Order. Consequently, the management and powers of the Board of Directors of FTL are now suspended and will be exercised by the IRP for the duration of the CIRP.

The Company does not have any significant influence or control over Forbes Technosys Limited and therefore it is being reclassified from Subsidiary to other investment. Further, Investments made in Forbes Technosys Limited are fully provided (Refer Note 49).

8D. Investments in Joint Ventures

Particulars	As at		₹ In Lakhs	
	31st Mar., 2025		As at	
	Qty	Amount	Qty	Amount
Equity Instruments (at cost less impairment)				
1. Equity Investment in Forbes Macsa Private Limited (Refer Note 52)	-	-	10,00,000	100.00
Preference Shares				
1. Preference Shares in Forbes Macsa Private Limited (Refer Note 52)	-	-	15,00,000	150.00
Total		-		250.00

8E. Category-wise investments – as per Ind AS 109 classification

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Financial assets carried at fair value through profit or loss		
Equity Instruments	0.18	0.18
Financial assets carried at fair value through OCI		
Equity Instruments	6,507.60	5,483.40
	6,507.78	5,483.58
Financial assets carried at cost less impairment		
Equity components in preference shares / debentures	1,686.26	1,686.26
Equity shares (Unquoted)	1,974.49	2,224.49
	3,660.75	3,910.75
Total	10,168.53	9,394.33
Note:		
Aggregate amount of unquoted investments (net of impairment)	3,660.93	3,910.93
Aggregate amount of impairment in value of investments	1,190.90	940.90

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

8. Current Investments

8F. Investments in Mutual Funds

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024	
	₹ In Lakhs		₹ In Lakhs	
	Qty	Amount	Qty	Amount
Unquoted Investments				
HDFC Mutual Fund	27,150.725	1,368.39	11,652.515	547.43
ICICI Prudential Mutual Fund	2,09,511.874	796.75	4,10,487.498	1,454.67
SBI Mutual Fund	31,802.725	1,277.11	38,245.198	1,432.54
TOTAL INVESTMENTS		3,442.25		3,434.64

9. Trade receivables

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024	
	₹ In Lakhs		₹ In Lakhs	
Trade receivables				
a) Trade receivables from contract with customers – billed	4,528.90		584.06	
b) Trade receivables from contract with customers – related parties (Refer Note 39)	152.83		3,996.64	
c) Less: Loss allowance	3,894.87		3,910.46	
Total	786.85		670.24	
Break-up of security details				
a) Secured, considered good	17.03		25.95	
b) Unsecured, considered good	769.82		644.29	
c) Doubtful	3,894.87		3,910.46	
	4,681.72		4,580.70	
Less: Allowance for doubtful debts (expected credit loss allowance)	3,894.87		3,910.46	
Total	786.85		670.24	

Note:

- * Provision for doubtful debts includes provision on receivables from Forbes Technosys Ltd. ₹ 101.47 Lakhs, and pursuant to the merger and demerger of EFL, from LIAG ₹ 3,210.27 Lakhs.

9.1 Trade receivables

Particulars	As at 31st Mar., 2024		As at 31st Mar., 2023	
	₹ In Lakhs		₹ In Lakhs	
Debts due by private companies in which a director is a director / member (₹ in Lakhs) (Refer Note 39)	3.19		1.75	
Less : Allowance for doubtful debts (expected credit loss allowance)	-		-	
Net Debts	3.19		1.75	

For trade receivables from related parties (Refer Note 39).

The average credit period on sales is approximately 50 days (Previous year 50 days).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Ageing for trade receivables for the year ended 31st March, 2025

	Outstanding for the following periods from the due date							
	Unbilled	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables								
Considered good	-	293.58	202.28	134.25	10.34	(0.58)	146.98	786.85
which have significant increase in credit risk	-	-	-	-	-	-	-	-
credit impaired	-	-	1.25	134.35	3,271.95	2.80	484.52	3,894.87
Disputed trade receivables								
Considered good	-	-	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-	-
Total	-	293.58	203.54	268.61	3,282.29	2.22	631.50	4,681.72
Less: Allowance for losses								3,894.87
Total	-	293.58	202.28	134.25	10.34	(0.58)	146.98	786.85

Ageing for trade receivables for the year ended 31st March, 2024

	Outstanding for the following periods from the due date							
	Unbilled	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables								
Considered good	-	309.21	46.38	8.97	187.31	42.80	75.57	670.24
which have significant increase in credit risk	-	-	-	-	-	-	-	-
credit impaired	-	-	188.85	10.15	3,266.86	0.00	444.60	3,910.46
Disputed trade receivables								
Considered good	-	-	-	-	-	-	-	-
which have significant increase in credit risk	-	-	-	-	-	-	-	-
credit impaired	-	-	-	-	-	-	-	-
Total	-	309.21	235.23	19.12	3,454.17	42.80	520.17	4,580.70
Less: Allowance for losses								3,910.46
Total	-	309.21	46.38	8.97	187.31	42.80	75.57	670.24

Movement in the allowance for doubtful debts

Particulars	₹ In Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Opening balance	3,910.46	3,801.84
Impairment losses recognised on receivables	5.64	103.60
Impairment losses recognised on composite scheme arrangement	-	5.02
Amounts written off during the year as uncollectible	(21.23)	-
Amounts recovered during the year	-	-
Balance at end of the year	3,894.87	3,910.46

In determining the recoverability of a trade receivable, the Company considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the end of the reporting period. The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

Trade receivables of ₹ 3,894.87 Lakhs (Previous year ₹ 3,910.46 Lakhs) were impaired. The individually impaired receivables were mainly due to unexpected difficult economic situations.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

10. Loans

10A. Non Current

Particulars	As at	₹ In Lakhs
	31st Mar., 2025	As at 31st Mar., 2024
a) Loans to related parties		
- Secured, considered good	665.00	-
- Unsecured, considered doubtful	-	-
Less : Allowance for doubtful loans	-	-
sub total (a)	665.00	-
b) Advances to others		
- Secured, considered good	-	-
- Unsecured, considered good	-	-
- Unsecured, considered doubtful	14,600.99	14,989.91
Less : Allowance for bad and doubtful loans	14,600.99	14,989.91
Total (b)	-	-
c) Loans to others		
- Secured, considered good	-	-
- Unsecured, considered doubtful	34,223.70	34,223.70
Less : Allowance for bad and doubtful loans	34,223.70	34,223.70
sub total (c)	-	-
Total (a+b+c)	665.00	-

10B. Current

Particulars	As at	₹ In Lakhs
	31st Mar., 2025	As at 31st Mar., 2024
a) Loans and advances to employees		
- Secured, considered good	-	-
- Unsecured, considered good	0.55	1.82
Total (a)	0.55	1.82
b) Loans to others		
- Unsecured, considered doubtful (Refer Notes 8 and 44)	6,837.72	6,885.72
Less : Allowance for bad and doubtful loans	6,837.72	6,885.72
Total (b)	-	-
Total (a+b)	0.55	1.82

Note: The above loans are carried at amortised cost.

Movement in the allowance for bad and doubtful loans and advances and Other financial assets

Particulars	Year ended	₹ In Lakhs
	31st Mar., 2025	Year ended 31st Mar., 2024
Balance at beginning of the year	64,522.02	62,793.39
Amounts provided for / (reversed) during the year	(435.86)	1,728.63
Balance at end of the year	64,086.16	64,522.02

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Details of loans and advances in the nature of loans granted to promoters, directors, key managerial personnel and related parties (as defined under Companies Act, 2013):

Particulars	As at 31st Mar., 2025	₹ In Lakhs As at 31st Mar., 2024
	Amount outstanding	Amount outstanding
a) amounts repayable on demand		
- Other related parties	665.00	41,109.42
	665.00	41,109.42

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	665.00	100%

11. Other financial assets

11A. Non current

Particulars	As at 31st Mar., 2025	₹ In Lakhs As at 31st Mar., 2024
a) Security deposits		
- Unsecured, considered good	37.98	45.51
- Doubtful	2.89	2.89
Less : Allowance for bad and doubtful deposits	2.89	2.89
Total (a)	37.98	45.51
b) Balance held as margin money with banks with remaining maturity period of more than 12 months		
- Unsecured, considered good	13.15	57.46
Total (b)	13.15	57.46
c) Accruals:		
i) Inter Corporate Deposits and Advances	7,978.21	7,978.21
Less : Allowance for doubtful interest	7,978.21	7,978.21
Total (c)	-	-
Total (a+b+c)	51.13	102.97

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

11B. Current

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Accruals:		
i) Interest accrued on deposits with bank	35.96	27.00
ii) Interest accrued on loans, considered good (Refer Note 39)	24.11	-
iii) Interest accrued on loans, considered doubtful (Refer Note 39 and Note 49)	-	126.78
Less : Allowance for doubtful interest	-	126.78
Total (a)	60.07	27.00
b) Contractually reimbursable expenses from related parties		
Receivable from Related Parties	-	466.65
- Unsecured, considered good (Refer Note 39)	14.75	71.70
- Doubtful (Refer Note 39 and Note 49)	-	314.79
Less : Allowance for doubtful debts	-	314.79
Total (b)	14.75	538.35
c) Other current receivables		
- Secured, considered good	-	-
- Unsecured, considered good	23.13	4.73
- Doubtful (Refer Note 39)	442.63	-
Less : Allowance for doubtful debts	442.63	-
Total (c)	23.13	4.73
Total (a+b+c)	97.96	570.08

12. Inventories

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Inventories (lower of cost and net realisable value)		
Raw materials including packing materials [In transit ₹ 53.08 Lakhs; (Previous year ₹ 118.50 Lakhs)]	310.06	349.12
Work-in-progress	0.01	0.01
Finished goods [In transit ₹ Nil; (Previous year ₹ Nil)]	114.81	116.78
Stock-in-trade [In transit ₹ Nil; (Previous year ₹ Nil)]	-	-
Stores and spares	-	-
Real estate work-in-progress (Refer Note 48)	971.77	11,678.46
Total	1,396.65	12,144.37

Note:

The cost of inventories recognized as an expense/(Gain) includes ₹ Nil; (Previous year ₹ Nil).

13. 13A. Cash and cash equivalents

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balances with Banks		
a) In Current Accounts	507.91	584.15
b) In EEFC Account		
[USD Nil; (Previous year USD 1.04 Lakhs) and EUR Nil; (Previous year EUR Nil)]	0.39	86.44
c) In deposit accounts (with original maturity upto 3 months)	460.18	1,149.88
	968.48	1,820.47
Cash on hand	-	-
Total	968.48	1,820.47

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

13B. Other Bank balances

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Earmarked balance with the banks:		
- Unpaid dividends	57.42	63.89
b) In deposit accounts with original maturity of more than 3 months but less than 12 months.	656.46	15.17
c) Balances held as margin money / under lien with remaining maturity of less than 12 months	523.81	1,129.31
Total	1,237.69	1,208.37

14. Other assets

14A. Non Current

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Capital Advances	8.45	-
b) Prepaid expenses	32.47	46.53
c) Balances with government authorities		
- Unsecured, considered good	118.36	92.25
- Doubtful	31.02	31.02
Less : Allowance for doubtful balances	31.02	31.02
	118.36	92.25
d) Advance wealth tax	49.94	49.94
Total	209.22	188.72

14B. Current

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Advances to related parties	441.74	-
b) Advances for supply of goods and services		
- Unsecured, considered good	60.28	202.79
- Doubtful	7.09	18.15
Less : Allowance for doubtful advances	7.09	18.15
	60.28	202.79
c) Advance to HDFC Life - Leave Encashment	32.47	345.42
d) Provision for Gratuity/Provision for Gratuity Fund with LIC	-	463.59
e) Prepaid expenses	75.24	858.08
f) Balances with government authorities	53.39	54.02
g) Others	-	0.33
Total	663.13	1,924.23

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

15. Equity share capital

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Authorised Share capital :		
4,30,50,000 fully paid equity shares of ₹ 10 each (Previous year 4,30,50,000)	4,305.00	4,305.00
Issued, subscribed and paid-up share capital:		
1,28,98,616 fully paid equity shares of ₹ 10 each (Previous year 1,28,98,616)	1,289.86	1,289.86
	<u>1,289.86</u>	<u>1,289.86</u>

Notes:

1 Fully paid equity shares

Particulars	Share Capital	
	Number of shares	₹ in Lakhs
Balance as at the year end	<u>1,28,98,616</u>	<u>1,289.86</u>

Rights, preferences and restrictions attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

2 Details of shares held by the holding company, its subsidiaries and associates

Particulars	Fully paid ordinary shares	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Shapoorji Pallonji and Company Private Limited, the holding company	93,59,293	93,59,293
Forbes Campbell Finance Limited, subsidiary of the company	1,66,398	1,66,398
Total	<u>95,25,691</u>	<u>95,25,691</u>

3 Details of shares held by each shareholder holding more than 5% shares

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024		% Change during the year
	Number of shares held	% holding in the class of shares	Number of shares held	% holding in the class of shares	
Fully paid equity shares					
Shapoorji Pallonji and Company Private Limited	93,59,293	72.56	93,59,293	72.56	-
India Discovery Fund Limited	-	-	11,48,255	8.90	100%
Total	<u>93,59,293</u>	<u>72.56</u>	<u>1,05,07,548</u>	<u>81.46</u>	<u>100%</u>

4 The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

5 Details of shareholding of promoters

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024		% Change during the year
	Number of shares held	% holding in the class of shares	Number of shares held	% holding in the class of shares	
Shapoorji Pallonji and Company Private Limited	93,59,293	72.56	93,59,293	72.56	-
Forbes Campbell Finance Limited	1,66,398	1.29	1,66,398	1.29	-
Total	<u>95,25,691</u>	<u>73.85</u>	<u>95,25,691</u>	<u>73.85</u>	<u>-</u>

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

16. Other equity

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) General reserve		
Balance at beginning of the year	34,139.24	39,954.45
Less: Impact of demerger (Refer Note 51)	-	5,810.21
Less: Impact of investment in FPTL w/off (Refer Note 51)	-	5.00
Balance as at the year end	34,139.24	34,139.24
b) Capital reserve		
Balance at beginning of the year	(93,902.99)	(93,902.99)
Balance at end of the year	(93,902.99)	(93,902.99)
c) Retained earnings		
Balance at beginning of the year	69,107.73	72,064.10
Less: Impact of demerger (Refer Note 51)	-	(4,989.56)
Profit for the year	2,693.47	2,033.19
Balance at end of the year	71,801.20	69,107.73
d) Other comprehensive income		
Balance at beginning of year	1,560.73	1,279.75
Add: Impact of demerger (Refer Note 51)	-	5.67
Add: OCI Current	791.94	275.31
Balance at end of the year	2,352.67	1,560.73
Total	14,390.12	10,904.71

Description of Reserves :

Retained Earnings: Retained earnings represent the amount of accumulated earnings of the Company

Securities premium reserve: The amount received in excess of the par value of equity shares has been classified as securities premium.

General reserve: The Company created a General Reserve in earlier years pursuant to the provisions of the Companies Act, 1956 where in certain percentage of profits was required to be transferred to General Reserve before declaring dividends. As per Companies Act 2013, the requirements to transfer profits to General Reserve is not mandatory. General Reserve is a free reserve available to the Company.

Capital Redemption Reserve: As per Companies Act, 2013, capital redemption reserve is created when Company purchases its own shares out of free reserves or securities premium. A sum equal to the nominal value of the shares so purchased is transferred to capital redemption reserve. The reserve is utilised in accordance with the provisions of section 69 of the Companies Act, 2013.

Other Comprehensive income: This reserve represents the cumulative gains (net of losses) arising on the revaluation of Equity Instruments measured at fair value through Other comprehensive Income, net of amounts reclassified, If any, to Retained Earnings when those instruments are disposed off.

Capital Reserve: During merger, the excess of net assets acquired, over the cost of consideration paid is treated as capital reserve.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

17. Other financial liabilities

17A. Non Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Security deposits	365.57	398.22
Total	365.57	398.22

17B. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Unpaid dividends	57.42	63.88
b) Others :-		
- Security deposits	192.77	143.76
- Other Payables	21.49	395.60
- Deposits and other charges payable to society	769.16	704.39
- Payable due to Scheme of Arrangement (Refer Note 51)	-	881.93
Total	1,040.84	2,189.56

18. Provisions

18A. Non current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Employee benefits		
Gratuity (Refer Note 34)	22.38	-
Other post retirement benefits (Refer Note 34)	158.95	167.07
b) Other Provisions (Refer Note 1 below)	637.29	637.29
Total (a+b)	818.62	804.36

18B. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Employee benefits		
Gratuity (Refer Note 34)	23.36	0.11
Other post retirement benefits (Refer Note 34)	31.36	31.37
Total	54.72	31.48

Note : 1

Other Provisions

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balance at the beginning of the year	637.29	569.78
Add: Provisions made during the year	(0.01)	67.51
Balance at the end of the year	637.28	637.29

This provision represent the Company's best estimate of the future outflow of economic benefits that will be required for certain indirect tax and legal matters. The outflow would depend on settlement / conclusion of respective matters / cessation of expected events with respective authorities.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

19. Deferred tax balances

The following is the analysis of deferred tax assets/(liabilities) presented in the Balance Sheet:

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Deferred tax assets	326.49	1,465.86
Deferred tax liabilities	-	-
Net	326.49	1,465.86

Current Year (2024-25)

Particulars	₹ in Lakhs				
	Opening balance	Transferred to Resulting Company on composit scheme of arrangement	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing balance
Deferred tax (liabilities)/assets in relation to:					
a) Property, plant and equipment	(235.47)	-	(216.56)	-	(452.03)
b) Right of Use Assets	(115.32)	-	9.04	-	(106.28)
c) Lease Liability	126.45	-	(1.57)	-	124.88
d) Allowances for doubtful debts and advances	196.29	-	(3.74)	-	192.55
e) Defined benefit obligation	2.64	-	(1.12)	9.98	11.50
f) Provisions and liabilities to be allowed on payment basis	166.62	-	0.91	-	167.53
g) Tax losses	574.06	-	(258.53)	-	315.53
h) Short / Long Term Capital Loss	330.26	-	(20.75)	(202.58)	106.92
i) Profits from Real Estate Business (Refer Note 48)	420.33	-	(454.44)	-	(34.11)
Total	1,465.86	-	(946.77)	(192.60)	326.49

Previous Year (2023-24)

Particulars	₹ in Lakhs				
	Opening balance	Transferred to Resulting Company on composit scheme of arrangement (Refer Note 51)	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing balance
Deferred tax (liabilities)/assets in relation to:					
a) Property, plant and equipment	(630.37)	(378.89)	16.01	-	(235.47)
b) Right of Use Assets	(133.69)	(9.33)	9.04	-	(115.32)
c) Lease Liability	135.62	7.75	(1.41)	-	126.45
d) Allowances for doubtful debts and advances	274.60	75.25	(3.06)	-	196.29
e) Defined benefit obligation	9.58	6.94	(15.27)	15.27	2.64
f) Provisions and liabilities to be allowed on payment basis	91.10	63.83	139.35	-	166.62
g) Tax losses	8.63	-	565.43	-	574.06
h) Long Term Capital Loss	614.87	-	(242.33)	(42.28)	330.26
i) Profits from Real Estate Business (Refer Note 48)	1,088.49	-	(668.16)	-	420.33
Total	1,458.83	(234.44)	(200.41)	(27.01)	1,465.86

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

20. Other liabilities

Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Advances from customers [includes ₹ 1,166.97 Lakhs; (Previous year ₹ 15,899.32 Lakhs) towards installments received from customers towards real estate development projects in progress] (Refer Note 48)	1,701.90	16,471.54
b) Statutory remittances	47.19	142.35
c) Others		
- Payable to Employees	319.71	495.76
- Others	31.54	31.54
Total	2,100.34	17,141.19

21. Borrowings

Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Secured - at amortised cost		
Overdraft facility from Axis Bank - Secured by term deposit of ₹ 6.03 Lakhs.	3.68	-
Total	3.68	-

22. Trade payables

Trade payables - Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Outstanding dues of micro and small enterprises	124.93	139.89
Outstanding dues of other than micro and small enterprises	2,240.07	2,778.45
Total	2,365.00	2,918.34

Ageing of Trade Payables for the year ended 31st March, 2025

Particulars	Not due	Outstanding for the following periods from the due date				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables						
Micro enterprises and small enterprises	124.93	-	-	-	-	124.93
Others	1,792.10	77.86	121.44	183.62	65.05	2,240.07
Disputed trade receivables						
Micro enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	1,917.03	77.86	121.44	183.62	65.05	2,365.00

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Ageing of Trade Payables for the year ended 31st March, 2024

Particulars	Not due	Outstanding for the following periods from the due date				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
<u>Undisputed trade payables</u>						
Micro enterprises and small enterprises	139.89	-	-	-	-	139.89
Others	1,982.73	476.47	242.70	2.67	73.88	2,778.45
<u>Disputed trade receivables</u>						
Micro enterprises and small enterprises	-	-	-	-	-	-
Others	-	-	-	-	-	-
Total	2,122.62	476.47	242.70	2.67	73.88	2,918.34

The information as required under Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by Auditors, is as follows:-

₹ in Lakhs

Particulars	31st Mar., 2025	31st Mar., 2024
Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of year	124.93	139.89
Interest paid in terms of section 16 of MSMED Act, along with the amount of the payment made beyond the appointed day during the year	-	-
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	0.44	4.74
Interest accrued and remaining unpaid at the end of year	5.18	4.74
Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	5.18	-

23. Income tax assets and liabilities

₹ in Lakhs

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Tax assets		
Tax refund receivable (net)	202.82	542.90
	<u>202.82</u>	<u>542.90</u>
Tax liabilities		
Income tax payable (net)	-	-
Net Asset	<u>202.82</u>	<u>542.90</u>

Movement during the year

Balance at the beginning of the year	542.90	587.83
Add: Taxes paid (including tax deducted at source / self assessment tax)	263.03	194.93
Less: Refund received (net of taxes paid / adjusted)	(463.07)	(223.32)
Less: Current tax payable for the year	(140.04)	-
Less: Short prov for tax for earlier year	-	(16.55)
Balance at the year end	<u>202.82</u>	<u>542.90</u>

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

24. Revenue from operations

The following is an analysis of the Company's revenue for the year from continuing operations.

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
a) Income from real estate contracts	14,463.93	7,542.21
b) Sales		
Sale of products		
i) Finished Goods	3,039.36	3,037.65
ii) Traded Good	-	-
	3,039.36	3,037.65
Sale of services		
i) Service income	85.45	70.18
	85.45	70.18
c) Other operating revenues		
i) Rent and amenities	2,034.73	1,679.81
ii) Others	60.64	15.30
	2,095.37	1,695.11
Total	19,684.12	12,345.15

25. Other Income

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
a) Interest Income		
Interest income earned on financial assets that are not designated as at fair value through profit or loss:		
i) Bank deposits	142.64	193.71
ii) Inter-corporate deposit	24.11	1.85
iii) Customers and others	-	0.38
Total (a)	166.75	195.94
b) Other Non-Operating Income		
i) Credit balances / excess provision written back	107.88	3.58
ii) Interest on Income Tax	24.29	15.63
iii) Miscellaneous income	110.87	35.45
Total (b)	243.03	54.66
c) Other gains and losses		
i) Gain on disposal of property, plant and equipment	953.52	1,805.04
ii) Gain on disposal of current investments	202.97	48.20
iii) Net foreign exchange gains	-	9.27
iv) Unrealised gain/loss	29.65	167.81
Total (c)	1,186.14	2,030.32
Total (a + b + c)	1,595.92	2,280.92

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

26. Real estate development costs

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
i) Material and Contractual Payments	1,345.34	3,415.52
ii) Fees for technical services / design and drawings	10.17	20.68
iii) Project Management Consultancy Fees	35.55	55.46
iv) Fees-filing with Statutory Authorities	8.48	24.00
v) Operation and maintenance expenses	108.77	35.72
Total	1,508.30	3,551.38

27. A. Cost of materials consumed (raw and packing materials)

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Opening stock of raw materials including packing materials	349.13	248.81
Purchases	1,742.89	2,056.71
	2,092.01	2,305.52
Less: Closing stock of raw materials including packing materials	310.07	349.13
	1,781.94	1,956.40

Consumption is arrived at on the basis of opening stock plus purchases less closing stock and includes the adjustments of excess and shortage as ascertained on physical count. The adjustments for physical verification of inventory as compared to book records were not material.

B. Changes in inventories of finished goods, work-in-progress and stock-in-trade.

a) Inventories at the end of the year:

i) Finished goods	114.81	116.78
ii) Work-in-progress	0.01	0.01
iii) Stock-in-trade	-	0.00
iv) Real estate development work-in-progress	971.77	11,678.46
	1,086.58	11,795.25

b) Inventories at the beginning of the year:

i) Finished goods	116.78	73.73
ii) Work-in-progress	0.01	0.01
iii) Stock-in-trade	0.00	9.01
iv) Real estate development work-in-progress	11,678.46	14,605.56
	11,795.25	14,688.30

Net increase (b)-(a)

	10,708.67	2,893.05
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28. Employee benefits expense

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
i) Salaries and Wages (Refer Note 34 II D)	1,306.68	1,378.18
ii) Contribution to provident and other funds (Refer Note 34)	49.87	10.82
iii) Staff Welfare Expenses	57.70	36.86
Total	1,414.24	1,425.86

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

29. Finance costs

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
(a) Interest costs :-		
i) Interest on bank overdrafts and loans	1.34	-
ii) Interest expenses on lease liabilities	47.66	48.42
iii) Delayed payment of taxes	2.32	0.18
iv) Other interest expense	0.44	59.93
	51.76	108.53
(b) Other borrowing costs	-	-
Total	51.76	108.53

30. Depreciation and amortisation expense

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
i) Depreciation on property, plant and equipment (Refer Note 5)	50.41	49.63
ii) Depreciation of investment properties (Refer Note 6)	60.98	60.53
iii) Depreciation Right-of-use assets (Refer Note 43)	35.92	35.90
iv) Amortisation of intangible assets (Refer Note 7)	4.70	12.44
Total	152.01	158.49

31. A. Other expenses

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Consumption of stores and spare parts	54.62	53.85
Processing charges	0.09	0.05
Power and fuel	52.80	36.64
Service charges	19.52	17.92
Rent and hire charges	58.74	2.70
Repairs and maintenance to :		
i) Buildings	242.43	221.85
ii) Plant and machinery	4.88	3.33
iii) Others	60.64	19.58
	307.95	244.76
Insurance	7.19	6.59
Rates and taxes	305.33	128.72
Selling expenses, commission and brokerage	18.40	53.75
Freight and outward charges	15.19	19.49
Advertisement and sales promotion	27.59	25.63
Printing and Stationery	16.48	18.70
Communication	4.33	4.57
Legal and professional charges	248.78	342.87
Travelling and conveyance	136.30	99.93
Trade receivables written off	11.41	-
Less: Provision held	-	-
	11.41	-

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Particulars		₹ in Lakhs	
		Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Advances written off	6.65		2.19
Less: Provision held	6.65		0.50
		-	1.69
Provision for doubtful trade receivables		5.64	5.11
Provision for doubtful loans and advances		1.06	6.88
Directors sitting Fees and commission		35.00	272.00
Corporate social responsibility expenditure (Refer Note 2 below)		24.05	52.54
Net loss on Foreign currency transactions and translations		19.02	1.90
Security Expenses		92.54	73.73
Bank Charges		9.85	17.34
Miscellaneous expenses		175.83	149.80
Auditors remuneration			
To Statutory Auditors			
i) For audit	18.00		26.00
ii) For limited review	12.00		9.00
iii) For other services	0.60		1.10
iv) For reimbursement of expenses	2.52		2.63
		33.12	38.73
Total		1,680.84	1,675.88

Note 1: Included in other expenses are the below:

Direct operating expenses arising from investment property that generated rental income during the year	321.39	268.83
Direct operating expenses arising from investment property that did not generate rental income during the year	25.49	21.98
Total	346.88	290.81

Note 2: Details of Corporate social responsibility expenditure:

As per Section 135 of the Act, a Company meeting the applicability threshold, needs to spend atleast 2% of its average net profit for the immediately preceding three financial years on CSR activities. The major areas for CSR activities are promoting education facilities. A CSR committee has been formed by the Company as per the Act.

Amount required to be spent as per section 135 of the Act.	24.05	43.19
Amount spent during the year:		
(i) Constructions/ Acquisition of an asset	-	1.82
(ii) For the purposes other than (i) above	-	-
Total	-	1.82
Agreements entered for construction / acquisition of assets	-	-
Contribution for activities promoting educational facilities	-	1.82
Accrual towards unspent obligations in relation to ongoing projects	24.05	41.37

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Year	Balance as at 1st April		Amount required to be spent during the year	Amount Spent during the year		Balance as at 31st March	
	With the Company	In Separate CSR unspent account		From the Company's Bank Account	From Separate CSR unspent account	With the Company	In Separate CSR unspent account
2025	41.37	-	24.05	-	-	* 65.42	-
2024	9.34	-	43.19	1.82	9.34	41.37	-

* ₹ 41.37 Lakhs has been transferred to a separate CSR unspent account on 26th April, 2024 & ₹ 24.05 Lakhs on 4th April, 2025.

Company has made CSR Expenses provision towards unspent obligations in relation to ongoing projects ₹ 24.05 Lakhs (*Previous year ₹ 41.37 Lakhs*), which is planned to spend in next financial year.

B. Exceptional items

	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Provision for disputed matters relates to Property Tax (Refer Note 50 C)	-	(559.05)
(Provision) / Reversal for doubtful loans and advances (FTL)(Refer Note 49)	48.00	(60.00)
Previous year provision reversed (Refer Note 50A)	-	133.44
Reversal/(Provision) for impairment in the value of investments Forbes Macsa (Refer Note 50 D)	(250.00)	-
Sale consideration of Forbes Concept Hospitality Services Pvt Ltd. (Refer Note 50 B)	-	0.05
Total	(202.00)	(485.56)

32. Income taxes

32.1 Income tax recognised in profit or loss

	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Particulars		
For Continuing operations		
Current tax		
In respect of the current year	140.04	-
(Excess) / short provision for tax of earlier years	-	16.55
	140.04	16.55
Deferred tax		
In respect of the current year	946.77	200.41
	946.77	200.41
Total income tax expense recognised in the current year relating to continuing Operations	1,086.81	216.96

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

The income tax expense for the year can be reconciled to the accounting profit as follows:

	Year ended 31st Mar., 2025	₹ in Lakhs Year ended 31st Mar., 2024
Profit before tax from total operations	3,780.28	2,250.14
Pertains to discontinued operations	-	-
Profit before tax from total operations	3,780.28	2,250.14
Income tax expense calculated at 25.168% (2023-24: 25.168%)	951.42	566.32
Effect of expense that is non deductible in determining taxable profit	57.58	43.41
Effect of tax incentives and concession	(127.09)	(120.00)
Effects of Ind AS adjustments due to notional gains/ loss recognised during the year	-	(5.43)
Changes in brought forward losses and unabsorbed depreciation	22.30	-
Impact of Long Term Capital Gain	-	(204.25)
Changes in the estimate related to prior years	-	16.55
Recognition of previously unrecognised tax losses	-	(74.26)
Derecognition of the previously recognised DTA /DTL	187.92	-
Others	(5.31)	(5.38)
Income tax expense recognised in the Statement of Profit and Loss	1,086.81	216.96

32.2 Income tax recognised in other comprehensive income

Others

Deferred tax

Net fair value gain on investments in equity shares at FVTOCI

Total income tax expense recognised in other comprehensive income

(192.60)	(27.01)
(192.60)	(27.01)

33. Earnings per share

Particulars	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Profit for the year (After exceptional items) (₹ in Lakhs) from operations (A)	2,693.47	2,033.19
Profit for the year (Before exceptional items) (₹ in Lakhs) (B)	2,895.47	2,518.75
Weighted average number of equity shares for the purposes of basic/ diluted earnings per share (Quantity in Lakhs) (C)	128.99	128.99
Basic and Diluted Earnings per equity share (After exceptional items) from operations D=(A/C) (₹)	20.88	15.77

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

34. Employee Benefits :**Brief description of the Plans:**

The Company has various schemes for long term employees benefits such as Provident Fund, Gratuity, Superannuation, Employees State Insurance Fund (ESIC) and Employees' Pension Scheme, Compensated absences and Post Retirement Medical and Non Compete fees. The Company's defined contribution plans are Superannuation, Employees State Insurance Fund and Employees' Pension Scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952). The Company has no further obligation beyond making the contributions to such plans. The Company's defined benefit plans include Provident Fund, Gratuity, Post Retirement Medical and Non Compete fees.

Gratuity

The Company provides for gratuity payable to employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The gratuity plan is a funded plan and the Company had obtained insurance policies with Life Insurance Corporation of India (LIC) and makes a contribution to LIC for amounts notified by LIC. The Company accounts for gratuity benefits payable in future based on an independent external actuarial valuation carried out at the end of the year using the Projected Unit Credit method.

The Company's Gratuity Plan is administered by an insurer and the Investments are made in various schemes of the trust. The Company funds the plan on a periodical basis.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations, with the objective that assets of the gratuity / provident fund obligations match the benefit payments as they fall due.

Provident Fund

The eligible employees of the Company are entitled to receive post-employment benefits in respect of provident fund, in which both the employees and the Company make monthly contributions at a specified percentage of the employees' eligible salary. The contributions are made to the provident fund managed by the trust set up by the Company which are charged to the Statement of Profit and Loss as incurred.

A large portion of provident fund trust assets consists of government and corporate bonds, although the Company also invests in equities, cash and mutual funds. The plan asset mix is in compliance with the requirements of the regulations in case of Provident fund.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations, with the objective that assets of the provident fund obligations match the benefit payments as they fall due.

Post retirement medical and non-compete fees

Under the post-retirement medical and non-compete fees, eligible whole-time directors and on their demise, their spouses are entitled to medical benefits subject to certain limits and fixed monthly payment as non-compete fee. The Company accounts for these benefits payable in future based on an independent external actuarial valuation carried out at the end of the year using the Projected Unit Credit method.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Plan investment is a mix of investments in government securities, and other debt instruments.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

I. Charge to the Statement of Profit and Loss based on contributions:

₹ in Lakhs

Particulars	Year ended	
	31st Mar., 2025	31st Mar., 2024
Employer's contribution to Regional Provident Fund Office	10.04	8.35
Employer's contribution to Superannuation Fund	10.46	9.96
Employer's contribution to Employees' State Insurance Corportion and other funds	12.62	4.81

Included in Contribution to Provident and Other Funds (Refer Note 28)

II. Disclosures for defined benefit plans based on actuarial valuation reports :-
A. Change in Defined Benefit Obligation

₹ in Lakhs

Particulars	Gratuity (Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	Year ended		Year ended	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Present Value of Defined Benefit Obligation as at beginning of the year	218.79	746.44	198.43	215.59
Interest Cost	14.93	16.78	14.29	15.02
Current Service Cost	1.47	16.53	-	-
Liability Transferred Out for employees left	(54.40)	(513.34)	-	-
Benefits Paid	(25.43)	(122.97)	(30.25)	(31.62)
Remeasurement of defined benefit obligation	11.75	75.35	7.85	(0.56)
Present Value of Defined Benefit Obligation as at the end of the year	167.11	218.79	190.32	198.43

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

B. Changes in the Fair Value of Assets

₹ in Lakhs

Particulars	Gratuity (Funded)	
	Year ended	
	31st Mar., 2025	31st Mar., 2024
Fair Value of Plan Assets as at beginning of the year	682.28	706.02
Interest Income	48.67	51.61
Contributions from employer	2.83	55.83
Benefits Paid	(25.43)	(122.97)
Return on Plan Assets, excluding Interest Income	(25.27)	(8.21)
Asset transferred out	(557.25)	-
Fair Value of Plan Assets as at the end of the year	125.83	682.28

C. Amount recognised in the Balance Sheet

₹ in Lakhs

Particulars	Gratuity (Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	Year ended		Year ended	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Present Value of Defined Benefit Obligation as at the end of the year	167.11	218.79	190.32	198.43
Fair Value of Plan Assets as at end of the year	125.83	682.28	-	-
Net Asset / Liability recognised in the Balance Sheet (Refer Note 18B and 14B)	41.28	(463.49)	190.32	198.43
Recognised under:				
Non - current provision (Refer Note 18A)	22.38	-	158.95	167.07
Current provision / asset (Refer Note 18B and 14B)	18.89	(463.49)	31.38	31.36

D. Expenses recognised in Statement of Profit and Loss

₹ in Lakhs

Particulars	Gratuity (Funded) *		Others (Post Retirement medical and non compete fees) (Non funded) #	
	Year ended		Year ended	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Current Service Cost	1.47	16.53	-	-
Net interest	(33.73)	(34.83)	14.29	15.02
Total Expenses recognised in the Statement of Profit and Loss	(32.27)	(18.30)	14.29	15.02

* Included in Contribution to Provident and Other Funds (Refer Note 28)

included in Salaries and Wages (Refer Note 28)

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

E. Expenses Recognized in the Other Comprehensive Income (OCI) for the Year

Particulars	Gratuity (Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	₹ in Lakhs			
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Actuarial (Gains)/Losses on Obligation for the Year - Due to changes in financial assumptions	1.97	1.23	3.60	1.14
Actuarial (Gains)/Losses on Obligation for the Year - Due to experience adjustment	9.30	71.06	4.24	12.63
Return on Plan Assets, excluding Interest Income	25.27	8.21	-	-
Actuarial (Gains)/Losses on Obligation for the Year - Due to changes in demographic assumptions	0.48	3.06	-	-
Net (Income)/Expense For the year Recognized in OCI	37.02	83.56	7.85	13.77

F. Principal actuarial assumptions used:

Particulars	Gratuity (Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	As at		As at	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Discount Rate (per annum)	6.55%	7.18%	6.71%	7.20%
Salary escalation rate	4.50%	4.50%	0.00%	0.00%
Rate of employee turnover	19.27%	17.24%	0.00%	0.00%

G. Movements in the present value of net defined benefit obligation are as follows:

Particulars	Gratuity (Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	₹ in Lakhs			
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024
Opening Net Liability	(463.49)	40.42	198.43	215.59
Expenses Recognized in Statement of Profit or Loss	(32.27)	(18.30)	14.29	15.02
Expenses Recognized in OCI	37.02	83.56	7.85	(0.56)
Benefit Paid Directly by the Employer	-	-	(30.25)	(31.62)
Employer's Contribution	(2.83)	(55.83)	-	-
Liability Transferred Out for employees left	502.85	(513.34)	-	-
Net Asset Recognized in the Balance Sheet	41.28	(463.49)	190.32	198.43

H. Category of Assets

Particulars	Gratuity	
	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Insurance fund	125.83	682.28
Total	125.83	682.28

The Plan Asset for the funded gratuity plan are administered by Life Insurance Corporation of India ('LIC') as per the Investment Pattern stipulated for Pension and Group Schemes Fund by Insurance Regulatory Development Authority Regulations.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

I. Other Details

Particulars	Gratuity		Others (Post Retirement medical and non compete fees)	
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024
Number of Active Members	70	67	3.00	3.00
Per Month Salary for Active Members (₹ in Lakhs)	23.36	30.61	-	-
Weighted Average Duration of the Projected Benefit Obligation	4	3	-	-
Average Expected Future Service (Years)	4	4	-	-
Projected Benefit Obligation (PBO) (₹ in Lakhs)	167.11	218.79	190.32	198.43
Prescribed Contribution For Next Year (12 Months) (₹ in Lakhs)	-	-	-	-

J. Cash Flow Projection: From the Fund

₹ in Lakhs

Projected Benefits Payable in Future Years From the Date of Reporting	Estimated for the Year ended 31st Mar., 2025	Estimated for the Year ended 31st Mar., 2024	Estimated for the Year ended 31st Mar., 2025	Estimated for the Year ended 31st Mar., 2024
	Gratuity		Other Post Employment Benefits	
1st Following Year	79.79	59.15	31.36	31.37
2nd Following Year	20.09	29.56	31.36	31.37
3rd Following Year	26.23	74.78	31.36	31.37
4th Following Year	11.13	22.04	31.37	31.37
5th Following Year	9.76	9.77	31.37	31.37
Sum of Years 6 To 10	37.19	41.27	156.78	156.83
Sum of Years 11 and above	10.07	14.61	-	-

K. Sensitivity Analysis

₹ in Lakhs

	As at 31st Mar., 2025	As at 31st Mar., 2024
	Gratuity	
Impact of +1% Change in Rate of Discounting	(3.09)	(4.46)
Impact of -1% Change in Rate of Discounting	3.32	4.75
Impact of +1% Change in Rate of Salary Increase	3.35	4.83
Impact of -1% Change in Rate of Salary Increase	(3.18)	(4.61)
Impact of +1% Change in Rate of Employee Turnover	0.12	0.39
Impact of -1% Change in Rate of Employee Turnover	(0.13)	(0.43)

The above sensitivity analysis are based on change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

L. Provident Fund

The Company has established 'Forbes & Company Ltd. Employees Provident Fund' in respect of all the employees to which both the employee and employer make contribution equal to 12% of the employees' basic salary respectively. The Company's contribution to the provident fund for all employees, are charged to the Statement of Profit and Loss. In case of any liability arising due to shortfall between the return from its investments and the administered interest rate, the same is required to be provided for by the Company. In accordance with the recent actuarial valuation, there is no deficiency in the interest cost as the present value of expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest.

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Company's contribution to the provident fund	81.59	28.51

Assumptions used in determining the present value obligation of the interest rate guarantee are as follows:

Particulars	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Approach used	Deterministic	Deterministic
Increase in compensation levels	4.50%	4.50%
Discount Rate	6.55%	7.18%
Attrition Rate	19.27%	17.24%
Reinvestment Period on Maturity	5 years	5 years
Expected Guaranteed Interest Rate	8.25%	8.25%
Average Expected Future Service	4 years	4 years
Average Term to Maturity	4 years	4 years
Mortality Rate	Indian Individual AMT (2012-14)	Indian Individual AMT (2012-15)

Particulars	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Plan assets as year end, at fair value	2,013.54	3,918.00
Present value of benefit obligation at year end	2,037.20	3,933.12

M. The liability for Compensated absences (Non – Funded) as at year end is ₹ Nil (Previous year ₹ Nil) (Refer Note 18B).

The Company provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The Company makes provision for compensated absences based on an actuarial valuation carried out at the end of the year using the Projected Unit Credit method. Leave obligations not expected to be settled in the next 12 months is ₹ Nil (Previous year ₹ Nil).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

35. Financial Instruments

35.1 Capital Management

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Company consists of net debt and total equity of the Company.

The Company determines the amount of capital required on the basis of annual as well as long term operating plans and other strategic investment plans. The funding requirements are met through non convertible debt securities or other long-term /short-term borrowings. The Company monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

	₹ in Lakhs	
The capital components of the Company are as given below:	31st Mar., 2025	31st Mar., 2024
Total Equity	15,679.98	12,194.57
Short Term Borrowings	3.68	-
Long Term Borrowings	-	-
Current Maturities of Long Term Borrowings	-	-
Lease Liabilities	496.90	503.12
Total Debt	500.58	503.12
Cash and Cash equivalents	968.48	1,820.47
Bank balances other than above	1,237.69	1,208.37
Balance held as margin money with banks with remaining maturity period of more than 12 months	13.15	57.46
Net Debt	(1,718.75)	(2,583.18)
Debt Equity ratio	0.03	0.04
Debt Equity Ratio = Total Debt / Total Equity		

35.2 Financial risk management objectives

The Management monitors and manages the financial risks to the operations of the Company. These risks include market risk, credit risk and liquidity risk.

Ratios	Numerator	Denominator	31st Mar., 2025	31st Mar., 2024	Variation (%)	Reason for variance
Current Ratio	Current assets	Current liabilities	1.54	0.98	58%	Reduction in current liabilities & inventory due to revenue recognition of vicinia project, creditors balances also declined.
Debt-Equity Ratio	Total debt	Total equity	0.03	0.04	-23%	Net worth/ Reserve increased in current year.
Debt Service Coverage Ratio	Earning for debt	Debt service	35.10	15.80	122%	Improved due to increase in earnings and nominal financial liabilities other than notional lease liability.
Return on Equity Ratio	Net profit after tax	Average shareholders equity.	25%	14%	11%	Increase in net profit during the year is primarily on account of revenue recognition of Vicinia Project.
Inventory turnover ratio	COGS	Average inventory	4.01	5.12	-22%	Major variation is on account of product mix in current year as compared with last year.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Ratios	Numerator	Denominator	31st Mar., 2025	31st Mar., 2024	Variation (%)	Reason for variance
Trade Receivables turnover ratio	Credit sales	Average trade receivable	27.02	18.19	49%	Increased mainly on account of higher revenue recognition of Vicinia Project during the year as compared to previous year.
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	0.68	0.87	-21%	During the year the quantum of purchases were lower as compared to previous year & higher payment efficiency.
Net capital turnover ratio	Credit sales	working capital	6.53	-24.11	-127%	Due to revenue recognition of Vicinia Projects.
Net profit ratio	Net profit after tax	Revenue from operations	18%	19%	-1%	No significant variaton
Return on Capital employed	Earnings before interest and tax	capital employed	25%	22%	3%	Revenue recognised for Vicinia Projects in current year
Return on investment	Earnings before interest and tax	Closing total assets	18%	8%	10%	Current year Earnings before interest and tax increased & total assets reduced on account of revenue recognised for Vicinia Project.

35.3 Market Risk

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates (Refer Note 35.6). The Company enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk.

35.4 Credit risk management

Trade receivables

Trade receivables are generally unsecured and are derived from revenue earned from customers. On account of adoption of Ind AS 109, the Company uses expected credit loss model to assess the impairment loss or gain. The Company uses a provision matrix and forward-looking information and an assessment of the credit risk over the expected life of the financial asset to compute the expected credit loss allowance for trade receivables. Historical experience of collecting receivables of the Company is supported by low level of past default and hence the credit risk is perceived to be low.

Investments in subsidiaries, associates and joint ventures

The Company had invested in various subsidiaries, associates and joint ventures. The approved future business plans and cash flow projections of these entities are evaluated by the management of the Company on an ongoing basis and based on this evaluation the recoverability of the investments is considered to be good. (Also refer Note 8)

Other Financial assets

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are mutual funds and banks with high credit-ratings assigned by credit-rating agencies.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

35.5 Liquidity Risk

Liquidity Risk refers to insufficiency of funds to meet the financial obligations. Liquidity Risk Management implies maintenance of sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit lines to meet obligations when due.

The Company manages liquidity risk by banking facilities and by continuously monitoring forecast and actual cash flows, and by assessing the maturity profiles of financial assets and liabilities. The below table sets out details of additional undrawn facilities that the Company has at its disposal to further reduce liquidity risk.

The Company has the following undrawn credit lines available as at the end of the reporting period.

	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
- Expiring within one year	405.00	400.00
- Expiring beyond one year	-	-
	405.00	400.00

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the earliest date on which the Company can be required to pay. The tables include both principal and interest cash flows.

	₹ in Lakhs			
Maturities of Financial Liabilities as at the Balance Sheet date	31st Mar., 2025			
	Upto 1 year	1 to 3 years	3 to 5 years	5 years & above
Borrowings (includes interest)	3.68	-	-	-
Trade Payables (Refer Note 22)	2,365.00	-	-	-
Other Financial Liabilities	1,040.83	365.57	-	-
Lease liability	12.93	63.45	223.50	197.02
	3,422.44	429.02	223.50	197.02

	₹ in Lakhs			
Maturities of Financial Liabilities as at the Balance Sheet date	31st Mar., 2024			
	Upto 1 year	1 to 3 years	3 to 5 years	5 years & above
Borrowings (includes interest)	-	-	-	-
Trade Payables (Refer Note 22)	2,918.34	-	-	-
Other Financial Liabilities	2,189.56	398.22	-	-
Lease liability	9.58	29.65	46.74	417.16
	5,117.48	427.87	46.74	417.16

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

35.6 Derivatives Instruments and unhedged Foreign Currency (FC) exposure

The Company is exposed to Currency Risk arising from its trade exposures and capital/Loan receipt/payments denominated, in other than the Functional Currency. The Company has a Foreign Exchange Risk Management policy within which the treasury has to perform and also lays down the checks and controls to ensure the continuing success of the treasury function. The Company has defined strategies for addressing the risks for each category of exposures (e.g. for exports, for imports, for loans, etc.). The centralised treasury function aggregates the foreign exchange exposure and takes prudent measures to hedge the exposure based on prevalent macro-economic conditions.

a) Particulars of unhedged foreign currency exposures as at the reporting date

Currencies	As at 31st Mar., 2025						As at 31st Mar., 2024					
	Advances from customers		Loans and advances to others		Trade receivables		Advances from customers		Loans and advances to related party		Trade receivables	
	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs
USD	0.34	28.71	-	-	-	-	0.14	11.39	-	-	0.02	1.97
GBP	-	-	-	-	-	-	-	-	-	-	-	-
CHF	-	-	564.68	52,195.75	-	-	-	-	564.68	52,195.75	-	-
EUR	0.01	0.12	36.07	3,335.89	-	-	0.01	0.11	40.39	3,633.43	-	-

Currencies	As at 31st Mar., 2025				As at 31st Mar., 2024			
	Advances to vendors		Trade payables		Advances to vendors		Trade payables	
	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs
USD	-	-	2.17	185.28	0.10	7.92	0.61	51.13
EUR	-	-	-	-	-	-	0.84	75.56
CHF	-	-	-	-	-	-	-	-
AUD	-	-	1.87	100.11	-	-	6.97	378.65
AED	-	-	-	-	0.29	6.48	-	-

Currencies	As at 31st Mar., 2025		As at 31st Mar., 2024	
	Current Account Balances		Current Account Balances	
	FC in Lakhs	₹ In Lakhs	FC in Lakhs	₹ In Lakhs
USD	-	-	1.04	89.16
EUR	-	-	-	-

Of the above, the Company is mainly exposed to USD, and EUR. Hence the following table analyses the Company's Sensitivity to a 5% increase and a 5% decrease in the exchange rates of these currencies against INR.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

(b) Sensitivity

As at 31st Mar., 2025

₹ in Lakhs					
Currencies	Increase/ Decrease	Total Assets in FC	Total Liabilities in FC	Impact on exchange rate	Impact on Profit or Loss for the year
USD	Increase by 5%	-	2.51	4.27	(10.72)
USD	Decrease by 5%	-	2.51	(4.27)	10.72
AUD	Increase by 5%	-	1.87	2.67	(4.99)
AUD	Decrease by 5%	-	1.87	(2.67)	4.99
EUR	Increase by 5%	36.07	0.01	4.62	166.60
EUR	Decrease by 5%	36.07	0.01	(4.62)	(166.60)
CHF	Increase by 5%	564.68	-	4.85	2,738.70
CHF	Decrease by 5%	564.68	-	(4.85)	(2,738.70)

As at 31st Mar., 2024

₹ in Lakhs					
Currencies	Increase/ Decrease	Total Assets in FC	Total Liabilities in FC	Impact on exchange rate	Impact on Profit or Loss for the year
USD	Increase by 5%	1.16	0.75	4.17	1.71
USD	Decrease by 5%	1.16	0.75	(4.17)	(1.71)
AUD	Increase by 5%	-	6.97	2.72	(18.96)
AUD	Decrease by 5%	-	6.97	(2.72)	18.96
AED	Increase by 5%	0.29	-	1.13	0.33
AED	Decrease by 5%	0.29	-	(1.13)	(0.33)
EUR	Increase by 5%	40.39	0.85	4.50	177.93
EUR	Decrease by 5%	40.39	0.85	(4.50)	(177.93)
CHF	Increase by 5%	564.68	-	4.62	2,608.82
CHF	Decrease by 5%	564.68	-	(4.62)	(2,608.82)

35.7 Fair Value Disclosures

a) Categories of Financial Instruments:

₹ in Lakhs						
	31st Mar., 2025			31st Mar., 2024		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial Assets						
Investments *	3,442.43	6,507.60	-	3,434.82	5,483.40	-
Loans	-	-	665.55	-	-	1.82
Cash and Bank Balances	-	-	2,206.17	-	-	3,028.84
Trade Receivables	-	-	786.85	-	-	670.24
Other Financial Assets	-	-	149.09	-	-	673.05
	3,442.43	6,507.60	3,807.66	3,434.82	5,483.40	4,373.95
Financial liabilities						
Borrowings	-	-	3.68	-	-	-
Trade Payables	-	-	2,364.99	-	-	2,918.34
Other Financial Liabilities	-	-	1,406.41	-	-	2,587.78
Lease liability	-	-	496.90	-	-	503.12
	-	-	4,271.98	-	-	6,009.24

* Excludes investments in equity instruments of ₹ 3,660.75 Lakhs (Previous year ₹ 3,910.75 Lakhs) carried at cost less impairment.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

b) Fair Value Hierarchy and Method of Valuation

Except as detailed in the following table, the Company considers that the carrying amounts of financial instruments recognised in the financial statements approximate their fair values.

Financial Assets	31st Mar., 2025				
	Carrying Value	Level 1	Level 2	Level 3	Total
Measured at FVTOCI Investments					
Investments in Equity Instruments	6,507.60	6,507.60	-	-	6,507.60
Measured at FVTPL Investments					
Investments in Equity Instruments	0.18	-	-	0.18	0.18
Investments from Mutual Fund	3,442.25	3,442.25	-	-	3,442.25

Financial Assets	31st Mar., 2024				
	Carrying Value	Level 1	Level 2	Level 3	Total
Measured at FVTOCI Investments					
Investments in Equity Instruments	5,483.40	5,483.40	-	-	5,483.40
Measured at FVTPL Investments					
Investments in Equity Instruments	0.18	-	-	0.18	0.18
Investments from Mutual Fund	3,434.64	3,434.64	-	-	3,434.64

There are no transfers between level 1, level 2 and level 3 during the year.

c) Fair value measurements using significant unobservable inputs

The following table presents there is no changes in level 1 items for the years ended 31st March, 2025.

	₹ in Lakhs		
	Equity Instruments	Optionally Convertible Debentures	Total
As at 31st Mar., 2024	5,483.58	-	5,483.58
Additions during the year	-	-	-
Fair value Gains / Losses recognised in other comprehensive income	1,024.20	-	1,024.20
Issue / (Redemption) during the year	-	-	-
As at 31st Mar., 2025	6,507.78	-	6,507.78

	₹ in Lakhs		
	Equity Instruments	Optionally Convertible Debentures	Total
As at 31st Mar., 2023	5,120.58	-	5,120.58
Additions during the year	-	-	-
Fair value Gains / Losses recognised in other comprehensive income	363.00	-	363.00
Issue / (Redemption) during the year	-	-	-
As at 31st Mar., 2024	5,483.58	-	5,483.58

d) Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

The Company consider that the carrying amounts of financial assets and financial liabilities recognised in Note (a) above approximate their fair values.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

36. Operating lease arrangements

36.1(i) The Company as lessor

The Company has entered into operating lease arrangements, consisting of surplus space in buildings to others. The normal tenure of the arrangement is upto five years. The rental income from the assets given on lease of ₹ 2,034.73 Lakhs (*Previous year ₹ 1,679.81 Lakhs*) has been disclosed as “Rent and amenities” under Revenue from operations in Note 24 to the Statement of Profit and Loss.

36.1(ii) Non-cancellable operating lease receivables

Particulars	₹ in Lakhs		
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2023
Not later than 1 year	589.60	646.73	472.77
1 - 2 years	378.42	512.61	474.25
2 to 3 years	10.42	407.74	-
3 to 4 years	-	43.76	-
4 to 5 years	-	-	-
Above 5 years	-	-	-
Total	978.44	1,610.85	947.02

37. Commitments

a) Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance paid aggregating ₹ Nil; (<i>Previous year ₹ Nil</i>))	-	-
Total	-	-

b) Other Commitments

The Company has outstanding bank guarantees of ₹ 316.15 Lakhs (*Previous Year ₹ 236.87 Lakhs*).

The Company has outstanding performance guarantees of ₹ Nil (*Previous Year ₹ Nil*).

38. Contingencies and other commitments

(To the extent not provided for)

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
(a) Claims against the Company not acknowledged as debts		
1 Taxes in dispute:-		
i) Excise demand [Advance paid against the demand ₹ Nil; (<i>Previous year ₹ Nil</i>)]	1.63	1.63
ii) Sales tax [Advance paid against the demand ₹ 55.06 Lakhs; (<i>Previous year ₹ 55.06 Lakhs</i>)]	603.41	603.41
iii) Income-tax [Advance paid against the demand ₹ 83.70 Lakhs; (<i>Previous year ₹ 83.70 Lakhs</i>)]	3,500.03	4,329.14
iv) Service-tax (Advance paid ₹ 104.10 Lakhs) (<i>Previous year ₹ 92.25 Lakhs</i>)	2,691.65	3,424.49
v) Customs duty [Advance paid ₹ Nil; (<i>Previous year ₹ Nil</i>)]	22.96	87.84
vi) GST demand	187.17	402.01
vii) Property tax demand (Refer Note 50 C)	475.29	475.29
2 Customer claims	2,785.59	2,785.59
3 Other legal matters	90.00	215.40

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related Party Disclosures

(a) Name of the Related Parties and Description of Relationship:

Nature of Relationship	Name of Entity
A Holding Company	Shapoorji Pallonji and Company Private Limited
B Subsidiaries - Direct	Forbes Campbell Finance Limited Forbes Technosys Limited (ceased to be subsidiary w.e.f. 24.03.2025) Campbell Properties & Hospitality Services Limited Volkart Fleming Shipping and Services Limited EFL Mauritius Limited Forbes Macsa Private Limited (subsidiary w.e.f. 31.03.2025)
C Fellow Subsidiaries (where there are transactions/ balances)	Forvol International Services Limited Gokak Textiles Limited Gossip Properties Pvt Ltd. Next Gen Publishing Ltd. Paikar Real Estates Private Limited Shapoorji Pallonji Infrastructure Capital Company Private Limited Shapoorji Pallonji Energy Private Ltd. Shapoorji Pallonji Development Manager Shapoorji Pallonji Infrastructure Private Limited Shapoorji Pallonji Real Estates Private Limited Stonesteel Prefab Infra Private Limited Forbes Precision Tools and Machine Parts Limited Afcons Infrastructure Ltd Relationship Properties Private Ltd (upto 26.07.2024) S D corporation Pvt Ltd (upto 18.06.2024) SD SVP Nagar Redevelopment Pvt Ltd (upto 18.06.2024) Coventry Properties Pvt Ltd (upto 18.06.2024)
D Associates - Direct	Nuevo Consultancy Service Limited
D Associates - Indirect	Dhan Gaming Solutions (India) Private Limited
E Joint Ventures - Direct	Forbes Macsa Private Limited (ceased to be joint venture on. 31.03.2025)
E Joint Ventures - Indirect	Forbes Bumi Armada Limited (Joint Venture of Forbes Campbell Finance Ltd.)
F Key Management Personnel ("KMP")	Ravi C. Prem Executive Director Nirmal Jagawat Chief Financial Officer (upto 30.04.2025 and Whole Time Director w.e.f. 30.04.2025) Pritesh Jhaveri Company Secretary and Compliance Officer
	Non Executive Directors M.C. Tahilyani Non-Independent Director Jai L. Mavani Non-Independent Director Bapsy Dastur Independent Director Nikhil Bhatia Independent Director Paras Savla Independent Director
G Post employment benefit plan	Forbes & Company Limited Employees Provident Fund

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Current Year

(b) transactions/ balances with above mentioned related parties

₹ in Lakhs								
		Parties in A above	Parties in B above	Parties in C above	Parties in D above	Parties in E above	Parties in F above	Total
	Balances							
1	Trade Payables and Capital Creditors	184.23	-	0.42	83.07	-	-	267.72
2	Interest accrued on investment / loan	-	-	24.11	-	-	-	24.11
3	Trade Receivables	3.19	6.12	143.52	-	-	-	152.83
4	Advance for Supply of Goods and Services and Prepaid Exps.	441.74	-	-	-	-	-	441.74
5	Contractually reimbursable expenses	-	-	6.79	-	-	-	6.79
6	Deposits Payable	-	-	50.03	-	-	-	50.03
7	Deposits Receivable	-	-	665.00	-	-	-	665.00
	Transactions			-				
	Purchases / Services							
8	Real estate development expenses	831.89	-	-	336.21	-	-	1,168.10
9	Fixed Assets/ Goods & Materials	-	105.33	3.56	-	-	-	108.88
	Sales / Services							
10	Goods and Materials	-	228.10	9.42	-	-	-	237.52
	Expenses							
11	Rent	-	-	59.82	-	-	-	59.82
12	Travelling and conveyance expenses	-	4.14	38.08	-	-	-	42.22
13	Legal and professional charges	25.22	-	-	-	-	-	25.22
14	Repairs and Maintenance	22.81	-	-	-	-	-	22.81
15	Selling expenses, commission and brokerage	-	-	-	15.75	-	-	15.75
16	Provision for Impairment in Investment in subsidiary Company, Loan and interest accrued thereon /Capital reduction	-	250.00	-	-	-	-	250.00
17	Interest Paid	-	-	18.59	-	-	-	18.59
18	Reversal and Provision for doubtful loans and advances / Trade receivable	-	48.94	-	-	-	-	48.94
19	Remuneration	-	-	-	-	-	181.56	181.56
	Income							
20	Rent and amenities	8.82	13.06	275.68	-	-	-	297.56
21	Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits/ Interest on leave encashment	-	-	24.11	-	-	-	24.11
22	Miscellaneous Income	-	54.46	57.04	-	-	-	111.50
	Other Receipts / Payments							
23	Other Reimbursements (Receipt)	-	12.95	785.57	-	-	-	798.52
24	Other Reimbursements (Payment)	-	0.56	2,166.57	35.84	-	-	2,202.97
	Finance							
25	Deposit Given	-	10.00	665.00	-	-	-	675.00
26	Repayment of Deposits Given	-	60.00	-	-	-	-	60.00

For details of investments in subsidiaries, associates and joint ventures Refer Note 8

Terms and conditions:-

- All outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- All related party transactions entered during the year were in ordinary course of business and on arms length basis.
- The Company has not recorded any impairment of receivables related to amounts owed by related parties except as stated above.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Current Year

(b) transactions/ balances with above mentioned related parties

₹ in Lakhs

	A	B	B	B	B	B	B	C	C
	Shapoorji Pallonji and Company Private Ltd.	EFL Mauritius Ltd.	Forbes Campbell Finance Ltd.	Forbes Technosys Ltd.	Campbell Properties & Hospitality Services Ltd.	Volkart Fleming & Shipping & Services Ltd.	Forbes Macsa Private Ltd. (subsidiary with effect from 31st March 2025)	Forvol International Services Ltd.	Gokak Textiles Ltd.
Balances									
1 Trade Payables and Capital Creditors	184.23	-	-	-	-	-	-	***	-
2 Interest accrued on investment / loan	-	-	-	-	-	-	-	-	-
3 Trade Receivables	***	-	-	-	-	-	***	-	-
4 Advance for Supply of Goods and Services and Prepaid Exps.	441.74	-	-	-	-	-	-	-	-
5 Contractually reimbursable expenses	-	-	-	-	-	-	-	-	6.79
6 Deposits Payable	-	-	-	-	-	-	-	***	-
7 Deposits Receivable	-	-	-	-	-	-	-	-	-
Transactions									
Purchases / Services									
8 Real estate development expenses	831.89	-	-	-	-	-	-	-	-
9 Fixed Assets/ Goods & Materials	-	-	-	-	-	-	105.33	-	-
Sales / Services									
10 Goods and Materials	-	-	-	-	-	-	228.10	-	-
Expenses									
11 Rent	-	-	-	-	-	-	-	-	-
12 Travelling and conveyance expenses	-	-	-	-	-	-	-	29.77	-
13 Legal and professional charges	25.22	-	-	-	-	-	-	-	-
14 Repairs and Maintenance	22.81	-	-	-	-	-	-	-	-
15 Selling expenses, commission and brokerage	-	-	-	-	-	-	-	-	-
16 Provision for Impairment in Investment in subsidiary Company, Loan and interest accrued thereon	-	-	-	-	-	-	250.00	-	-
17 Interest Paid	-	-	-	-	-	-	-	-	-
18 Reversal and Provision for doubtful loans and advances / Trade receivable	-	-	-	48.94	-	-	-	-	-
19 Remuneration	-	-	-	-	-	-	-	-	-
Income									
20 Rent and amenities	***	-	-	***	-	-	***	***	-
21 Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits/ Interest on leave encashment	-	-	-	-	-	-	-	-	-
22 Miscellaneous Income	-	-	***	***	-	***	53.56	-	-
Other Receipts / Payments									
23 Other Reimbursements (Receipt)	-	-	***	-	***	***	***	***	-
24 Other Reimbursements (Payment)	-	-	-	***	-	-	-	-	-
Finance									
25 Deposit Given	-	-	-	***	-	-	-	-	-
26 Repayment of Deposits Given	-	-	-	60.00	-	-	-	-	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Current Year

(b) transactions/ balances with above mentioned related parties

₹ in Lakhs

	C Gossip Properties Pvt Ltd.	C Next Gen Publishing Ltd.	C Paikar Real Estates Pvt. Ltd.	C Shapoorji Pallonji Infrastructure Capital Co. Pvt. Ltd.	C Shapoorji Pallonji Energy Pvt. Ltd.	Afcons Infrastructure Ltd.	C Shapoorji Pallonji Development Manager
Balances							
1 Trade Payables and Capital Creditors	-	-	-	-	-	-	-
2 Interest accrued on investment / loan	-	-	24.11	-	-	-	-
3 Trade Receivables	***	***	***	-	-	***	***
4 Advance for Supply of Goods and Services and Prepaid Exps.	-	-	-	-	-	-	-
5 Contractually reimbursable expenses	-	-	-	***	-	-	-
6 Deposits Payable	-	-	-	-	48.25	-	-
7 Deposits Receivable	-	-	665.00	-	-	-	-
Transactions							
Purchases / Services							
8 Real estate development expenses	-	-	-	-	-	-	-
9 Fixed Assets/ Goods & Materials	-	-	-	-	-	-	-
Sales / Services							
10 Goods and Materials	-	-	-	-	-	-	-
Expenses							
11 Rent	-	-	-	-	-	-	-
12 Travelling and conveyance expenses	-	-	-	-	-	-	-
13 Legal and professional charges	-	-	-	-	-	-	-
14 Repairs and Maintenance	-	-	-	-	-	-	-
15 Selling expenses, commission and brokerage	-	-	-	-	-	-	-
16 Provision for Impairment in Investment in subsidiary Company, Loan and interest accrued thereon	-	-	-	-	-	-	-
17 Interest Paid	-	-	-	-	-	-	-
18 Reversal and Provision for doubtful loans and advances / Trade receivable	-	-	-	-	-	-	-
19 Remuneration	-	-	-	-	-	-	-
Income							
20 Rent and amenities	-	-	-	***	127.63	-	-
21 Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits/ Interest on leave encashment	-	-	24.11	-	-	-	-
22 Miscellaneous Income	-	-	-	-	-	-	-
Other Receipts / Payments							
23 Other Reimbursements (Receipt)	-	-	117.37	-	-	-	-
24 Other Reimbursements (Payment)	-	-	***	-	-	-	-
Finance							
25 Deposit Given	-	-	665.00	-	-	-	-
26 Repayment of Deposits Given	-	-	-	-	-	-	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Current Year

₹ in Lakhs

(b) transactions/ balances with above mentioned related parties

	C	C	C	C	C	D	E	F
	Shapoorji Pallonji Infrastructure Pvt Ltd.	Shapoorji Real estate Pvt Ltd.	Stonesteel Prefab Infra Private Limited	Forbes Precession Tools & Machine Parts Ltd.	Neuvo Consultancy Service Ltd.	Forbes Macsa Pvt Ltd (Joint Venture)	Whole time director, Mr. Ravinder Prem	
Balances								
1 Trade Payables and Capital Creditors	-	-	-	-	83.07	-	-	-
2 Interest accrued on investment / loan	-	-	-	-	-	-	-	-
3 Trade Receivables	***	***	***	108.05	-	-	-	-
4 Advance for Supply of Goods and Services and Prepaid Exps.	-	-	-	-	-	-	-	-
5 Contratuallly reimbursable expenses	-	-	-	-	-	-	-	-
6 Deposits Payable	-	-	-	-	-	-	-	-
7 Deposits Receivable	-	-	-	-	-	-	-	-
Transactions								
Purchases / Services								
8 Real estate development expenses	-	-	-	-	336.21	-	-	-
9 Fixed Assets/ Goods & Materials	-	-	-	***	-	-	-	-
Sales / Services								
10 Goods and Materials	-	-	-	***	-	-	-	-
Expenses								
11 Rent	-	-	-	59.82	-	-	-	-
12 Travelling and conveyance expenses	-	-	-	8.31	-	-	-	-
13 Legal and professional charges	-	-	-	-	-	-	-	-
14 Repairs and Maintenance	-	-	-	-	-	-	-	-
15 Selling expenses, commission and brokerage	-	-	-	-	15.75	-	-	-
16 Provision for Impairment in Investment in subsidiary Company, Loan and interest accrued thereon	-	-	-	-	-	-	-	-
17 Interest Paid	-	-	-	18.59	-	-	-	-
18 Reversal and Provision for doubtful loans and advances / Trade receivable	-	-	-	-	-	-	-	-
19 Remuneration	-	-	-	-	-	-	-	181.56
Income								
20 Rent and amenities	-	-	-	142.03	-	-	-	-
21 Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits/Interest on leave encashment	-	-	-	-	-	-	-	-
22 Miscellaneous Income	-	-	-	57.04	-	-	-	-
Other Receipts / Payments								
23 Other Reimbursements (Receipt)	-	-	-	667.07	-	-	-	-
24 Other Reimbursements (Payment)	-	-	-	2,161.08	***	-	-	-
Finance								
25 Deposit Given	-	-	-	-	-	-	-	-
26 Repayment of Deposits Given	-	-	-	-	-	-	-	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Parties in F :

Key Managerial Personnel Remuneration

Particulars	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
Short-term employee benefits	171.48	357.34
Post-employment benefits *	4.68	8.95
Long-term employee benefits	5.40	1.50
	<u>181.56</u>	<u>367.79</u>

* The above amounts do not include expenses for gratuity and leave encashment since actuarial valuation is carried out at an overall level. Bonus is disclosed on payment basis.

Directors Sitting Fees:

Name	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
Shapoor P. Mistry	-	0.50
M.C. Tahilyani	7.50	-
D. Sivanandhan	5.00	7.00
Jai L. Mavani	4.50	3.50
Rani Jadhav	2.00	3.50
Nikhil Bhatia	9.50	7.50
Bapsy Dastur	2.00	-
Paras Savla	4.50	-
Total	<u>35.00</u>	<u>22.00</u>

Parties in G

Contribution to Post Employment Benefit Plan:

Particulars	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
Forbes & Company Limited Employees Provident Fund	81.59	28.51
	<u>81.59</u>	<u>28.51</u>

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Previous Year

(b) transactions/ balances with above mentioned related parties

₹ in Lakhs

	Parties in A above	Parties in B above	Parties in C above	Parties in D above	Parties in E above	Parties in F above	Total
Balances							
1 Trade Payables and Capital Creditors	232.15	32.27	331.15	176.02	22.41	-	794.00
2 Payable Pursuant to the Scheme of arrangement	-	-	881.93	-	-	-	881.93
3 Interest accrued on investment / loan	-	8,104.99	-	-	-	-	8,104.99
4 Trade Receivables	1.75	3,309.88	571.97	10.70	102.34	-	3,996.64
5 Advance for Supply of Goods and Services and Prepaid Exps.	-	14,989.91	-	-	-	-	14,989.91
6 Contractually reimbursable expenses	-	249.65	50.03	-	-	-	299.68
7 Provision for Doubtful Trade Receivables, Financial Assets and Deposits (including interest accrued thereon)	-	62,999.29	-	-	-	-	62,999.29
8 Deposits Payable	-	0.09	50.03	-	-	-	50.12
9 Deposits Receivable	-	36,342.65	-	-	-	-	36,342.65
Transactions							
Purchases / Services							
10 Real estate development expenses	1,822.07	-	-	605.75	-	-	2,427.82
11 Fixed Assets/ Goods & Materials	-	-	-	-	371.36	-	371.36
Sales / Services							
12 Goods and Materials	-	-	437.59	-	495.11	-	932.71
Expenses							
13 Rent	-	0.08	-	-	-	-	0.08
14 Travelling and conveyance expenses	-	0.32	19.30	-	-	-	19.62
15 Legal and professional charges	14.26	-	-	-	-	-	14.26
16 Repairs and Maintenance	8.32	-	-	-	-	-	8.32
17 Selling expenses, commission and brokerage	-	-	19.80	50.72	-	-	70.52
18 Provision for doubtful loans and advances / Trade receivable	-	61.41	-	-	-	-	61.41
19 Remuneration	-	-	-	-	-	367.79	367.79
Income							
20 Rent and amenities	11.53	0.15	136.39	-	35.77	-	183.85
21 Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits	-	-	1.39	-	0.46	-	1.85
22 Miscellaneous Income	-	1.20	-	-	-	-	1.20
Other Receipts / Payments							
23 Other Reimbursements (Receipt)	-	0.67	84.62	-	3.51	-	88.80
24 Other Reimbursements (Payment)	-	1.81	9.48	57.67	-	-	68.95
Finance							
25 Deposit Given	-	100.00	75.00	-	-	-	175.00
26 Repayment of Deposits Given	-	40.00	75.00	-	-	-	115.00
27 Purchase / Subscriptions to Investments	-	-	-	-	249.50	-	249.50
28 Sale of Investments	-	-	0.02	-	-	-	0.02

For details of investments in subsidiaries, associates and joint ventures Refer Note 8

Terms and conditions:-

- All outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- All related party transactions entered during the year were in ordinary course of business and on arms length basis.
- The Company has not recorded any impairment of receivables related to amounts owed by related parties except as stated above.
- The Balances and Transaction includes values which are carried forward due to the Composite Scheme of arrangement.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Previous Year

(b) transactions/ balances with above mentioned related parties

		₹ in Lakhs										
		A	B	B	B	B	B	B	B	C	C	C
		Shapoorji Pallonji and Company Private Ltd.	EFL Mauritius Ltd.	Forbes Lux International AG	Lux International AG	Forbes Campbell Finance Ltd.	Forbes Technosys Ltd.	Campbell Properties & Hospitality Services Ltd.	Volkart Flaming Shipping & Services Ltd.	Afcons Infrastructure Ltd.	Floral Finance Private Ltd.	Forval International Services Ltd.
		Gossip Properties Pvt Ltd.										
1	Balances											
2	Trade Payables and Capital Creditors	232.15	-	-	***	***	-	***	-	-	-	***
3	Payable Pursuant to the Scheme of arrangement	-	-	-	-	-	-	-	-	-	-	-
4	Interest accrued on investment / loan	***	-	7,978.21	-	-	***	***	-	***	-	-
5	Trade Receivables	-	-	-	3,210.27	-	-	-	-	-	-	-
6	Advance for Supply of Goods and Services and Prepaid Exps.	-	***	14,600.99	-	-	249.65	-	-	-	-	***
7	Contractually reimbursable expenses	-	-	-	-	-	-	-	-	-	-	-
8	Provision for Doubtful Trade Receivables, Financial Assets and Deposits (including interest accrued thereon)	-	***	52,411.12	***	-	6,988.98	-	-	-	-	-
9	Deposits Payable	-	-	-	-	-	***	-	-	-	-	-
10	Deposits Receivable	-	-	29,831.92	-	-	6,510.73	-	-	-	-	-
11	Transactions											
12	Purchases / Services											
13	Real estate development expenses	1,822.07	-	-	-	-	-	-	-	-	-	-
14	Fixed Assets/ Goods & Materials	-	-	-	-	-	-	-	-	-	-	-
15	Sales / Services	-	-	-	-	-	-	-	-	-	-	-
16	Goods and Materials	-	-	-	-	-	-	-	-	-	-	-
17	Expenses	-	-	-	-	-	-	-	-	-	-	-
18	Rent	-	-	-	-	-	-	-	-	-	-	-
19	Travelling and conveyance expenses	-	-	-	-	-	-	-	-	-	-	-
20	Legal and professional charges	14.26	-	-	-	0.08	-	***	-	-	-	19.30
21	Repairs and Maintenance	8.32	-	-	-	-	-	-	-	-	-	-
22	Selling expenses, commission and brokerage	-	-	-	-	-	-	-	-	-	-	19.80
23	Provision for doubtful loans and advances / Trade receivable	-	-	-	-	-	61.41	-	-	-	-	-
24	Remuneration	-	-	-	-	-	-	-	-	-	-	-
25	Income	***	-	-	-	-	***	-	-	-	-	***
26	Rent and amenities	-	-	-	-	-	-	-	-	-	-	-
27	Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits	-	-	-	-	***	-	-	-	-	-	-
28	Miscellaneous Income	-	-	-	-	-	1.20	-	-	-	-	-
29	Other Receipts / Payments	-	-	-	-	-	-	-	-	-	-	-
30	Other Reimbursements (Receipt)	-	-	-	-	-	***	-	***	-	-	-
31	Other Reimbursements (Payment)	-	-	-	-	-	-	-	-	-	-	-
32	Finance	-	-	-	-	-	-	-	-	-	-	-
33	Deposit Given	-	-	-	-	-	100.00	-	-	-	-	-
34	Repayment of Deposits Given	-	-	-	-	-	40.00	-	-	-	-	-
35	Purchase / Subscriptions to Investments	-	-	-	-	-	-	-	-	-	-	-
36	Sale of Investments	-	-	-	-	-	-	-	-	-	0.02	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Previous Year

(b) transactions/ balances with above mentioned related parties

		₹ in Lakhs									
		C	C	C	C	C	C	C	C	C	C
		Next Gen Publishing Ltd.	Paikar Real Estates Pvt. Ltd.	Relationship Properties Private Ltd.	Shapoorji Pallonji Infrastructure Capital Co. Pvt. Ltd.	Shapoorji Pallonji Energy Pvt. Ltd.	HPCL Shapoorji Energy Private Ltd.	Coventry Properties Pvt Ltd.	S D corporation Pvt Ltd.	SA SJP Nagar Redevelopment Pvt Ltd.	Shapoorji Pallonji Development Manager Pvt. Ltd.
Balances											
1	Trade Payables and Capital Creditors	-	-	-	-	-	-	-	-	-	-
2	Payable Pursuant to the Scheme of arrangement	-	-	-	-	-	-	-	-	-	-
3	Interest accrued on investment / loan	-	-	-	-	-	-	-	-	-	-
4	Trade Receivables	***	-	***	-	-	***	***	***	***	***
5	Advance for Supply of Goods and Services and Prepaid Exps.	-	-	-	-	-	-	-	-	-	-
6	Contractually reimbursable expenses	-	43.24	-	-	-	-	-	-	-	-
7	Provision for Doubtful Trade Receivables, Financial Assets and Deposits (including interest accrued thereon)	-	-	-	-	-	-	-	-	-	-
8	Deposits Payable	-	-	-	-	***	-	-	-	-	-
9	Deposits Receivable	-	-	-	-	-	48.25	-	-	-	-
Transactions											
10	Purchases / Services	-	-	-	-	-	-	-	-	-	-
11	Real estate development expenses	-	-	-	-	-	-	-	-	-	-
	Fixed Assets/ Goods & Materials	-	-	-	-	-	-	-	-	-	-
12	Sales / Services	-	-	-	-	-	-	-	-	-	-
	Goods and Materials	-	-	-	-	-	-	-	-	-	-
13	Expenses	-	-	-	-	-	-	-	-	-	-
	Rent	-	-	-	-	-	-	-	-	-	-
14	Travelling and conveyance expenses	-	-	-	-	-	-	-	-	-	-
15	Legal and professional charges	-	-	-	-	-	-	-	-	-	-
16	Repairs and Maintenance	-	-	-	-	-	-	-	-	-	-
17	Selling expenses, commission and brokerage	-	-	-	-	-	-	-	-	-	-
18	Provision for doubtful loans and advances / Trade receivable	-	-	-	-	-	-	-	-	-	-
19	Remuneration	-	-	-	-	-	-	-	-	-	-
Income											
20	Rent and amenities	-	-	-	-	-	-	-	-	-	-
21	Gain on fair value / interest of long-term investments in a subsidiary company / Interest on Inter Corporate Deposits	-	-	-	-	120.69	-	-	-	-	-
22	Miscellaneous Income	-	-	-	-	-	-	-	-	-	-
Other Receipts / Payments											
23	Other Reimbursements (Receipt)	-	83.60	-	-	-	-	-	-	-	-
24	Other Reimbursements (Payment)	-	9.48	-	-	-	-	-	-	-	-
Finance											
25	Deposit Given	-	-	-	-	-	-	-	-	-	-
26	Repayment of Deposits Given	-	-	-	-	-	-	-	-	-	-
27	Purchase / Subscriptions to Investments	-	-	-	-	-	-	-	-	-	-
28	Sale of Investments	-	-	-	-	-	-	-	-	-	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39. Related party disclosures (contd.)

Previous Year

(b) transactions/ balances with above mentioned related parties

₹ in Lakhs									
	C	C	C	C	C	D	E	E	F
	Shapoorji Pallonji Infrastructure Pvt Ltd.	Shapoorji Pallonji Real estate Pvt Ltd.	Forbes Concept Hospitality Services Private Ltd (Joint venture of Eureka Forbes Ltd.)	Stonesteel Prefab Infra Private Limited	Forbes Precision Tools & Machine Parts Ltd.	Neuvo Consultancy Service Ltd.	Forbes Macsa Pvt Ltd. (Joint Venture)	Forbes Concept Hospitality Services Private Ltd (Joint venture of Eureka Forbes Ltd.)	Managing Director, Mr. M.C. Tanihiyani
Balances									
1	-	-	-	-	330.38	176.02	***	-	-
2	-	-	-	-	881.93	-	-	-	-
3	-	-	-	-	-	-	-	-	-
4	***	***	-	***	477.84	***	***	-	-
5	-	-	-	-	-	-	-	-	-
6	-	-	-	-	-	-	-	-	-
7	-	-	-	-	-	-	-	-	-
8	-	-	-	-	-	-	-	-	-
9	-	-	-	-	-	-	-	-	-
Transactions									
10	-	-	-	-	-	605.75	-	-	-
11	-	-	-	-	-	-	371.36	-	-
12	-	-	-	-	437.59	-	495.11	-	-
13	-	-	-	-	-	-	-	-	-
14	-	-	-	-	-	-	-	-	-
15	-	-	-	-	-	-	-	-	-
16	-	-	-	-	-	-	-	-	-
17	-	-	-	-	-	50.72	-	-	-
18	-	-	-	-	-	-	-	-	-
19	-	-	-	-	-	-	-	-	367.79
Income									
20	-	-	-	-	***	-	35.77	-	-
21	-	-	0.30	-	1.08	-	-	0.46	-
22	-	-	-	-	-	-	-	-	-
23	-	-	-	-	-	-	***	-	-
24	-	-	-	-	-	57.67	-	-	-
Finance									
25	-	-	-	-	75.00	-	-	-	-
26	-	-	-	-	75.00	-	-	-	-
27	-	-	-	-	-	-	249.50	-	-
28	-	-	-	-	-	-	-	-	-
*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).									

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued**40. Segment reporting**

The Chief Operating Decision maker of the Company examines Company's performance both from a product and from a geographic perspective. From a product perspective, the management has identified the reportable segments Engineering and Real Estate at standalone level.

Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

Details of product categories included in each segment comprises:

Coding and Industrial Automation Segment includes manufacture/ trading in conventional and Automatic Marking Systems and Industrial Automation Business. The Company caters to the needs of domestic and export markets.

Real Estate includes income from renting out investment properties and revenue from real estate development project.

Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.

Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities not identifiable to any specific segment.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Particulars	₹ in Lakhs					
	Coding and Industrial Automation		Real Estate		Elimination	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Segment Revenue	3,133.80	3,108.13	16,550.32	9,237.02	19,684.12	12,345.15
Inter segment revenue	-	-	-	-	-	-
Revenue from operations	3,133.80	3,108.13	16,550.32	9,237.02	19,684.12	12,345.15
Segment Results	(118.03)	(23.15)	4,417.44	3,904.91	4,299.41	3,881.76
Exceptional items allocated to segments	-	-	-	(559.05)	-	(559.05)
Segment Results - (including exceptional items relating to segment)	(118.03)	(23.15)	4,417.44	3,345.86	4,299.41	3,322.71
Add: Unallocated income - Refer Note below					537.16	452.63
Add/Less: Unallocated expenses					(802.53)	(1,490.15)
Add/Less: Exceptional items other than related to segments (net)					(202.00)	73.49
Profit before tax and finance costs					3,832.04	2,358.68
Less: Finance costs					51.76	108.53
Profit / (loss) before tax					3,780.28	2,250.15
Provision for taxation:						
Tax expense (Current & deferred) operations					1,086.81	216.96
Profit / (loss) after tax					2,693.47	2,033.19
Capital employed:						
Segment assets	1,257.25	1,415.00	4,160.40	15,542.00	5,417.65	16,957.00
Unallocated corporate assets					17,507.53	19,223.36
Total assets	983.55	1,472.96	4,742.41	20,139.15	22,925.18	36,180.36
Segment liabilities					5,725.96	21,612.11
Unallocated corporate liabilities					1,519.71	2,374.15
Total liabilities					7,245.67	23,986.26
Capital employed	273.70	(57.96)	(582.01)	(4,597.15)	15,679.51	12,194.10
Cost incurred to acquire segment assets including adjustments on account of capital work-in-progress	181.60	-	0.19	-	181.79	-
Unallocated cost incurred to acquire assets including adjustments on account of capital work-in-progress					-	-
Total capital expenditure (including investment properties)					181.79	-
Segment depreciation / amortisation	24.60	25.68	111.02	113.26	135.62	138.94
Unallocated corporate depreciation / amortisation					16.39	19.56
Total depreciation / amortisation	8.31	11.50	1.07	0.09	152.01	158.50
Non-cash segment expenses other than depreciation					9.38	11.59
Unallocated non-cash expenses other than depreciation and impairment					43.73	274.08
Total non-cash expenses other than depreciation and impairment					53.11	285.67

Note:

Other income allocable to respective segments has been considered as part of Segment Results.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

(b) Information about geographical segment for the year

	Within india		Outside india		Total	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Revenue	19,538.14	12,307.87	145.98	37.28	19,684.12	12,345.15
Total Non-current Assets (excluding Financial Assets, Tax Assets and Post Employment Benefits)	2,918.12	2,896.71	-	-	2,918.12	2,896.71
Cost incurred to acquire segment assets including adjustments on account of capital work-in-progress	181.79	-	-	-	181.79	-

(c) Information about major customers

No single customers contributed 10% or more to the Company's revenue for the year ended 31st March, 2025 and 31st March, 2024.

41. Additional disclosure as required by Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

S. No.	Name	Balance as at 31st Mar., 2025	Maximum amount outstanding during the period	₹ in Lakhs No. of shares of the Company held by the loanees as at 31st Mar., 2025
	Loans and advances in the nature of loans to Subsidiaries, Associates and companies in which Directors are interested:			
1.	Svadeshi Mills Company Limited (up to 22.01.2025)	*	4,391.78	4,391.78
	(carrying no interest)	*	4,391.78	-
2.	Paikar Real Estates Private Limited	*	665.00	665.00
	(carrying no interest)	*	-	-
3.	Edumetry Inc.	*	72.53	72.53
	(carrying no interest)	*	72.53	-
4.	Forbes Container Lines Pte. Limited	*	302.47	302.47
	(carrying no interest)	*	302.47	-
5.	Forbes Technosys Limited (including interest accrued)	*	6,589.51	6,589.51
	(carrying no interest)	*	6,637.51	6,637.51
Note:	Provided as doubtful			
	The above excludes loans to employees.			
	Figures in italics are in respect of the previous years.			

42. In the matter of Svadeshi Mills Company Limited (Svadeshi), the Hon'ble Bombay High Court vide its order dt. 9th October, 2023 has allowed the Interim Application (IA) filed by Grand View Estate Private Limited (GVEPL) and the Company granting permanent stay on the winding up of Svadeshi along with directions to Official Liquidator (OL) to handover entire undertaking of Svadeshi including all its properties assets books of accounts etc. OL has been discharged as the liquidator of Svadeshi. Directors have been appointed on the Board of Svadeshi. The Company as a shareholder of Svadeshi has secured the funding availed by GVEPL for revival of Svadeshi by way of exclusive pledge of entire equity shares of the Company and its wholly-owned subsidiary Forbes Campbel Finance Limited (FCFL) in Svadeshi hypothecation of secured debt due to the Company from Svadeshi together with the underlying security and hypothecation of receivables due to the Company from Svadeshi.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Subsequently, vide order dt. 22nd January, 2025 the Division Bench of the Hon'ble Bombay High Court has vacated the stay on winding up of Svadeshi by setting aside the above order dt. 9th October, 2023 and directed OL to take control of its assets reserving liberty to GVEPL and Company to file fresh application u/s 466 of Companies Act, 1956. OL took control of Svadeshi's assets on 23rd January, 2025. GVEPL and the Company filed Special Leave Petition (SLP) before the Hon'ble Supreme Court against the impugned order dt. 22nd January, 2025. The Hon'ble Supreme Court heard the SLP and vide its Order dt. 31st January, 2025 stated that GVEPL and the Company may file fresh application before the Company Judge, Bombay High Court with a prayer that winding-up of Svadeshi should not be proceeded with. Further, such fresh application to be expeditiously heard by the Company Judge. Accordingly, the Company and GVEPL have filled applications to the Hon'ble Bombay High Court for granting permanent stay on the winding up proceedings.

43. Leases

Lessee accounting

(i) Amounts recognized in Balance Sheet

The balance sheet shows the following amounts relating to leases:

Particulars	31st Mar., 2025	31st Mar., 2024
Right-of-use assets		
Office premises	414.13	450.05
Land	7.49	7.49
Total	421.62	457.54

Particulars	31st Mar., 2025	31st Mar., 2024
Lease liabilities		
Non-current	483.97	493.54
Current	12.93	9.58
Total	496.90	503.12

Additions to right-of-use asset during the current financial year were ₹ Nil (Previous year ₹ Nil)

(ii) Right-of-use assets for the year ended 31st March, 2025 and 31st March, 2024.

Particulars	Office Premises		Land	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Cost or Deemed cost				
Opening Balance	518.64	518.64	2.51	2.51
Additions	-	-	-	-
Disposals	-	-	-	-
Less: Pertaining to discontinued operations	-	-	-	-
Closing Balance	518.64	518.64	2.51	2.51
Accumulated depreciation				
Opening Balance	68.59	32.69	(4.98)	(4.98)
Depreciation expense for the year	35.92	35.90	-	-
Disposals	-	-	-	-
Less: Pertaining to discontinued operations	-	-	-	-
Closing Balance	104.51	68.59	(4.98)	(4.98)
Carrying Amount				
Closing Balance	414.13	450.05	7.49	7.49

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

(iii) Amounts recognized in Statement of Profit and Loss.

The Statement of Profit and Loss shows the following amounts relating to leases:

Particulars	31st Mar., 2025	31st Mar., 2024
Depreciation charge of right-of-use assets		
Office Premises	35.92	35.90
Land	-	-
Total	35.92	35.90
Interest expense on lease liability (included in finance cost)	47.66	48.42
Expense relating to short term leases (Included in Other Expenses)	-	-
Expense relating to low value assets that are not shown above as short term leases (Included in Other Expenses)	-	-
Total	83.58	84.32

The total cash outflow for leases in year ended 31st March, 2025 was ₹ 53.89 Lakhs (Previous year ₹ 54.04 Lakhs).

(iv) Critical judgements in determining the lease term

In determining the lease term, management considers all facts and circumstances that creates an economic incentive to exercise an extension option, or not to exercise a termination option. Extension option (or period after termination option) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The majority of extension and termination options held are exercisable only by the Company and not by the respective lessor.

For the leases of offices premises, the following factors are normally the most relevant:

1. If there is significant penalties to terminate (or not extend), the Company is typically reasonably certain to extend (or not terminate).
2. If any leasehold improvements are expected to have a significant remaining value, the Company is typically reasonably certain to extend (or not terminate)
3. Otherwise, the Company considers the other factors including historical lease duration and the costs and business disruption required to replace the leased asset.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Company becomes obliged to exercise it. The assessment of reasonably certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within control of lessee. During the current financial year, the financial effect of revising lease terms to reflect the effect of exercising extension and termination options was a decrease in lease liabilities and right-of-use assets by ₹ Nil and ₹ Nil respectively (Previous year ₹ Nil and ₹ Nil respectively).

Lessor accounting as a lessor

The Company did not need to make any adjustments to the accounting for assets held as lessor under operating leases (Refer note 36) as a results of the adoption of Ind AS 116.

Maturity profile of Lease liabilities

Lease Liabilities	₹ in Lakhs	
	As at 31st March, 2025	As at 31st March, 2024
Before 3 months	2.83	2.03
3 – 6 months	2.90	2.08
6 – 12 months	7.20	5.47
1 – 3 years	63.45	29.65
3 – 5 years	223.50	46.74
Above 5 years	197.02	417.15
Total	496.90	503.12

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

44. Particulars of loan given / Investments made / guarantees given, as required by clause (4) of Section 186 of the Companies Act, 2013

		₹ in Lakhs					
Name		During the year		Closing balance	Period	Rate of Interest (%)	Purpose
		Given	Returned				
A	Loans given						
1	Svadeshi Mills Company Limited	-	-	4,391.78 *	N.A.	N.A.	General corporate purpose
		-	-	4,391.78 *	N.A.	N.A.	
2	Edumetry Inc. USA	-	-	72.53 *	N.A.	N.A.	General corporate purpose
		-	-	72.53 *	N.A.	N.A.	
3	Forbes Container Lines Pte Limited	-	-	302.47 *	On Demand	12%	General corporate purpose
		-	-	302.47 *	On Demand	12%	
4	Forbes Technosys Limited	12.00	60.00	6,462.73 *	On Demand	11.00%	General corporate purpose
		-	-	6,510.73 *	On Demand	11.00%	
5	Paikar Real Estates Private Limited	665.00	-	665.00	On Demand	12.00%	General corporate purpose
		-	-	-	N.A.	N.A.	
C	Guarantees given						
1	Forbes Technosys Limited	-	69.33	-	Continuing for working capital and 3 years for General Corporate Purpose	N.A.	Working Capital and General corporate purpose
		-	2,714.67	69.33		N.A.	

Note:

* Provided as doubtful

Figures in italics are in respect of the previous years.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

45. Net debt reconciliation

	As at 31st Mar., 2025	₹ in Lakhs As at 31st Mar., 2024
Short Term Borrowings	(3.68)	-
Long Term Borrowings	-	-
Current Maturities of Long Term Borrowings	-	-
Lease Liability	(496.90)	(503.12)
Total debt	(500.58)	(503.12)
Cash and Cash equivalents	968.48	1,820.47
Net debt	467.90	1,317.35

	Other assets	Liabilities from financing activities				₹ in Lakhs
	Cash and cash equivalents	Long term borrowing including current maturity	Short term borrowing	Lease Liability	Total	
Net debt as at 1st April, 2024	1,820.47	-	-	(503.12)	1,317.35	
Cash flows	(851.99)	-	(3.68)	6.22	(849.45)	
Interest expense	-	-	-	(47.66)	(47.66)	
Interest paid	-	-	-	47.66	47.66	
Non cash movements for acquisitions and disposals	-	-	-	-	-	
Net debt as at 31st March, 2025	968.48	-	(3.68)	(496.90)	467.90	

	Other assets	Liabilities from financing activities				₹ in Lakhs
	Cash and cash equivalents	Long term borrowing including current maturity	Short term borrowing	Lease Liability	Total	
Net debt as at 1st April, 2023	3,292.77	-	-	(508.75)	2,784.02	
Cash flows	(1,472.30)	-	-	5.63	(1,466.67)	
Interest expense	-	-	-	(48.42)	(48.42)	
Interest paid	-	-	-	48.42	48.42	
Non cash movements for acquisitions and disposals	-	-	-	-	-	
Net debt as at 31st March, 2024	1,820.47	-	-	(503.12)	1,317.35	

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

46. Offsetting financial assets and financial liabilities

	Gross amounts	Gross amounts set off in the Balance Sheet	Net amounts presented in Balance Sheet
	(Financial Assets - Trade Receivables)	(Financial Liabilities - Rebates/ Discounts)	(Net Financial Assets - Trade Receivables)
31st Mar., 2025	4,681.72	-	4,681.72
Total	4,681.72	-	4,681.72
31st Mar., 2024	4,580.70	-	4,580.70
Total	4,580.70	-	4,580.70

The Company gives rebates/ discounts mainly for Coding and Industrial Automation segment. Under the terms of contract, the amounts payable by the Company are offset against receivables from customers and only the net amount is settled (i.e. after adjustment towards rebates/ discounts). The relevant amounts have therefore been presented net in the Balance Sheet.

47. Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

Particulars	Notes	As at 31st Mar., 2025	As at 31st Mar., 2024
Current			
Floating charge			
Financial Assets			
- Investments	8F	3,442.25	3,434.64
- Trade receivables	9	735.89	595.02
- Cash and cash equivalents	13A	968.48	1,820.47
- Bank balances other than above	13B	1,237.69	1,208.37
- Loans	10B	0.55	1.82
- Other financial assets	11B	97.96	570.08
- Other current assets	14B	663.13	1,924.23
- Asset classified as held for sale	1	-	3.85
		7,145.95	9,558.48
Non-financial assets			
- Inventories	12	424.88	465.92
Total current assets pledged as security		7,570.83	10,024.40
Non-current			
Specific charge			
- Leasehold land	5	-	-
- Freehold buildings	5	-	-
- Plant & Machinery	5	-	-
- Furniture & fixtures	5	-	-
- Office equipments	5	-	-
- Vehicle		-	-
- Investment properties	6	-	-
- Capital work-in-progress	5.1	-	-
Total non-currents assets pledged as security		-	-
Total assets pledged as security		7,570.83	10,024.40

First Charge on entire current assets of the Company, both present and future on Pari-Passu basis with other lender except on Receivables / stock pertaining to Real Estate Project Vicinia.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

48. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the existing revenue recognition standards. The application of Ind AS 115 had a significant bearing on the Company's accounting for recognition of revenue from real estate development projects. Considering the terms of the contract, receipt of Occupancy Certificate for Phase II of the real estate development project, issuance of possession letters and transfer of control of the real estate units to the customers, the Company has recognized revenue of ₹ 14,515.59 Lakhs for the year ended 31st March, 2025 and ₹ 7,557.21 Lakhs for the year ended 31st March, 2024.

49. Forbes Technosys Limited (FTL) a subsidiary were facing serious challenges in terms of operations and due to continuing losses and withdrawal of support from its operational creditors to provide further credit on outstanding dues and non-receipt of its dues by its trade receivables a corporate insolvency resolution process ("CIRP") under Section 10 of the Insolvency and Bankruptcy Code 2016 has been initiated by the FTL voluntarily vide application filed before the NCLT on 20th February, 2024. Consequently, the National Company Law Tribunal, Mumbai Bench (NCLT), vide its order dated 24th March, 2025 has admitted the petition filed by FTL. As a result, the Corporate Insolvency Resolution Process (CIRP) has been initiated, the Interim Resolution Professional (IRP) has been appointed with effect from the date of the Order.

Based on above order, the Company does not have any significant influence or control over Forbes Technosys Limited and therefore it is being reclassified from investments and advances in subsidiary to other investments. Further, Investments made and advances given in Forbes Technosys Limited are fully provided in earlier years and further advances given has been provided immediately in the same year.

The Company has granted loans & advances to Forbes Technosys Limited (FTL) of ₹ 114.00 Lakhs for obligation of bank guarantees during the year ended 31st March, 2024 which was fully provided as the recoverability was doubtful. The Company has received an amount of ₹ 54.00 Lakhs out of ₹ 114.00 Lakhs during the year ended 31st March, 2024 the said amount of ₹ 54.00 Lakhs received has been reversed in the year ended 31st March, 2024 and the net provision for the loans and advances of ₹ 60.00 Lakhs has been provided as at 31st March, 2024. Further, the Company has received the balance amount of ₹ 60.00 Lakhs during the quarter ended 30th September, 2024. Accordingly, the balance provision is reversed during the quarter ended 30th September, 2024.

Further, the Company has granted ₹ 10.00 Lakhs for the quarter ended 31st December, 2024 and ₹ 2.00 Lakhs for the quarter ended 31st March, 2025 as a loans and advances and the same has been provided during the quarter ended 31st December, 2024 and 31st March, 2025 respectively. Accordingly, net amount of ₹ 48.00 Lakhs reversed during the year ended 31st March, 2025.

50. A) The Company has taken over certain receivable of Forbes Facility Services Private Limited (FFSPL) in terms of agreement for sale was executed on 20th May, 2022 with SILA Solutions Private Limited for sale of entire stake in FFSPL. The Company has received an amount of ₹ 115.00 Lakhs in the month of January 2024 on settlement of legal disputes between FFSPL and customers against the previously withheld amount of ₹ 240.00 Lakhs. The provision made earlier on account of legal disputes is reversed to the extent of ₹ 115.00 Lakhs and recognized as gain in the profit & loss account for the financial year ended 31st March, 2024.

B) The Company was holding 50% shareholding in Forbes Concept Hospitality Services Private Limited (FCHSPL), a Joint Venture of the Company. The Board of Directors of the Company at their meeting held on 3rd August, 2023 has approved sale of its 60% shareholding in FCHSPL, to Metamix Technologies Private Limited and balance 40% shareholding to Floral Finance Private limited for a consideration of ₹ 0.03 Lakh and ₹0.02 Lakh respectively. Pursuant to the said sale of the entire shareholding in FCHSPL, it has ceased to be a Joint Venture of the Company effective from 3rd August, 2023.

The Company has made provision for doubtful debts amounting to ₹ 18.00 Lakhs in earlier years with respect to Forbes Concept Hospitality Services Private Limited (FCHSPL). The Company has received the said loan & advances from FCHSPL and accordingly the provision made in earlier years is now reversed and recognized as a gain in profit & loss account during the quarter ended 31st December, 2023 and year ended 31st March, 2024.

C) The Company has made a provision of ₹ 559.05 Lakhs of property tax as at 31st March, 2024 against the demand raised by MCGM for payment of additional property tax of ₹ 1,034.34 Lakhs (including penalties) for the retrospective period from April 2010 to March 2023. The balance amount of ₹ 475.29 Lakhs which is in the nature of penalties are shown as contingent liability. The MCGM has changed the subzone of property from 0014 to 0027 for determination of property tax. The

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

property valuation in Subzone 0027 is much higher compared to the subzone 0014. The subject property is historically valued in Subzone 0014 for property tax. The Company has disputed the entire demand notice.

- D) The Company has impaired the investment made in Forbes Macsa Private Limited for an amount of ₹ 250.00 Lakhs during the quarter and year ended 31st March, 2025.

51. Scheme of Arrangement

The Board of Directors of the Company (FCL or the "Demerged Company") and Forbes Precision Tools and Machine Parts Limited ("FPTL" or the "Resulting Company") in their respective meetings held on 26th September 2022 approved the Scheme of Arrangement ("Scheme") between the Company and FPTL as well as their respective shareholders in accordance with Sections 230 to 232 of the Companies Act 2013 and other applicable provisions and rules. This Scheme entails the demerger of the "Precision Tools business" from the Company into FPTL with an appointed date of 1st April, 2023.

The Honorable National Company Law Tribunal ("NCLT") of the Mumbai bench approved the scheme via Order No. C.P.(CAA)/303/MB-V/2023 dated 9th February 2024. The certified true copy of the order was received on 22nd February, 2024 and filed with the Registrar of the Company on 1st March, 2024. The Scheme became effective / operative from the effective date of 1st March, 2024 with this the Precision Tools business of FCL being transferred to and vested in FPTL with effect from the appointed date i.e. 1st April, 2023. The FPTL is ceased to be a subsidiary w.e.f. 1st March, 2024.

As a result of the demerger, the Company has applied a reasonable estimate, based on available financial data and management's judgment, to determine the tax allocation for the comparative quarters of earlier year i.e. 31st December, 2023. This approach ensures a fair presentation of the financial results. The results for the comparative quarter and nine months ended December, 2023 have been restated.

Pursuant to the demerger, the book value of assets and liabilities transferred under the scheme of arrangement as on appointed date are listed below:

Particulars	₹ in Lakhs
I. ASSETS	
1. Non-Current Assets	
(a) Property, plant and equipment	8,414.02
(b) Right-of-use assets	37.07
(c) Capital work-in-progress	182.80
(d) Other intangible assets	97.49
(e) Other financial asset	81.64
(f) Current tax assets (net)	4.31
(g) Other non-current assets	230.26
Total	9,047.59
2. Current Assets	
(a) Inventories	3,115.25
(b) Financial assets	-
(i) Trade receivables	2,236.80
(ii) Cash and cash equivalents	366.83
(iii) Loans	0.28
(b) Other current assets	282.79
Total	6,001.95
TOTAL ASSETS	15,049.53
II. LIABILITIES	
1. Non-current Liabilities	
(a) Financial liabilities	
(i) Borrowings	1,012.95
(ii) Lease liability	18.87
(b) Deferred tax liabilities (net)	234.44
Total	1,266.26
2. Current Liabilities	
(a) Financial liabilities	
(i) Borrowings	243.25
(ii) Lease liability	11.94
(iii) Trade payables	1,833.20
(iv) Other financial liabilities	131.16
(b) Other current liabilities	742.03
(c) Provisions	27.58
Total	2,989.17
TOTAL LIABILITIES	4,255.43
NETWORTH	10,794.10

52. The Company & MACSA ID S.A. entered in to Joint Venture agreement dated 5th December, 2022 and invested equally in Forbes Macsa Private Limited for carrying out business of providing permanent marking and coding solutions. The Joint Venture was operating in losses due to its initial phase of business and establishment cost incurred. The Joint Venture partner MACSA

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

ID S.A. was unwilling to continue as a Joint Venture. It was mutually decided by the JV Partner to terminate the Joint Venture Agreement. The Joint Venture Agreement was terminated and the entire shareholding of MACSA ID S.A. in the Forbes Macsa Private Limited has been acquired by the Company. Accordingly, Forbes Macsa Private Limited is wholly owned subsidiary of the Company with effect from 31st March, 2025.

53. Forbes Lux International AG (FLIAG), a subsidiary of the Company, along with its subsidiary Lux International AG (LIAG) and step-down subsidiaries, were facing with a severe liquidity crisis for the past several years. Given the ongoing losses and financial difficulties, the management of FLIAG, LIAG, and Lux Schweiz AG submitted an application on 11th April, 2023 seeking a provisional debt restructuring moratorium from the Bülach District Court in Wallisellen, Switzerland. By an order dated 17th April, 2023, the court granted a provisional moratorium, which will be in effect for four months, until 17th August, 2023, to facilitate the restructuring of these companies. A Provisional Administrator was appointed to assess the prospects for this restructuring. The Provisional Administrator submitted the final report to the Court on 2nd August, 2023. Based on the Administrator's final report, the Court determined that FLIAG, being a pure holding company that hasn't generated any income for a considerable period and has ceased its operational activities, is not viable. Similarly, Lux Schweiz AG has also discontinued its operational activities and income generation, leading to the decision to initiate bankruptcy proceedings for these companies. As for LIAG, the court has granted an extension of the moratorium period until 1st December, 2023. Consequently, FLIAG and Lux Schweiz have been declared bankrupt by an order dated 14th August, 2023.

Subsequently, following due process, the bankruptcy officials issued a publication on 8th September, 2023, announcing the closure of the bankruptcy proceedings due to lack of assets unless a creditor requests implementation within a specified 10-day period. Since no opposition was filed with the Bankruptcy Officer during the stipulated timeline, Forbes Lux International AG, in Liquidation and Lux Schweiz AG, in Liquidation were liquidated and dissolved. In the context of FLIAG's bankruptcy proceedings, Lux International AG, in Liquidation (LIAG), a subsidiary of FLIAG, has been disposed of by the bankruptcy official. Consequently, FLIAG and its subsidiaries are no longer considered subsidiaries of the Company.

54. As per the Ministry of Corporate Affairs (MCA) notification, proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, for the financial year commencing April 1, 2023, every company which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The interpretation and guidance on what level edit log and audit trail needs to be maintained evolved during the year and

continues to evolve. The Company has used accounting software (viz. Tally Prime) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instances of audit trail feature being disabled at any time during the year. The audit trail has been preserved as per the statutory requirements for record retention.

55. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment. The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.

56. Additional Regulatory Information as per Schedule III of the Division II of the Companies Act, 2013

i. Details of benami property held

There are not any proceedings that have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder as at 31st March, 2024.

ii. Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial Institution or other lender who has powers to declare a company as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved or in an earlier period and the default has continued for the whole or part of the current year.

iii. Relationship with struck off companies

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

iv. The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

v. (a) The company has not advanced or loaned or invested any funds (either borrowed funds or share premium or any other sources or kind of funds) during the year to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

- i) 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,
 - ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (b) The company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) during the year with the understanding (whether recorded in writing or otherwise) that the company shall:
- i) 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
 - ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

vi. Undisclosed income

The company does not have any transaction that are 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 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), during the year.

vii. Details of crypto currency or virtual currency

The group has not traded or invested in crypto currency or virtual currency during the current or previous year.

viii. Valuation of PP&E, intangible asset and investment property

The group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

57. Other regulatory information

- i. Registration of charges or satisfaction with Registrar of Companies

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.
- ii. Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.
- iii. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

The Group has seven CICs which are part of the Group

- SP Finance Private Limited,
- SC Finance and Investments Private Limited,
- Hermes Commerce Private Limited,
- Renaissance Commerce Private Limited and
- Shapoorji Pallonji Energy Private Limited (formerly known as Shapoorji Pallonji Oil and Gas Private Limited).
- SMCM Holdings Private Limited (SMCM) and
- Shayrus Ventures Private Limited (Shayrus).

58. Previous year figures have been regrouped/ reclassified, wherever necessary to conform to current year classification.

59. The financial statements were approved by the Board of Directors of the Company at their respective meetings held on 30th April, 2025.

Signature to Notes 1 to 59

In terms of our report of even date

For Sharp & Tannan Associates
Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai
Partner
Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai
Date: 30th April, 2025

For and on behalf of the Board of Directors
M.C. TAHILYANI
Chairman
DIN : 1423084

JAI L. MAVANI
Director
DIN : 05260191

NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117

Place: Mumbai
Date: 30th April, 2025

CONSOLIDATED
FINANCIAL STATEMENTS FORMING PART
OF ANNUAL REPORT OF
FORBES & COMPANY LIMITED
FOR THE YEAR ENDED MARCH 31, 2025

INDEPENDENT AUDITOR'S REPORT

To the Members of Forbes & Company Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **FORBES & COMPANY LIMITED** (hereinafter referred to as 'the Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and the Group's share of profit/(loss) and other comprehensive income of its associates and joint ventures for the year ended March 31, 2025, which includes Consolidated Balance Sheet as at March 31, 2025 and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statement of the subsidiaries, associates and joint ventures referred to in the "Other Matters" section below, the consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates and joint ventures as at March 31, 2025, and their consolidated profit, their consolidated other comprehensive income, their consolidated cash flows and their consolidated changes in equity 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 Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group, its associates and joint ventures in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of reports of the other auditors referred to the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of Matter

- a) We draw attention to note No. 52.1 to the statement that the Company's management did not include consolidation of Ind AS standalone financial statements of Subsidiary viz. Forbes Technosys Limited (FTL) as the "control" is not established as per facts and circumstances mentioned by the company basis that the Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench, vide its order dated March 24, 2025, has admitted the petition filed by FTL under Section 10 of the Insolvency and Bankruptcy Code, 2016, thereby initiating the Corporate Insolvency Resolution Process (CIRP) against FTL. Accordingly, the Bench has appointed an Interim Resolution Professional. Pursuant to the said order, The company's management has lost the controls and does not have any significant influence over FTL.

Pursuant to the aforementioned order of the Hon'ble NCLT, the profit or loss attributable to FTL has been presented under "Profit/Loss from Discontinued Operations" on the face of the Statement of Profit and Loss for both the current and comparative reporting periods. Consistent with this classification, the assets and liabilities of FTL for the comparative period (i.e., the financial year 2023-24) have been reclassified separately as "Assets Pertaining to Discontinued Operations" and "Liabilities Pertaining to Discontinued Operations." These financial information's of discontinued operation have been furnished to us by the Holding company's management and our opinion on the Statement, in so far as it relates to the discontinued operation amounts and disclosures included in respect of this FTL is based solely on such unaudited financial information as certified by management up to March 24, 2025.

Our opinion is not modified in respect of this emphasis of matter.

- b) The following Emphasis matter included in the audit report dated April 11, 2025, containing an unmodified audit conclusion on the Standalone Financial Statement of Forbes Campbell Finance Limited (FCFL), a subsidiary of the Holding Company the same is reproduced as under:

"We draw attention to Note 5 of the financial statements, which describes the status of the Company's investment in Forbes Technosys Limited (FTL). As stated in the note, the National Company Law Tribunal, Mumbai Bench (NCLT), vide its order dated March 24, 2025, has admitted the petition filed by FTL under Section 10 of the Insolvency and Bankruptcy Code, 2016, and consequently, the Corporate Insolvency Resolution Process (CIRP) has been initiated. The management and powers of the Board of Directors of FTL have been suspended and are being exercised by the Interim Resolution Professional (IRP).

Further, the Company has reclassified its investment in FTL from associate to other investment, as it no longer has significant influence or control, and the entire investment has been fully provided for. Our opinion is not modified in respect of this matter.”

The Note 5 as described above has been reproduced as Note 61 to the consolidated financial statement for the year ended March 31, 2025

Our opinion is not modified in respect of these emphasis of matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, and based on the consideration of the reports of the other auditors on the separate statements of the subsidiaries incorporated in India, were of most significance in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated 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 matters for subsidiary company incorporated in India, were reported by their respective auditors for the year ended March 31, 2025. We have determined the matters described below to be the key audit matters to be communicated in our report;

S. No.	Key Audit Matter (KAM)	How our audit addressed the Key Audit Matters
1	<p>Revenue Recognition:</p> <p>Revenue recognition for Real Estate Development Activities (Refer Notes 25 and 49 to the Consolidated financial statements)</p> <p>Revenue recognition for real estate development activities is considered a key audit matter in view of the involvement of management judgment in establishing the timing of the transfer of control to the customer, the enforceable right to payment for performance completed to date and related disclosures.</p> <p>In respect of real estate development projects, Revenue is recognized upon transfer of control of residential units to customers for an amount that reflects the consideration the group and its associates and joint ventures expects to receive in exchange for those units. The point of revenue recognition is normally based on the terms as included in the intimation for the unit handover to the customer on completion of the project, after which the contract becomes non-cancellable by the parties.</p> <p>The group and its associates and joint ventures records revenue at a point in time upon transfer of control of residential units to the customers as per requirements of Ind-AS 115 involves significant judgment by the Management.</p>	<p>Our audit procedures over the recognition of revenue for Real Estate Development activities included the following:</p> <ul style="list-style-type: none"> Obtaining an understanding and evaluating the design and testing of the effectiveness of key internal financial controls in respect of revenue recognition for real estate development activities; Obtaining an understanding of the group and its associates and joint ventures accounting policy on revenue recognition for real estate development activities and assessing compliance of the policy with principles enunciated under Ind-AS 115; Obtaining a listing of contracts with customers from the Management; On a sample basis, evaluating completeness and accuracy of the list of contracts mentioned above; Examining mathematical accuracy in respect of the amount recognized as revenue in respect of these customer contracts; Examining the terms of sales agreements, agreement value and other relevant details to validate revenue recognition during the year; Obtaining evidence regarding the transfer of control considering criteria as per Ind-AS 115 and evaluating the enforceability of payment for work completed to date for validating the timing of the transfer of control to the customer; and Evaluated the adequacy and appropriateness of the disclosures made in the Consolidated financial statements by the management with respect to revenue from the Real Estate Development Activities. <p>Based on the above audit procedures performed, we did not come across any significant exceptions with regard to revenue recognition in respect of real estate development activities.</p>

S. No.	Key Audit Matter (KAM)	How our audit addressed the Key Audit Matters
2	<p>Assessment of Provisions and Contingent Liabilities (Refer Notes 19A, 19B and 37 to the Consolidated financial statements)</p> <p>The group and its associates and joint ventures undergoes assessment proceedings and related litigations with direct and indirect tax authorities and with certain other parties. There is a high level of management judgment required in estimating the probable outflow of economic resources and the level of provisioning and/or the disclosures required.</p> <p>The judgment of the management is supported by advice from independent tax and legal consultants, as considered necessary by the management. Any unexpected adverse outcomes could significantly impact the group and its associates and joint ventures reported profit and financial position.</p> <p>We considered this area as a key audit matter due to the associated uncertainty of the ultimate outcome and significant management judgment involved in the assessment.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> Understanding the current status of the direct and indirect tax assessments/ litigations & disputes with other parties; Reading recent orders and/ or communication received from the tax authorities and with certain other parties and management responses to such communication; Where relevant, read the most recent available independent tax/legal advice obtained by management and evaluate the grounds presented therein; Obtaining written confirmations from the Company's legal/ tax consultants (internal/ external) to confirm the status of the assessments as well as have discussions with them as and when required; Assessing the adequacy of disclosure in the Consolidated financial statements. <p>Based on the above procedures, we did not identify any material exceptions relating to management's assessment of provisions and contingent liabilities.</p>

Information other than the Consolidated Financial Statements and Auditor's Report thereon (hereinafter referred as "other information")

The Group Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the consolidated financial statements / standalone financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's & Board of Directors' Responsibilities for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Financial Statements in terms of the requirements of the Act, that

give a true and fair view of the Consolidated Financial Position, Consolidated Financial Performance, Consolidated Cash Flows and Consolidated Statement of Changes in Equity of the Group including its associates and joint-ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective management and Board of Directors of the companies included its associates and joint-ventures in the Consolidated Financial Statements are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Financial Statements, the respective Management and Board of Directors of the companies included in the Group including its associates and joint ventures are responsible for assessing the ability of the respective company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group including its associates and joint-ventures are responsible for overseeing the financial reporting process of the respective Company.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Consolidated Financial Statements.

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

- A. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- B. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company and its subsidiary companies (including its associates and joint ventures) which are companies incorporated in India, have an adequate internal financial controls system with reference to consolidated financial statements in place 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 in preparation of consolidated financial statement and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or

conditions may cause the Group including its associates and joint-ventures to cease to continue as a going concern.

- E. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- F. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group including its associates and joint-ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

Other Matters

We did not audit the financial statements of 4 subsidiaries (3 Domestic and 1 Foreign) whose financial statements reflect total assets of Rs. 9,776 Lakhs as at March 31, 2025, total revenue of Rs. 244 Lakhs, Net profit of Rs. 559 Lakhs and total comprehensive income (comprising of net profit and other comprehensive income) of Rs. 1,313 Lakhs and net cash inflow of Rs 167 Lakhs for the year then ended on that date, as considered in the Consolidated Financial statement.

The Statements also include the Group's share of loss of Rs. (83) Lakhs and total comprehensive income (comprising of profit and other comprehensive income) of Rs. (73) Lakhs for the year ended March 31, 2025 as considered in the Consolidated Financial Statements of 1 joint venture & 2 Associates, whose financial statements have not been audited by us. The management has converted above 1 foreign subsidiary's financial statement from accounting principles generally accepted in its respective country into accounting principles generally accepted in India and the same has been certified by the management of the group. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the Consolidated Financial Statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associate companies is based solely on the reports of the other auditors and the management certified conversion.

Our opinion is not modified in respect of all these other matters.

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 in terms of Section 143 (11) of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order with respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act.
2. As required by section 143 (3) of the Act, based on our audit and on the consideration of the report of other auditors on separate / consolidated financial statements of such companies incorporated in India, as were audited by them and as mentioned in the 'Other Matters' paragraph above, we report, to the extent applicable, that:
 - a) we /the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Financial Statements.
 - b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid Consolidated Financial Statements have been kept by the Holding Company so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
 - d) in our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act. read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2025, taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies including associates and joint-ventures which are companies incorporated in India, none of the directors of the subsidiary companies, associates and joint-ventures which are companies incorporated in India, are disqualified as on March 31, 2025, from being appointed as a director in terms of section 164(2) of the Act;
 - f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Group including its associates and joint ventures which are companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure B". which is based on the auditors' report of the holding company and subsidiary companies, including its associates and joint ventures incorporated in India. Our report expresses a unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting.
 - g) With respect to the matter to be included in the Auditor's report under section 197(16) of the Act: In our opinion and according to the information and explanations given to us and based on the reports of the statutory auditors of such subsidiary companies, associate companies and joint venture incorporated in India which were not audited by us, remuneration paid during the current year by the Holding Company, subsidiary companies, associate companies and joint venture to its directors, is in accordance with the provisions of Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.
 - h) With respect to the other matters to be included in the auditor's report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to

the explanations given to us and based on the consideration of the report of the other auditors on separate /consolidated financial statements and the other financial information of the subsidiaries, associate companies and joint venture incorporated in India, as noted in the 'Other matter' paragraph above:

- i. The Consolidated Financial Statements disclose the impact of pending litigations as at March 31, 2025, on the Consolidated Financial position of the Group including its associates and joint ventures (refer note 19A, 19B & 37 to the Consolidated Financial Statements);
- ii. The Group including its associates and joint ventures did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
- iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Group including its associates and joint ventures, which are companies incorporated in India.
- iv. (a) The respective managements of the Holding Company and its subsidiaries including associates and joint-ventures companies which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries including associates and joint-ventures companies respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiary companies 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 Holding Company or its subsidiary companies including associates and joint-ventures companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The respective managements of the Holding Company and its subsidiaries including associates and joint-ventures companies which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries including associates and joint-ventures companies respectively that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Holding Company or its subsidiary companies from any person(s) or entity(ies),

including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or its subsidiary companies including associates and joint-ventures companies 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;

- (c) In our opinion and based on the audit procedure conducted that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of such subsidiaries, associates and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to the our notice or other auditors' notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Group including its associates and joint-ventures incorporated in India have not declared or paid any dividend during the year ended 31st March 2025, hence reporting under rule 11 (f) is not applicable to that extent.
- vi. Based on examination which included test checks of the Holding Company and as communicated by the respective auditors of three subsidiaries, one joint venture and two associates which are companies incorporated in India whose financial statements have been audited under the Act, the Holding Company and these subsidiaries, joint ventures and associates have used accounting software for maintaining its books of account and consolidation which have 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. During the course of our audit, we and the respective auditors of the above referred subsidiaries and joint ventures did not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the holding company and its three subsidiaries, one joint venture and two associates which are companies incorporated in India, as per the statutory requirements for record retention.

SHARP & TANNAN ASSOCIATES
Chartered Accountants
Firm's Registration No.: 0109983W
by the hand of

CA Parthiv S Desai
Partner

Membership No.: (F) 042624
UDIN- 25042624BMOCXW6565

Mumbai, April 30, 2025

Annexure A to the independent auditor's report on the Consolidated Financial Statements of Forbes & Company Limited for the year ended 31st March, 2025

(Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" Section of our report on even date)

With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in Auditor's report, based on the information and explanations provided, we would like to report the following regarding companies that are incorporated in India and included in the Consolidated Financial Statements. Our reporting under this clause is based on the CARO report we issued for the Company and based on other reports issued by other auditors of respective subsidiaries, associate & joint ventures included in the consolidated financial statements of the Company, where reporting under the Companies (Auditor's Report) Order, 2020 (CARO) is required. We would like to highlight the qualifications or adverse remarks in the CARO reports as mentioned below.

Sr. No.	Name of the Entity	CIN	Holding Company / subsidiary	Clause number of the CARO report
1.	Forbes & Company Limited	L17110MH1919PLC000628	Holding Company	Clause (i) (c) Clause (iii) (a), & (f) Clause (vii) (b)
2.	Forbes Campbell Finance Limited	U51103MH1977PLC259702	Subsidiary Company	Clause (i) (c) Clause (vii) (b)
3.	Nuevo Consultancy Services Private Limited	U70200MH2003PTC139672	Associate	Clause (vii) (a), (b) Clause (xvii)
4.	Forbes Macsa Private Limited	U29308MH2022PTC394922	Joint Venture	Clause (xvii)

SHARP & TANNAN ASSOCIATES

Chartered Accountants
Firm's Registration No.: 0109983W
by the hand of

CA Parthiv S Desai

Partner
Membership No.: (F) 042624
UDIN- 25042624BMOCXW6565

Mumbai, April 30, 2025

Annexure B to the independent auditor's report on the Consolidated Financial Statements of Forbes & Company Limited for the year ended 31st March, 2025

(Referred to in paragraph 2 (f) under the heading, "Report on Other Legal and Regulatory Requirements" of our report on even date)

Report on the Internal Financial Controls with reference to consolidated financial statements under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to the consolidated financial statements of FORBES & COMPANY LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries, (Holding Company and its subsidiaries together referred to as "the Group"), including its associates and joint ventures, which are companies incorporated in India, as of March 31, 2025, in conjunction with our audit of the consolidated financial statements of the Holding Company for the year ended on that date.

Management's & Board of Directors' Responsibilities for Internal Financial Controls with reference to the consolidated financial statements

The respective Board of Directors of the Holding company and its subsidiary companies, associates and joint-ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements criteria established by the respective companies considering the essential components of internal control stated in the guidance note on Audit of Internal Financial Controls over Financial Reporting ("Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility for Internal Financial Controls with reference to the Consolidated Financial Statements

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Group, including its associates and joint ventures, based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. 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 with reference to consolidated financial statements 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 with reference to consolidated financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by other auditors of the subsidiary companies, associate companies and joint ventures, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Group including its associates and joint ventures, which are Companies incorporated in India.

Meaning of Internal Financial Controls with Reference to Consolidated Financial Statements

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that: (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) 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 consolidated financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Consolidated Financial Statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the Internal Financial Controls with Reference to Consolidated Financial

Statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements 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 to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the holding, its subsidiary companies, its associate companies and joint ventures, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such controls were operating effectively as at March 31, 2025, based on the criteria for internal financial controls with reference to consolidated financial statements established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by ICAI.

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to Consolidated Financial Statements insofar as it relates to three subsidiaries, one joint ventures & two Associates which are the companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of this other matter.

SHARP & TANNAN ASSOCIATES

Chartered Accountants
Firm's Registration No.: 0109983W
by the hand of

CA Parthiv S Desai

Partner
Membership No.: (F) 042624
UDIN- 25042624BMOCXW6565

Mumbai, April 30, 2025

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2025

Particulars	Note No.	As at 31st Mar., 2025 ₹ in Lakhs	As at 31st Mar., 2024 ₹ in Lakhs
Assets			
1 Non-current assets			
Property, Plant and Equipment	4	274.76	153.65
Right-of-use assets	5	434.73	458.06
Capital work-in-progress	4.1	9.93	-
Investment Properties	6	2,029.01	2,119.65
Other Intangible assets	7	1.00	5.44
Financial Assets:			
i) Investments			
a) Investments in associates	8A	537.11	804.00
b) Investments in joint ventures	8B	1,485.56	1,421.03
c) Other Investments	8C	14,504.53	11,409.43
		16,527.20	13,634.46
ii) Loans	9A	665.00	-
iii) Other financial assets	10A	385.32	429.85
		17,577.52	14,064.31
Tax assets			
i) Deferred tax assets (net)	20A	331.24	1,465.96
ii) Income tax assets (net)	24	310.62	654.01
		641.86	2,119.97
Other non-current assets	11A	209.22	188.72
Total Non-current assets		21,178.03	19,109.80
2 Current assets			
Inventories	12	1,455.50	12,144.38
Financial Assets:			
i) Investments	8D	3,442.25	3,434.64
ii) Trade receivables	13	835.70	676.52
iii) Cash and cash equivalents	14A	1,443.02	1,950.51
iv) Bank balances other than (iii) above	14B	1,331.99	1,453.74
v) Loans	9B	0.55	1.82
vi) Other financial assets	10B	97.95	570.08
		7,151.46	8,087.31
Other current assets	11B	692.99	1,933.75
		7,844.45	10,021.06
Assets classified as held for sale	15A	-	3.85
Assets pertaining to discontinued operations	15B	-	786.06
Total Current assets		9,299.95	22,955.35
Total Assets		30,477.98	42,065.15

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2025

Particulars	Note No.	As at 31st Mar., 2025 ₹ in Lakhs	As at 31st Mar., 2024 ₹ in Lakhs
Equity and Liabilities			
Equity			
Equity share capital	16	1,289.86	1,289.86
Other equity	17	20,658.25	6,563.08
Equity attributable to owners of the Company		21,948.11	7,852.94
Perpetual Loan		-	6,175.00
Non-controlling interests		-	-
Total Equity		21,948.11	14,027.94
Liabilities			
1 Non-current liabilities			
Financial liabilities:			
ii) Lease liability	48	490.81	493.58
iii) Other financial liabilities	18A	365.56	398.22
		856.37	891.80
Provisions	19A	823.73	804.36
Deferred tax liabilities (net)	20B	1,083.46	0.01
Total Non-current liabilities		2,763.56	1,696.17
2 Current liabilities			
Financial liabilities:			
i) Borrowings	22	3.69	-
ii) Trade payables	23		
a) total outstanding dues of micro enterprises and small enterprises; and		125.28	139.89
b) total outstanding dues of creditors other than micro enterprises and small enterprises		2,311.43	2,813.53
iii) Lease liability	48	19.25	10.12
iv) Other financial liabilities	18B	1,093.39	2,242.02
		3,553.04	5,205.56
Provisions	19B	55.66	31.48
Current tax liabilities (net)	24	1.38	16.81
Other current liabilities	21	2,156.23	17,148.55
Liabilities pertaining to discontinued operations	15C	-	3,938.64
Total Current Liabilities		5,766.31	26,341.04
Total Liabilities		8,529.87	28,037.21
Total Equity and Liabilities		30,477.98	42,065.15

Material Accounting Policies

1-3

The accompanying notes form an integral part of the financial statements

4-66

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai

Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai

Date: 30th April, 2025

For and on behalf of the Board of Directors

M.C. TAHILYANI

Chairman

DIN : 01423084

JAI L. MAVANI

Director

DIN : 05260191

NIRMAL JAGAWAT

Whole-time Director

DIN: 01854117

Place: Mumbai

Date: 30th April, 2025

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars		Note No.	Year Ended 31st Mar., 2025 ₹ in Lakhs	Year Ended 31st Mar., 2024 ₹ in Lakhs
I	Revenue from operations	25	19,922.83	12,479.65
II	Other income	26	1,634.33	2,300.35
III	Total Income (I + II)		21,557.16	14,780.00
IV	Expenses:			
	Real estate development costs	27	1,508.31	3,551.38
	Cost of materials consumed	28A	1,781.94	1,956.39
	Purchases of stock-in-trade		-	120.78
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	28B	10,708.66	2,893.06
	Employee benefits expense	29	1,426.13	1,437.74
	Finance costs	30	52.77	108.64
	Depreciation, amortisation and impairment expense	31	158.00	161.80
	Other expenses	32	1,725.68	1,734.37
	Total expenses (IV)		17,361.49	11,964.16
V	Profit before exceptional items, share of net profit of investment accounted for using equity method and tax (III - IV)		4,195.67	2,815.84
VI	Add: Share of profit of joint ventures and associates accounted for using equity method		(172.28)	(212.24)
VII	Profit before exceptional items and tax (V + VI)		4,023.39	2,603.60
VIII	Exceptional items - Income /(Expense)	33	(2.00)	(425.57)
IX	Profit before tax for the year (VII + VIII)		4,021.39	2,178.03
X	Tax expense/ (credit):			
(a)	Current tax (including respect of short/excess provision for prior years is ₹ 5.40 lakhs (previous year ₹ 16.36 lakhs))	34	183.86	39.63
(b)	Deferred tax	34	946.77	200.36
			1,130.63	239.99
XI	Profit after tax for the year (IX - X)		2,890.76	1,938.04
XII	Discontinued operations			
	Profit/(Loss) before tax from discontinued operations		9,384.95	(2,249.87)
	Tax expense		-	(133.93)
	Profit/(Loss) for the year from discontinued operations		9,384.95	(2,383.80)
	Profit/(Loss) for the year (XI + XII)		12,275.71	(445.76)
XIII	Other Comprehensive Income			
A (i)	Items that will not be reclassified to Statement of Profit and Loss			
(a)	Remeasurement of the defined benefit plans		(39.66)	(60.68)
(b)	Share of other comprehensive income in associates and joint ventures, to the extent not to be reclassified to profit or loss		9.95	(0.04)
(c)	Equity instruments through other comprehensive income		3,095.09	755.03
(ii)	Tax on items that will not be reclassified to Statement of Profit and Loss			
(a)	Income Tax relating to the above items		(1,276.05)	(27.01)
			1,789.33	667.30

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars	Note No.	Year Ended 31st Mar., 2025 ₹ in Lakhs	Year Ended 31st Mar., 2024 ₹ in Lakhs
B (i) Items that may be reclassified to Statement of Profit and Loss			
(a) Exchange differences in translating the financial statements of foreign operations		(1.11)	(1,105.03)
(b) Gain on Disposal of Foreign subsidiary		-	3,697.63
		(1.11)	2,592.60
Total Other Comprehensive Income/(Loss)		1,788.22	3,259.90
XIV Total Comprehensive Income for the year (XII + XIII)		14,063.93	2,814.14
XV Profit/(Loss) for the year attributable to:			
- Owners of the Company		12,275.71	(445.76)
- Non-controlling interests		-	-
		12,275.71	(445.76)
XVI Other Comprehensive Income/(Loss) for the year attributable to:			
- Owners of the Company		1,788.22	3,259.90
- Non-controlling interests		-	-
		1,788.22	3,259.90
XVII Total Comprehensive Income/(Loss) for the year attributable to:			
- Owners of the Company		14,063.93	2,814.14
- Non-controlling interests		-	-
		14,063.93	2,814.14
XVIII Earning per equity share			
Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing operations	35	22.70	15.22
Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - discontinued operations	35	73.71	(18.72)
Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing and discontinued operations	35	96.42	(3.50)
Material Accounting Policies	1-3		
The accompanying notes form an integral part of the financial statements	4-66		

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai

Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai
Date: 30th April, 2025

For and on behalf of the Board of Directors

M.C. TAHILYANI
Chairman
DIN : 01423084

JAI L. MAVANI
Director
DIN : 05260191

NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117

Place: Mumbai
Date: 30th April, 2025

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars	Year Ended 31st Mar., 2025 ₹ in Lakhs	Year Ended 31st Mar., 2024 ₹ in Lakhs
Cash flows from operating activities		
Profit/(Loss) before tax from continuing and discontinued operations	13,406.34	(71.84)
Adjustments (including discontinued operations) for -		
Income tax expense recognized in profit and loss		
Depreciation and amortisation expense (Continued and Discontinued Operations)	158.00	547.99
Post acquisition share of (profit) of Associate and Joint Venture (using Equity Method)	172.28	212.24
Interest income earned on financial assets that are not designated as at fair value through profit or loss:		
i) Bank deposits	(161.89)	(213.25)
ii) Interest income from financial assets and others at amortised cost	(24.11)	(1.85)
Interest on Income Tax	(24.41)	(33.74)
Finance costs	83.68	483.17
(Gain) on disposal of property, plant and equipment	(953.52)	(1,797.92)
(Gain) on disposal/ fair valuation of current investments	(232.62)	(216.01)
Provision/ write offs (net) for trade receivables and advances	17.05	250.67
Credit balances / excess provision written back	(130.85)	(193.53)
Net foreign exchange (gain)/loss including effect of exchange difference on consolidation of foreign entities	(2.99)	(1,091.49)
	(1,099.38)	(2,053.72)
Exceptional items (including discontinued operations) :		
- Provision for disputed matters	-	559.06
- Gain on sale of subsidiary	(9,539.44)	2,887.67
- Provision for slow-moving damaged or obsolete inventories	-	28.26
- Invocation of Bank guarantee	2.21	71.27
- Employees' Full & Final Settlement written back	-	(241.77)
- Reversal of Provisions	-	(133.44)
- Gain on sale of associate	-	(0.05)
Liquidated damages recovered	(24.42)	-
-Provision for loan and interest thereon	(2.00)	-
-Provision for settlement of disputed Value Added Tax (VAT)	-	16.25
	(9,563.65)	3,187.25
	(10,663.03)	1,133.53
Operating profit before working capital changes	2,743.31	1,061.69

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars	Year Ended 31st Mar., 2025 ₹ in Lakhs	Year Ended 31st Mar., 2024 ₹ in Lakhs
Changes in working capital:		
Movements in working capital:		
(Increase)/Decrease in trade and other receivables	(74.91)	(518.85)
(Increase)/Decrease in inventories	10,748.12	3,818.82
(Increase)/Decrease in other loans and advances	3.27	8.51
(Increase)/Decrease in other financial assets	549.64	(493.31)
(Increase)/Decrease in other assets	1,344.49	(1,024.28)
Increase/ (Decrease) in trade and other payables	(403.43)	1,127.80
Increase/ (Decrease) in other financial liabilities	(1,190.32)	924.44
Increase/ (Decrease) in provisions	(2.14)	(827.50)
Increase/ (Decrease) in other liabilities	(15,028.36)	(6,131.37)
	(4,053.64)	(3,115.74)
Cash generated from operations	(1,310.33)	(2,054.05)
Income taxes paid (net of refunds)	189.73	47.94
(a) Net cash flow generated from/(used in) operating activities	(1,120.60)	(2,006.11)
Cash flows from investing activities:		
Payments for property, plant and equipment including assets held for sale (net of capital creditors and including capital advances, capital work-in-progress, investment properties and intangible assets)	(196.68)	(54.36)
Proceeds from disposal of property, plant and equipment (including investment properties and intangible assets)	988.84	1,896.01
Inter Corporate Deposits given	(665.00)	-
Purchase of current investments	(2,025.00)	(2,801.20)
Proceeds from sale of current investments	2,250.00	1,001.24
Proceeds from sale of investments in associate and joint venture	-	115.49
Bank balances not considered as cash and cash equivalents	145.08	417.16
Interest received	152.93	210.25
(b) Net cash flow generated from/(used in) investing activities	650.17	784.59
Cash flows from financing activities:		
Net increase/ (decrease) in Cash credit facilities, Buyers Credit, Overdraft facility and Loans repayable on demand	3.69	17.58
Finance costs paid	(5.03)	(412.50)
Payment of Lease Liabilities	(55.08)	(179.19)
Outflow on invocation of bank guarantee	(2.21)	(71.27)
Dividend paid on equity shares	(6.46)	(0.87)
(c) Net cash flow generated from/ (used) in financing activities	(65.09)	(646.25)
(d) Net increase/ (decrease) in cash and cash equivalents (a + b + c)	(535.52)	(1,867.77)

CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2025

Particulars	Year Ended 31st Mar., 2025 ₹ in Lakhs	Year Ended 31st Mar., 2024 ₹ in Lakhs
(e) Cash and cash equivalents as at the commencement of the year	1,969.52	4,557.15
(f) Cash and cash equivalents on acquisition/loss of control over subsidiaries (net)	9.02	(719.86)
(g) Cash and cash equivalents as at the end of the year (d + e + f + g)	1,443.02	1,969.52
Reconciliation of cash and cash equivalents as per the cash flow statements	-	-
Cash and cash equivalents as per above comprise of the following	31st Mar., 2025 ₹ in Lakhs	31st Mar., 2024 ₹ in Lakhs
Balances with Banks		
- In current accounts	642.27	704.19
- In EEFC accounts	0.39	86.44
Deposits accounts (with original maturity upto 3 months)	800.36	1,159.88
Cash on hand	-	-
Cash and cash equivalents (refer Note 14A)	1,443.02	1,950.51
Cash and cash equivalents held under assets pertaining to discontinued business (Refer Note 15B)	-	19.01
Balances as per statement of cash flows	1,443.02	1,969.52

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" setout in Indian Accounting Standard - 7 on Statement of Cash Flows.
- Previous year figures have been regrouped/ reclassified, wherever necessary to conform to current year classification.
- Other bank balances at the end of the year includes: (i) earmarked balances towards unpaid dividends ₹ 57.42 Lakhs (Previous year ₹ 63.88 Lakhs) and (ii) margin money deposits ₹ 523.81 Lakhs (Previous year ₹ 1,129.31 Lakhs) includes security against license for import of goods under EPCG Scheme and hence are not available for immediate use by the Company.

Material Accounting Policies	1-3
The accompanying notes form an integral part of the financial statements	4-66

In terms of our report of even date

For Sharp & Tannan Associates

Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai

Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai
Date: 30th April, 2025

For and on behalf of the Board of Directors

M.C. TAHILYANI
Chairman
DIN : 01423084

JAI L. MAVANI
Director
DIN : 05260191

NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117

Place: Mumbai
Date: 30th April, 2025

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2025

a. Equity share capital

Particulars	₹ in Lakhs
Amount	
Balance as at 1st Apr., 2023	1,289.86
Changes in equity share capital during the year	-
Balance as at 31st Mar., 2024	1,289.86
Changes in equity share capital during the year	-
Balance as at 31st Mar., 2025	1,289.86

b. Perpetual loan

Particulars	₹ in Lakhs
Amount	
Balance as at 1st Apr., 2023	6,175.00
Changes in equity share capital during the year	-
Balance as at 31st Mar., 2024	6,175.00
Changes in equity share capital during the year (Refer note 52.1)	(6,175.00)
Balance as at 31st Mar., 2025	-

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2025

c. Other equity

₹ in Lakhs

	Equity component of compound financial instruments	Treasury Shares	Reserves and surplus							Items of other comprehensive income						
			Capital reserve	Capital reserve on merger ^a	Capital contribution reserve	Securities premium reserve	Capital Redemption Reserve	General reserve	Capital reserve for business combinations	Retained Earnings	Sub-total	Equity instrument through other comprehensive income	Foreign currency translation reserve	Sub-total	Attributable to owners of the Company	Non-controlling interests
Particulars																Total
Balance as at 1st Apr, 2023	8.94	(32.55)	386.13	-	493.54	161.76	25.00	42,849.28	1,221.20	(38,643.46)	6,493.45	11,194.03	(2,647.31)	8,546.72	15,016.56	-
Profit/(Loss) for the year	-	-	-	-	-	-	-	-	-	(445.76)	(445.76)	-	-	-	(445.76)	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-	-	-	(60.72)	(60.72)	728.02	2,592.60	3,320.62	3,259.90	-
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	(506.48)	(506.48)	728.02	2,592.60	3,320.62	2,814.14	-
Adjustment on loss of control over subsidiary	-	-	-	-	(493.54)	-	-	-	-	-	(493.54)	-	-	-	(493.54)	-
Effect of Demerger (Refer note 51)	-	-	-	-	-	-	-	(5,815.21)	-	(4,964.54)	(10,779.75)	5.67	-	5.67	(10,774.08)	-
Balance as at 31st March, 2024	8.94	(32.55)	386.13	-	-	161.76	25.00	37,034.07	1,221.20	(44,114.48)	(5,286.32)	11,927.72	(54.71)	11,873.01	6,563.08	-
Profit/(Loss) for the year	-	-	-	-	-	-	-	-	-	12,275.71	12,275.71	-	-	-	12,275.71	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-	-	-	(29.71)	(29.71)	1,819.04	(1.11)	1,817.93	1,788.22	-
Total comprehensive income for the year	-	-	-	-	-	-	-	-	-	12,246.00	12,246.00	1,819.04	(1.11)	1,817.93	14,063.93	-
Adjustment on loss of control over subsidiary (Refer note 52.1)	(8.94)	-	-	-	-	-	-	-	-	-	-	-	-	-	(8.94)	-
Recognised during the year on acquisition of subsidiary (Refer note 52.2)	-	-	-	-	-	-	-	-	40.18	-	40.18	-	-	-	40.18	-
Balance as at 31st March, 2025	-	(32.55)	386.13	-	-	161.76	25.00	37,034.07	1,261.38	(31,868.48)	6,999.86	13,746.76	(55.82)	13,690.94	20,658.25	-

* Amount is below the rounding off norm adopted by the Group.

Material Accounting Policies

1-3

The accompanying notes form an integral part of the financial statements

4-66

In terms of our report of even date

For Sharp & Tannan AssociatesFirm Registration No. 0109983W
Chartered Accountants**Parthiv S. Desai**
Partner

Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446**For and on behalf of the Board of Directors**M.C. TAHILYANI
Chairman
DIN : 01423084JAI L. MAVANI
Director
DIN : 05260191NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117Place: Mumbai
Date: 30th April, 2025Place: Mumbai
Date: 30th April, 2025

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025

1. CORPORATE INFORMATION

Forbes & Company Limited ("the Company") is one of the oldest companies of the world. The Company traces its origin to the year 1767 when John Forbes of Aberdeenshire, Scotland started his business in India. Over the years, the Management of the Company moved from the Forbes Family to the Campbells to the Tata Group and now finally to the well known Shapoorji Pallonji Group. Its parent and ultimate holding company is Shapoorji Pallonji and Company Private Limited. The principal activities of the Company and its subsidiaries ("the Group") includes manufacturing and trading of engineering products, real estate development projects and leasing of premises. The address and registered office and principal place of business are disclosed in the Annual Report.

2. MATERIAL ACCOUNTING POLICIES

2 (i) Statement of Compliance with Ind AS

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of Companies Act, 2013 (the Act) read together with Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

2 (ii) Basis of Preparation and Presentation of Consolidated Financial Statements

The consolidated financial statements have been prepared on a historical cost basis except for the following;

- Certain financial assets and liabilities (including derivative instruments) are measured at fair value;
- assets held for sale - measured at fair value less cost to sell or their carrying amount whichever is lower;
- defined benefit plans - plan asset measured at fair value

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

For financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products/activities of the Group and the normal time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for Coding and Automation business, IT enabled services and products and 48 months for real estate business for the purpose of classification of its assets and liabilities as current and non current .

These financial statements are presented in Indian Rupees (₹) which is the Group's functional currency. All amounts are rounded off to the nearest lakhs (including two decimals), unless otherwise stated. The accounting policies adopted in the preparation of the financial statements are consistent with those of the previous year.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Subsidiaries:

The list of subsidiary companies which are included in the consolidated financial statements and the Group's holdings therein are as under:

Sr No.	Name of the Company	Refer Footnote No.	Incorporated In	Percentage of Holding and Voting power either directly or indirectly through subsidiary (%)	
				As at 31st Mar., 2025	As at 31st Mar., 2024
1	EFL Mauritius Limited		Mauritius	100.00	100.00
2	Forbes Campbell Finance Limited		India	100.00	100.00
3	Forbes Technosys Limited (upto 24th March, 2025)	1	India	-	100.00
4	Volkart Fleming Shipping and Services Limited		India	100.00	100.00
5	Campbell Properties & Hospitality Services Limited		India	100.00	100.00
6	Forbes Macsa Private Limited (wef 31st March, 2025)	2	India	100.00	-
7	Forbes Precision Tools And Machine Parts Limited (Upto 1st March, 2024)	3	India	-	-

Footnotes:

- In respect of Forbes Technosys Limited (FTL), the National Company Law Tribunal, Mumbai Bench (NCLT), vide its order dated March 24, 2025, has admitted the petition filed by FTL, under Section 10 of the Insolvency and Bankruptcy Code, 2016 ("IB Code"), read with the Insolvency and Bankruptcy (Application to Adjudication Authority) Rules, 2016. As a result, the Corporate Insolvency Resolution Process (CIRP) has been initiated, the Interim Resolution Professional (IRP) has been appointed with effect from the date of the Order. Consequently, the management and powers of the Board of Directors of FTL are now suspended and will be exercised by the IRP for the duration of the CIRP. The Group does not have any significant influence or control over Forbes Technosys Limited and therefore it is being reclassified from subsidiary to other investment.
- The Company & MACSA ID S.A. entered into Joint Venture agreement dated 5th December 2022 and invested equally in Forbes Macsa Private Limited for carrying out business of providing permanent marking and coding solutions. The Joint Venture was operating in losses due to its initial phase of business and establishment cost incurred. The Joint Venture partner MACSA ID S.A. was unwilling to continue as a Joint Venture. It was mutually decided by the JV Partner to terminate the Joint Venture Agreement. The Joint Venture Agreement was terminated and the entire shareholding of MACSA ID S.A. in the Forbes Macsa Private Limited has been acquired by the Company. Accordingly, Forbes Macsa Private Limited is wholly owned subsidiary of the Company effective 31st March 2025.
- During the previous year, the Company engaged in a Scheme of Arrangement known as the "Scheme" that resulted in the demerger of the Precision Tools business of the Company (the "Demerged Company") into a Forbes Precision Tools and Machine Parts Limited (FPTL) (the "Resulting Company"). This demerger was approved by the National Company Law Tribunal (NCLT), Mumbai Bench on 9th February 2024, and the certified copy of the order was received on 20th February 2024. The Precision tools business is demerged from the effective date i.e. 1st March 2024 into FPTL. FPTL is ceased to be subsidiary of the Company.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

The financial statements of the following companies which are in the nature of Joint ventures have been considered in the consolidated financial statements.

Sr No.	Name of the Company	Refer Footnote No.	Incorporated In	Percentage of Holding and Voting power either directly or indirectly through subsidiary (%)	
				As at 31st Mar., 2025	As at 31st Mar., 2024
1	Forbes Bumi Armada Limited.	1	India	51.00	51.00
2	Forbes Macsa Private Limited (upto 31st March, 2025)	2	India	-	50.00

Footnotes:

- 1 Joint venture of Forbes Campbell Finance Limited
- 2 Joint venture of Forbes and Company Limited (upto 31st March, 2025).

The financial statements of the following associates are considered in the consolidated financial statements.

Sr No.	Name of the Entity	Incorporated In	Percentage of Holding and Voting power either directly or indirectly through subsidiary (%)	
			As at 31st Mar., 2025	As at 31st Mar., 2024
1	Nuevo Consultancy Services Private Limited	India	49.00	49.00
2	Dhan Gaming Solution (India) Private Limited	India	49.00	49.00

2 (iii) Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the Statement of Profit and Loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

The Group combines the financial statements of the Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra Group assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

Accounting policies of the subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The excess of cost of investment in the subsidiary over the Group's portion of equity of the subsidiary, at the date on which investment is made, is recognised in the consolidated financial statements as Goodwill on Consolidation.

The excess of Group's portion of equity of the subsidiary over the cost of the investments by the Group, at the date on which investments is made, is treated as Capital Reserve on Consolidation.

Non-controlling Interests in the net assets of the subsidiaries consist of :

- (i) The amount of equity attributable to non-controlling interest at the date on which investment is made; and
- (ii) The non-controlling interest's share of movements in the equity since the date the parent-subsidiary relationship came into existence. The losses applicable to the non-controlling interest in a consolidated subsidiary may exceed the non-controlling interest in the equity of subsidiary. The excess, and any further losses applicable to the

non-controlling interest, are adjusted against the controlling interest except to the extent that the non-controlling interest has a binding obligation to, and is able to, make good the losses.

Figures pertaining to the subsidiaries have been reclassified wherever necessary to bring them in line with the Company's financial statements.

Changes in the Group's ownership interests in existing subsidiaries :

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as transactions with equity owners of the Group. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Group.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable Ind AS). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under Ind AS 109, or, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

2 (iv) Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquired business and the equity interests issued by the Group and fair value of any asset/ liability resulting from contingent consideration arrangement in exchange of control of the acquired business. Acquisition-related costs are generally recognised in Statement of Profit and Loss as incurred.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payment at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

In case of a bargain purchase, before recognising a gain in respect thereof, the Group determines whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. Thereafter, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognises any additional assets or liabilities that are identified in that reassessment. The Group then reviews the procedures used to measure the amounts that Ind AS requires for the purposes of calculating the bargain purchase. If the gain remains after this reassessment and review, the Group recognises it in other comprehensive income and accumulates the same in equity as capital reserve. This gain is attributed to the acquirer. If there does not exist clear evidence of the underlying reasons for classifying the business combination as a bargain purchase, the Group recognises the gain, after reassessing and reviewing (as described above), directly in equity as capital reserve.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are initially measured at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis

is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Ind AS.

When the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill or capital reserve, as the case maybe. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at fair value at subsequent reporting dates with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

The Goodwill/ Capital Reserve is determined separately for each subsidiary company and such amounts are not set off between different entities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

- 2 (v) The financial statements of the Company, its subsidiaries, Joint ventures and associates used in the consolidation are drawn upto the same reporting date i.e. 31st March, 2025. Necessary material adjustments have been made, for the effects of significant transactions and other events between the reporting dates of such financial statements and these consolidated financial statements.

Foreign Subsidiaries

The consolidated financial statements includes one subsidiary incorporated outside India whose financial statements have been drawn up in accordance with the generally accepted accounting practices (GAAP) as applicable in those countries. These financial statements have been re-stated in Indian Rupees (presentation currency) and the resultant exchange gain /loss on conversion has been accounted in total comprehensive income and foreign currency translation reserve. In the opinion of the Management, based on the analysis of the significant transactions at subsidiaries, no material adjustments are required to be made to comply with Group accounting policies.

2 (vi) Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence but not control or joint control. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting. Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. Distributions received from an associate or a joint venture reduce the carrying amount of the investment. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture

(which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. When necessary, adjustments are made to the financial statements of associates and joint ventures to bring their accounting policies into line with the Group's accounting policies. All intra Group assets and liabilities, equity, income, expenses, and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised directly in equity as capital reserve in the period in which the investment is acquired.

After application of the equity method of accounting, the Group determines whether there any is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment in an associate or a joint venture and that event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. If there exists such an objective evidence of impairment, then it is necessary to recognise impairment loss with respect to the Group's investment in an associate or a joint venture.

When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount, any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with Ind AS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale. When the Group retains an interest in the former

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with Ind AS 109. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition, the Group accounts for all amounts previously recognised in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognised in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use the equity method when an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate. There is no remeasurement to fair value upon such changes in ownership interests. When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognised in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities. When a Group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.

The estimated useful lives of the property, plant and equipment are as under:

Sr. No.	Class of assets	Estimated useful life
a	Building including investment properties	10 - 60 years
b	Plant and Equipment	10 - 15 years
c	Furniture and Fixtures	10 years
d	Vehicles	4 years
e	Office equipment, Data processing equipments:-	3-6 years
	- Owned	Office equipments 5 years and Data processing equipments 3 to 5 years.
	- Leased	Lower of lease term and useful life as stated above
f	Buildings on leasehold land (including Investment Properties)	Lower of the useful life in the range of 30 - 60 years and the lease term building useful life is based on technical certification
g	Temporary structures (included in building)	4 years

Property, plant and equipment individually costing ₹ 5,000 and less are depreciated fully in the year of purchase.

2 (vii) Property, Plant and Equipment (including Investment Properties)

Property, Plant and Equipment are stated at cost of acquisition, less accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price (excluding refundable taxes), borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Freehold land is not depreciated.

Subsequent expenditures related to an item of property, plant and equipment are added to its carrying value only when it is probable that the future economic benefits from the asset will flow to the Group and cost can be reliably measured.

Losses arising from the retirement of, and gains or losses arising from disposal of property, plant and equipment are recognised in the Statement of Profit and Loss.

Depreciation on property, plant and equipment has been provided on straight line method as per the useful lives estimated by management, the life of the assets has been assessed based on technical evaluation which are higher than those specified by Schedule II to the Act, taking into account the nature of the assets, the estimated usage of the assets, the operating conditions of the assets, past history of replacement, anticipated technological changes, etc.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in Statement of Profit and Loss within other gains / losses.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

2 (viii) Capital work-in-progress

Projects under which tangible Property, plant and equipment are not yet ready for their use are carried at cost, comprising direct cost, related incidental expenses and attributable interest, if any.

2 (ix) Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs and where applicable borrowing cost. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model, other than those that meet the criteria to be classified as held for sale shall be measured in accordance with Ind AS 105.

The estimated useful life of lease hold land is equivalent to the lease term.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss in the period in which the property is derecognised.

2 (x) Intangible Assets

Intangible assets are stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any. The cost of an intangible asset comprises its purchase price (net of any trade discounts and rebates), implementation cost for internal use (including software coding, installation, testing and certain data conversion) and any directly attributable expenditure on making the asset ready for its intended use. Subsequent expenditure on an intangible asset after its purchase / completion is recognised as an expense when incurred, unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the asset reliably, in which case such expenditure is added to the cost of the asset.

Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the disposal proceeds and the carrying amount of the asset and are recognised as income or expense in the Statement of Profit and Loss.

Research costs are charged to the Statement of Profit and Loss as they are incurred.

Indirect development costs for products are charged to Statement of Profit and Loss in the year in which incurred. Development expenditure on an individual project is recognized as an intangible asset when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sales, its intention to complete and its ability to use or sell the asset, how the asset will generate economic benefits, the availability of resources to complete the asset and the ability to measure reliably the expenditure during development.

Intangible assets internally generated

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- its intention to complete and its ability and intention to use or sell that asset
- how the asset will generate future economic benefits
- the availability of resources to complete the asset
- the ability to measure reliably the expenditure during the development. The amount capitalised comprises expenditure that can be directly attributed or allocated on a reasonable and consistent basis to creating, producing and making the asset ready for its intended use.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of the expected future benefit. Amortisation expense is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset. During the period of development, the asset is tested for impairment annually.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

An intangible asset is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an intangible asset is determined as the difference between sales proceeds and the carrying amount of the assets and is recognised in Statement of Profit and Loss.

Cost of software is amortised over a period of 5 years being the estimated useful life.

2 (xi) Intangible assets under development

Expenditure on development eligible for capitalisation is carried as intangible assets under development where such assets are not yet ready for their intended use.

2 (xii) Inventories

Inventories are valued at the lower of the acquisition / production cost and net realisable value. Costs of inventories are determined on weighted average basis. Raw materials and stores, work in progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of raw materials and traded goods comprises cost of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of inventories also include all other costs incurred in bringing the inventories to their present location and condition.

Real estate development work-in-progress :-

Cost of real estate business is charged to the Statement of Profit and Loss in proportion to the revenue recognised during the year and the balance cost is carried forward as "Real Estate Work in Progress" under Inventories.

Real estate development work-in-progress cost includes construction and development cost, allocated interest and other overheads related to projects under construction and is valued at lower of cost and net realizable value

2 (xiii) Deemed cost for property, plant and equipment, investment properties and intangible assets

The Group has elected to continue with the carrying value of all of its property, plant and equipment, investment properties and intangibles assets recognised as of 1st April, 2015 (transition date) measured as per the previous GAAP and use that carrying value as its deemed cost as of the transition date.

2 (xiv) Financial instruments

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, except trade receivables which is measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Financial assets

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification

Debt instruments that meet the following conditions are subsequently measured at amortised cost:

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and amounts that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at fair value through profit or loss. Interest income is recognised in the Statement of Profit and Loss and is included in "Other income".

Investments in equity instruments at FVOCI

On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in the Statement of Profit and Loss. The net gain or loss recognised in the Statement of Profit and Loss incorporates any dividend or interest earned on the financial asset. Dividend on financial assets at FVTPL is recognised when the Group's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Group applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, loan commitments, trade receivables, financial guarantees not designated as FVTPL and fair value through other comprehensive income and other contractual rights to receive cash or other financial asset.

For trade receivables or any contractual right to receive cash or another financial asset that result from revenue transactions, the Group always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss ("ECL") allowance for trade receivables, the Group has used a practical expedient as permitted under Ind AS 109 Financial Instruments. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Derecognition of financial assets

A financial asset is derecognised only when

- The contractual rights to the cash flows from the financial asset expire, or
- The Group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients.
- The Group has no obligation to pay amounts to the eventual recipients unless it collects equivalent amounts from the original asset. Short-term advances by the Group with the right of full recovery of the amount lent plus accrued interest at market rates do not violate this condition.
- The Group is prohibited by the terms of the transfer contract from selling or pledging the original asset other than as security to the eventual recipients for the obligation to pay them cash flows.
- The Group has an obligation to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the Group is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents (as defined in Ind AS 7 Statement of Cash Flows) during the short settlement period from the collection date to the date of required remittance to the eventual recipients, and interest earned on such investments is passed to the eventual recipients.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in the Statement of Profit and Loss.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognised at the proceeds received, net of direct issue costs.

Compound financial instruments

The component parts of compound financial instruments (preference shares) issued by the Group are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured.

In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the preference shares, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the preference shares are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the preference shares using the effective interest method.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL. Borrowings are initially recognised at fair value, net of transaction costs incurred.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. A substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

derecognised and the consideration paid including any non-cash assets transferred or liabilities assumed, and payable is recognised in the Statement of Profit and Loss.

Derivative financial instruments

The Group enters into derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the original or modified terms of a debt instrument, financial guarantee contracts are recognised initially as a financial liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amount amortisation where appropriate.

The fair value of financial guarantees is determined based on the present value of the difference in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligation.

2 (xv) Borrowing Cost

Borrowing costs includes interest, amortisation of ancillary cost incurred in connection with the arrangement of borrowings and exchange difference arising from foreign

currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs that are attributable to the acquisition or construction of qualifying assets, which are assets that necessarily takes a substantial period of time to get ready for its intended use or sale, are added to the cost of those assets; until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2 (xvi) Foreign Currency Transactions and Translation

In preparing the financial statements of each entity, transactions in currencies other than the that entity's functional currency viz. Indian Rupee (₹) are recognised at the rates of exchange prevailing at the dates of the transactions. Exchange difference on monetary items in respective entities is recognised in the Statement of Profit and Loss in the period in which they arise. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Indian Rupees using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (and attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign operation, a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Group are reclassified to the Statement of Profit and Loss.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

2 (xvii) Impairment of Assets

The Group assesses at end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate pre-tax discount factor. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. For the purpose of assessing impairment, assets are grouped at the lowest level for which there are separate identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of asset (cash-generating unit). If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the lower of recoverable amount and the carrying amount that would have been determined had no impairment loss been recognised. Non financial asset other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2 (xviii) Earnings Per Share

Basic Earnings per share are calculated by dividing the consolidated net profit / (loss) after tax for the year attributable to equity shareholders of the Group by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2 (xix) Revenue Recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

The Group applies the five approach for recognition of revenue :

- Identification of contract(s) with customers;
- Identification of the separate performance obligations in the contract;
- Determination of transaction price;
- Allocation of transaction price to the separate performance obligations; and
- Recognition of revenue when (or as) each performance obligation is satisfied.

A. Revenue from real estate contracts:

In respect of real estate development projects undertaken by the Group, the control of real estate units is said to be satisfied over time, if any one of the following criteria is met:

- a) the customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs
- b) the entity's performance creates or enhances an asset that the customer controls as the asset is created or enhanced
- c) the entity's performance does not create an asset with an alternative use to the entity and the entity has an enforceable right to payment for performance completed to date

In all other cases, where the above criterias for satisfaction of performance obligation and recognising revenue over time are not met, revenue would be recognised when control of the real estate units has been transferred and there is no unfulfilled obligation which could affect the customers acceptance of the real estate units. Considering the terms of the contract, revenue is recognised at a point in time when:

- The Group has transferred to the customer all significant risk and rewards of ownership and the Group retains no effective control of the real estate unit to a degree usually associated with ownership;
- The Group has handed over possession of the real estate unit to the customer or deemed possession based on the contract with the customer;

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

- No significant uncertainty exists regarding the amount of consideration that will be derived from the sale of the real estate unit;
- It is not unreasonable to expect ultimate collection of revenue from customer

Revenue is measured as the fair value of consideration which the Group expects to be entitled to in exchange of transferring the property to the customer (excluding amounts collected on behalf of third parties e.g. taxes). Revenue is recognized with respect to executed sales contracts on transfer of control of the real estate units to the customers.

B. Sale of goods:

Revenue from the sale of goods is recognised when control of the products has been transferred based on agreed terms and there is no unfulfilled obligation which could affect the customers acceptance of the products.

Further the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the entity. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Group as part of the contract.

A receivable is recognised when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

At contract inception, since for most of the contracts it is expected that the period between the transfer of the promised goods or services to a customer and payment for these goods or services by the customer will be one year or less, practical expedient in IND AS 115 have been applied and accordingly:

- The Group does not adjust the promised amount of consideration for the effects of a significant financing component
- The Group recognises the incremental costs of obtaining a contract as an expense when incurred
- No information on remaining performance obligations as of the year end that have an expected original term of one year or less was reported.

A contract liability is the Group's obligation to transfer goods or services to a customer, for which the Group has already received consideration from customers.

C. Sale of services:

- Income from other services is recognised as and when the services are performed as per the terms of agreement with the respective parties. For fixed price contracts, revenue is recognised based on actual service provided to the end of the reporting period as a proportion of the total services to be provided.
- Commission income is recognised as per terms of agreement with respective party and in the period in which services are rendered.

D. Interest and Dividend Income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the amortised cost and at the effective interest rate applicable.

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

E. Export Incentives:

Income from export incentives is recognised on accrual basis to the extent the ultimate realisation is reasonably certain.

2 (xx) Employee Benefits

a) Short-term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the undiscounted amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the Balance Sheet.

b) Other long-term employee benefits

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

c) Post-employment obligations

The Group operates the following post-employment schemes:

- Defined Contribution plans such as superannuation and employee state insurance scheme.
- Defined Benefit plans such as gratuity, provident fund, post-retirement medical benefits and non-compete fees (eligible whole-time directors and on their demise their spouses are entitled to medical benefits subject to certain limits and fixed monthly payment as non-compete fee).

Defined Contribution Plans

The Group's contribution to superannuation fund, pension and employee state insurance scheme are considered as defined contribution plans, as the Company does not carry any further obligations apart from the contributions made on a monthly basis and are charged as an expense based on the amount of contribution required to be made.

In case of Superannuation, contributions are made to the Life Insurance Corporation of India (LIC).

Defined Benefit Plans

In case of Provident fund, contributions are made to a Trust administered by the Group. The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity, post-retirement medical benefits and non-compete fees plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

Eligible employees receive benefits from a provident fund which is defined benefit plan. Both the employees and the Group make monthly contributions to the provident fund plan equal to a specified percentage of the covered employees' salary. The Group contributes a part of the contributions to Employees Provident Fund. The rate at which the annual interest is payable to the beneficiaries by the Trust is being determined by the Government. The Group has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate. Any obligation in this respect is measured on the basis of an independent actuarial valuation. The remaining portion is contributed to the Government administered pension fund in respect of which the Group has no further obligations. Prepaid contributions are recognised as an asset to the extent that a cash refund or reduction in the future payments are available.

The present value of the defined benefit obligation in respect of gratuity, post-retirement medical benefits and non-compete fees plans is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the Statement of Profit or Loss as past service cost.

- d) A liability for a termination benefit is recognised at the earlier of when the Group can no longer withdraw the offer of the termination benefit and when the group recognises any related restructuring costs.

2 (xxi) Taxes on Income

Tax expense for the year, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the year. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. The Group recognises Minimum Alternate Tax credit under the Income Tax Act, 1961 as an asset only when and to the extent there is convincing

evidence that the Group will be liable to pay normal income tax during the specified period.

2 (xxii) Lease Accounting

As a lessee:

From 1 April 2019, leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Contracts may contain both lease and non lease components. The Group allocates the consideration in the contracts to the lease and non-lease components based on their relative standalone prices. However, the Group has elected not to separate lease and non-lease components and instead account for these as a single lease components.

Assets and liabilities arising from a lease are initially measured on present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in substances fixed payments), less any lease incentive receivable
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- any residual value guarantees provided to the lessor by the lessee, a party related to the lessee or a third party unrelated to the lessor that is financially capable of discharging the obligations under the guarantee;
- the exercise price of the purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option

Lease payments to be made under reasonably certain extension option are also included in the measurement of the liability. The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that lessee would have to pay to borrow the fund necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar term, security and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third party financing received by the lessee as a starting point, adjusted to reflects changes in financing condition since third party financing received

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

- use a build-up approach that starts with the risk-free interest rate adjusted for credit risk for leases, which does not have recent third party financing, and
- make adjustments specific to the leases, e.g. term, security, currency etc.

The Group is exposed to potential future increases in variable lease payments based on index or rate, which are not included in the lease liability until they take effect. When adjustment to lease payments based on index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Lease payments are allocated between principal and finance cost. Finance cost is charged to Statement of Profit and Loss over the lease period so as to produce a constant periodical rate of interest on the remaining balance of the liability for each period.

Right-of-use assets are measured at cost comprising the following:

- the amount of initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight line basis. If the Group is reasonably certain to exercise purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases of equipment and all leases of low-value assets are recognized on a straight-line basis in the Statement of Profit and Loss. Short term leases are leases with a lease term of 12 months or less.

As a lessor:

Lease income from operating leases where the Group is a lessor is recognized in income on a straight line basis over the lease term. Initial direct costs incurred in obtaining an operating leases are added to the carrying amount of the underlying asset and recognized as expense over the lease term on the same basis as lease income. The respective leased assets are included in the balance sheet based on their nature. The Group did not need to make any adjustments to the accounting for assets held as a lessor as a result of adopting the new leasing standard.

2 (xxiii) Segment Reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, whose operating results are regularly reviewed by the Group's chief operating decision maker in order to effectively allocate the Group's resources and assess performance.

2 (xxiv) Provisions and Contingent Liabilities

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous Contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

Warranties

Provisions for the expected cost of warranty obligations under local sale of good legislations are recognised at the date of sale of the relevant products, at the management's best estimate of the expenditure required to settle the Group's obligation.

Contingent liability is disclosed for (i) Possible obligations that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

reliable estimate of the amount of the obligation cannot be made, unless the possibility of outflows of resources embodying economic benefits are remote.

2 (xxv) Goodwill On Consolidation

Goodwill comprises the portion of a purchase price for an acquisition that exceeds the Group's share of the identifiable assets, with deductions for liabilities, calculated on the date of acquisition.

Goodwill arising from the acquisition of associate companies and joint ventures is included in the value of the Group's holdings in the associate and joint ventures.

Goodwill is deemed to have an indefinite useful life and is reported at acquisition value with deduction for accumulated impairments. Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash generating unit or groups of cash-generating units which are benefitting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes.

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections take into account past experience and represent management's best estimate about future developments.

Any impairment loss for goodwill is recognised directly in the Statement of Profit and Loss, and is not reversed in subsequent periods. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the Statement Profit and Loss on disposal.

2 (xxvi) Government Grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. These are recognised in the Statement of Profit and Loss on a systematic basis over the period in line with the related costs.

2 (xxvii) Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

2 (xxviii) Non-Current Assets Held For Sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

Current assets are not depreciated or amortised while they are classified as held for sale.

2 (xxix) Principles of business combinations

The acquisition method of accounting under Ind AS is used to account for business combinations by the Group from the date of transition to Ind AS i.e. 1st April, 2015. Prior to the date of transition to Ind AS, business acquisitions have been accounted based on previous GAAP.

2 (xxx) Dividend

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

2 (xxxi) Discontinued Operations

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of or is classified as held for sale and represents:

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

- a. A separate major line of business or geographical area of operations or
- b. Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations or
- c. Is a subsidiary acquired exclusively with a view to resale

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit and loss.

The Company re-presents the aforesaid disclosures in respect of discontinued operations for all prior periods presented in the financial statements so that the disclosures relate to all operations that have been discontinued by the end of the reporting period for the latest period presented. All other notes to the financial statements mainly include amounts for continuing operations, unless otherwise mentioned.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the accounting policies, which are described in Note 2, the directors of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

3.1 Critical judgements in applying accounting policies

The following are the critical judgements, apart from those involving estimations (refer Note 3.2 below), that the directors have made in the process of applying the accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

- 3.1.1. In the matter of Svadesh Mills Limited (Svadeshi), on 22nd January 2025, the Division Bench of the Bombay High Court set aside the earlier order, vacated the stay on winding up, and

directed the Official Liquidator to take control of Svadeshi's assets, which occurred on 23rd January 2025. GVEPL and the Company filed a Special Leave Petition (SLP) before the Hon'ble Supreme Court. On 31st January 2025, the Supreme Court stated that a fresh application may be filed before the Company Judge, Bombay High Court, for a stay on winding up, directing the application be heard expeditiously. Accordingly, the Company and GVEPL have filed fresh applications for a permanent stay on the winding-up proceedings.

- 3.1.2. The NCLT, Mumbai Bench, by order dated March 24, 2025, admitted Forbes Technosys Ltd.'s (FTL) petition under Section 10 of the Insolvency and Bankruptcy Code, initiating the Corporate Insolvency Resolution Process (CIRP) and appointing an Interim Resolution Professional (IRP). The Board of FTL stands suspended, with management now under the IRP. As the Company no longer has significant influence or control over FTL, it is being reclassified from subsidiary to other entity. Investments in FTL are fully provided for.

3.2 Key sources of estimation uncertainty

3.2.1 Real Estate Development:

The determination of the period over which revenue from real estate development activities should be recognized, the timing of transfer of control to the customer; and determination of whether the Group has an enforceable right to payment as per requirements of Ind AS 115 involves significant judgement.

3.2.2 Contingent Liabilities and Provisions

Contingent Liabilities and Provisions are liabilities of uncertain timing or amount and therefore in making a reliable estimate of the quantum and timing of outflow of liabilities, judgement is applied and re-evaluated at each reporting date.

3.2.3 Useful life and residual value of Property, Plant and Equipment, Intangible Assets and Investment Properties

As described in Notes 2.7, 2.9 and 2.10, the Group reviews the estimated useful life and residual values of property, plant and equipment, intangibles and investment properties at each reporting date.

3.2.4 Fair value measurement and valuation process

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. The management of the Group determines the appropriate valuation techniques and inputs for fair value measurements. In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where such inputs are not available, the Group engages third party qualified valuers to perform the valuation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

3.2.5 Impairment of Goodwill on consolidation

Determining whether goodwill is impaired requires an estimation of fair value/ value in use of cash-generating units to which goodwill has been allocated. Such valuation requires the Group to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate the present value. Where the actual future cash flows are less than expected, a material impairment loss may arise.

3.2.6 Impairment of Trade Receivables

The impairment provisions for trade receivables are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

3.2.7 Defined Benefit Obligations

The present value of defined benefit obligations is determined by discounting the estimated future cash outflows by reference to market yields at the end of reporting period that have terms approximating to the terms of the related obligation.

3.2.8 Deferred Tax Asset

Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that

sufficient taxable profits will be available to allow all or part of the asset to be recovered. The Group recognises Minimum Alternate Tax credit under the Income Tax Act, 1961 as an asset only when and to the extent there is convincing evidence that the Group will be liable to pay normal income tax during the specified period.

3.2.9 Investments

The Svadeshi Mills Company Limited (Svadeshi) is not an associate of the Company although the Company owns a 23% ownership interest (including indirect) in Svadeshi, as the Assets of Svadeshi continue to be in the hands of the Official Liquidator, High Court, Bombay. The Review Petition had been filed against the Order dated 23rd February, 2016 whereby the Special Leave Petition (SLP) was dismissed. The said Review Petition filed before the Hon'ble Supreme Court was dismissed vide Order dated 26th August, 2016. The records of Svadeshi are in the custody of the Official Liquidator. Hence, the Company does not have significant influence over Svadeshi as Svadeshi is under liquidation.

3.3 ADOPTION OF NEW AND AMENDED ACCOUNTING STANDARDS

(i) New amendments issued but not effective

Ministry of Corporate Affairs ('MCA') notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended 31st March, 2025, MCA has notified Ind AS 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable w.e.f. April 1, 2024. The Group has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

4. Property, Plant and Equipment (own, unless otherwise stated)

₹ in Lakhs

Particulars	Building and structures	Plant and Equipment	Furniture and Fixtures	Vehicles	Office Equipments	Data Processing Equipments	Total
Cost or Deemed cost							
Balance as at 31st Mar., 2023	127.30	150.87	99.53	35.47	214.88	800.31	1,428.36
Additions	-	0.45	8.14	-	2.81	-	11.40
Disposals	-	-	(24.22)	-	(2.85)	(11.09)	(38.16)
Less: Asset transferred to discontinued Operations	-	-	(10.74)	-	(61.85)	(723.38)	(795.97)
Balance as at 31st Mar., 2024	127.30	151.32	72.71	35.47	152.99	65.84	605.63
Additions	-	7.70	114.62	-	31.98	17.56	171.86
Acquired on business combination	-	-	-	-	-	8.36	8.36
Disposals	-	(4.22)	-	-	-	(1.06)	(5.28)
Balance as at 31st Mar., 2025	127.30	154.80	187.33	35.47	184.97	90.70	780.57
Accumulated depreciation and Impairment							
Balance as at 31st Mar., 2023	61.42	110.11	94.64	8.29	196.77	775.08	1,246.31
Depreciation expense	14.65	12.77	1.84	11.15	4.15	5.97	50.53
Depreciation expense (discontinued Operations)	-	-	0.27	-	0.52	0.42	1.21
Disposals/adjustments	(17.65)	-	(24.22)	-	(2.85)	(11.08)	(55.80)
Less: Asset transferred to discontinued Operations	-	-	(10.21)	-	(61.32)	(718.74)	(790.27)
Balance as at 31st Mar., 2024	58.42	122.88	62.32	19.44	137.27	51.65	451.98
Depreciation expense	12.40	5.39	7.67	11.15	7.58	7.70	51.89
Disposals/adjustments	-	(1.24)	-	-	-	(1.06)	(2.30)
Acquired on business combination	-	-	-	-	-	4.24	4.24
Balance as at 31st Mar., 2025	70.82	127.03	69.99	30.59	144.85	62.53	505.81
Carrying Amount							
Balance as at 31st Mar., 2025	56.48	27.77	117.34	4.88	40.12	28.17	274.76
Balance as at 31st Mar., 2024	68.88	28.44	10.39	16.03	15.72	14.19	153.65

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Title deeds of immovable properties not held in the name of the Group :

i) In case of the Company, title deeds of properties are as follows:

Relevant line item in the Balance Sheet	Description of property	Gross carrying value (₹ in Lakhs)	Title deeds held in the name of	Whether title deed holder is a promoter, director or their relative or employee	Period held - indicate range, where appropriate (years)	Reason for not being held in the name of the Company
Property, plant and equipment and Investment Property	Land and building in Mumbai and Delhi	19.08	Gokak Patel Volkart Limited	No	16	Administrative procedures for change of name from Gokak Patel Volkart Limited, 2nd erstwhile name of the Company has not been carried out.
Property, plant and equipment and Investment Property	Land, factory building and office premises at Mumbai, Thane, Ahmedabad, Bangalore and Chennai	1,624.96	Forbes Gokak Limited	No	8-60	Administrative procedures for change of name from Forbes Gokak Limited, the 3rd erstwhile name of the Company has not been carried out.

4.1 Capital work-in-progress

(a) Current year

₹ in Lakhs

Particulars	As at 1st Apr., 2024	Additions	Amounts Capitalised	As at 31st Mar., 2025
Capital work in progress	-	9.93	-	9.93

Previous year

Particulars	As at 1st Apr., 2023	Additions	Amounts Capitalised	As at 31st Mar., 2024
Capital work in progress	-	-	-	-

(b) Capital work-in-progress - Ageing

Current year

₹ in Lakhs

	Amounts in capital work-in-progress for				
	Less than one year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	9.93	-	-	-	9.93
Projects temporarily suspended	-	-	-	-	-
Total	9.93	-	-	-	9.93

Previous year

₹ in Lakhs

	Amounts in capital work-in-progress for				
	Less than one year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

(c) There are no capital work-in-progress whose completion is overdue or has exceeded its cost compared to its original plan.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

5. Right-of-use assets

₹ in Lakhs

Particulars	Premises	Land	Total
Cost or Deemed Cost			
<i>Balance as at 31st Mar., 2023</i>	566.26	8.88	575.14
<i>Additions</i>	-	-	-
<i>Disposals</i>	-	-	-
Balance as at 31st Mar., 2024	566.26	8.88	575.14
Additions	13.63	-	13.63
Disposals	(1.57)	-	(1.57)
Balance as at 31st Mar., 2025	578.32	8.88	587.20
Accumulated depreciation			
<i>Balance as at 31st Mar., 2023</i>	79.30	1.39	80.69
<i>Depreciation expense for the year</i>	36.39	-	36.39
<i>Disposals</i>	-	-	-
Balance as at 31st Mar., 2024	115.69	1.39	117.08
<i>Depreciation expense for the year</i>	36.96	-	36.96
<i>Disposals</i>	(1.57)	-	(1.57)
Balance as at 31st Mar., 2025	151.08	1.39	152.47
Carrying amount			
Balance as at 31st Mar., 2025	427.24	7.49	434.73
Balance as at 31st Mar., 2024	450.57	7.49	458.06

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

6. Investment Properties (Own, unless otherwise stated)

₹ in Lakhs

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Completed investment properties	2,029.01	2,119.65
Total	2,029.01	2,119.65

Cost or Deemed Cost		
Opening Balance	2,646.12	2,644.68
Additions	-	16.60
Property classified as held for sale	-	3.85
Disposal	(35.89)	(19.01)
Closing Balance	2,610.23	2,646.12
Accumulated depreciation and impairment		
Opening Balance	526.47	467.83
Depreciation expense	64.45	62.45
Disposal	(9.70)	(3.81)
Closing Balance	581.22	526.47

Carrying amount		
Closing Balance	2,029.01	2,119.65

All of the Group's investment properties are held under freehold interests.

Amount recognised in the Consolidated Statement of Profit and Loss for investment properties :

₹ in Lakhs

Description of assets	Year ended March 31, 2025	Year ended March 31, 2024
Direct operating expenses:		
- that generated rental income	321.87	269.31
- that did not generate rental income	25.49	21.98

Notes:

- Investment properties (Cost) include: (i) Jointly owned Residential Premises including land aggregating ₹ 1,551.52 Lakhs (*Previous Year ₹ 1,551.52 Lakhs*); (ii) Shares in Co-operative Housing Societies, Association of apartment owners and in a Company ₹ 0.17 Lakh (*Previous Year ₹ 0.17 Lakh*).
- Investment properties includes the rights in respect of the land and building at Fort, Mumbai with net carrying value of ₹ 154.33 Lakhs (*Previous year ₹ 192.91 Lakhs*) of which ₹ 24.09 Lakhs (*Previous year ₹ 30.11 Lakhs*) has been disclosed under property, plant and equipment (Refer Note 4). The Company has received approval for lease for the period 25th September, 2006 to 24th September, 2036 for 30 years U/s. 92(K) of BMC Act 1888.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

c. Fair value measurement of the Group's investment properties

The fair value of the Group's investment properties as at 31st March, 2025 and 31st March, 2024 have been arrived at on the basis of a valuation carried out as on the respective dates by V.S.Modi, independent valuer not related to the Group. V.S. Modi is registered with the authority which governs the valuers in India, and have appropriate qualifications and recent experience in the valuation of properties in the relevant locations. The fair value was determined based on the market comparable approach that reflects recent transaction prices for similar properties as well as other lettings of similar properties in the neighbourhood. In estimating the fair value of the properties, the highest and best use of the properties is their current use. Thus, the significant unobservable inputs are recent transaction price, taking into account the differences in location, and individual factors, such as frontage and size, between the comparables and the properties. Details of the Group's investment properties and information about the fair value hierarchy as at 31st March, 2025 and 31st March, 2024 are as follows:

₹ in Lakhs

Particulars	Level 3	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Andhra Pradesh - Land	28.51	28.51
Delhi - Building	1,176.68	1,141.70
Gujarat - Land and Building	586.26	592.51
Kerala - Building	233.75	226.25
Maharashtra - Land and Building	64,716.79	64,587.01
West Bengal - Building	847.47	766.86
Office Units located in India- Pune City	213.00	190.00
Karnataka - Building	210.00	190.00
Total	68,012.46	67,722.84

7 Other Intangible assets

₹ in Lakhs

Particulars	Computer Software (Acquired)	Computer Software (Internally Generated)	Total
Cost or Deemed cost			
Balance as at 31st Mar., 2023	411.20	11,428.57	11,839.77
Disposal	(22.67)	-	(22.67)
Less: Asset transferred to discontinued Operations		(11,428.57)	(11,428.57)
Balance as at 31st Mar., 2024	388.53	-	388.53
Acquired on business combination	0.54	-	0.54
Balance as at 31st Mar., 2025	389.07	-	389.07

Accumulated amortisation and Impairment			
Balance as at 31st Mar., 2023	393.33	11,427.10	11,820.43
Amortisation expense	12.43		12.43
Amortisation expense (discontinued Operations)	-	1.47	1.47
Disposal	(22.67)	-	(22.67)
Less: Asset transferred to discontinued Operations	-	(11,428.57)	(11,428.57)
Balance as at 31st Mar., 2024	383.09	-	383.09
Amortisation expense	4.70	-	4.70
Acquired on business combination	0.28	-	0.28
Balance as at 31st Mar., 2025	388.07	-	388.07

Carrying Amount			
Balance as at 31st Mar., 2025	1.00	-	1.00
Balance as at 31st Mar., 2024	5.44	-	5.44

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

8 Non Current Investments

8A. Investments in associates

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024	
	Qty	Amount	Qty	Amount
Unquoted Investments (all fully paid)				
1. Equity shares of ₹ 10 each in Neuvo Consultancy Services Limited	58,849	5.88	58,849	5.88
Post acquisition share in profits		531.23		798.12
		537.11		804.00
TOTAL INVESTMENTS		537.11		804.00

8B. Investments in joint ventures

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024	
	Qty	Amount	Qty	Amount
Unquoted Investments (all fully paid)				
Equity instrument (at cost less impairment)				
1. Equity shares of ₹ 10 each in Forbes Bumi Armada Limited	28,05,000	280.56	28,05,000	280.56
Post acquisition share in profits		1,205.00		1,011.38
		1,485.56		1,291.94
2. Equity Investment in Forbes Macsa Private Limited	10,00,000	100.00	10,00,000	100.00
Preference Shares in Forbes Macsa Private Limited	15,00,000	150.00	15,00,000	150.00
Post acquisition share in (Losses)		(209.82)		(120.91)
Less: Derecognised on conversion to subsidiary (refer note 52.2)		(40.18)		-
		-		129.09
TOTAL INVESTMENTS		1,485.56		1,421.03

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

8C. Other investments

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024	
	Qty	Amount	Qty	Amount
Quoted Investments (all fully paid)				
Equity Instruments (at fair value through OCI)				
Equity shares of ₹ 10 each Forbes Precision Tools and Machine Parts Ltd.	6,65,592	964.78	-	-
Equity shares of ₹ 10 each Eureka Forbes Limited	24,95,970	13,535.65	24,95,970	11,405.33
		14,500.43		11,405.33
Unquoted Investments (all fully paid)				
Equity Instruments (at fair value through Profit or Loss)				
Equity shares of ₹ 10 each in New India Co-operative Bank Limited	5,500	0.05	5,500	0.05
Equity shares of ₹ 500 each in Tuticorin Chamber of Commerce [Provision for impairment in value ₹ 0.05 Lakhs; (Previous Year ₹ 0.05 Lakhs)]	10	-	10	-
Equity Shares of ₹ 10 each in Simar Port Private Limited	1,000	0.10	1,000	0.10
Equity shares of ₹ 10 each in The Svadeshi Mills Company Limited [Provision for impairment in value ₹ 285.26 Lakhs (Previous Year ₹ 285.26 Lakhs)] (refer Note 69)	17,69,430	-	17,69,430	-
Equity Share of SGD 1 each in Forbes Container Lines Pte. Limited [Provision for impairment in value ₹ 271.26 Lakhs (Previous Year ₹ 271.26 Lakhs)] (refer Note 1 below)	8,64,960	-	8,64,960	-
Equity shares of ₹ 25 each in Zoroastrian Co-operative Bank Limited	100	0.03	100	0.03
Equity shares of USD 1 each in Edumetry Inc. USA [Provision for impairment in value ₹ 35.48 Lakhs (Previous Year ₹ 35.48 Lakhs)] (refer Note 2 below)	2,500	-	2,500	-
Equity shares of ₹ 10 each in Forbes Edumetry Ltd (Refer Note 4 below) [Provision for impairment in value ₹ 144.36 Lakhs; (Previous Year ₹ 144.36 Lakhs)]	16,56,000	-	16,56,000	-
Equity component in Financial Guarantee given to Forbes Technosys Limited (Refer Note 5 below)	-	-	-	-
Equity shares of ₹ 10 each in Forbes Technosys Limited (net of impairment) (Refer Note 5 below)	9,48,972	-	-	-
		0.18		0.18
Preference Shares (at fair value through Profit or Loss)				
6% Non-Cumulative Non-Convertible, Redeemable Preference shares of ₹ 10 each in Forbes Technosys Limited (net of impairment) (Refer Note 5 below)	2,60,000	-	-	-
10% Optionally Redeemable compulsory Convertible, Non Cumulative Preference Shares of ₹ 10 each in Forbes Technosys Limited (net of impairment) (Refer Note 5 below)	6,20,000	-	-	-
Equity Instruments (at amortised cost)				
Equity shares of ₹ 10 each in Carmel Properties Private Limited (refer Note 3 below)	1,125	0.03	1,125	0.03
		0.03		0.03
Investment in Debentures (at amortised cost)				
Irredeemable debentures of ₹ 100 each in Carmel Properties Private Limited (refer Note 3 below)	3,089	3.89	3,089	3.89
		3.89		3.89
TOTAL INVESTMENTS		14,504.53		11,409.43

* Amount is below rounding off norm adopted by the Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Note:

- Forbes Container Lines Pte. Limited., Singapore ("FCLPL"), a foreign subsidiary of the Company has been ordered to be wound by the High Court of Republic of Singapore on 19th August, 2016. An official liquidator has been appointed by the court. The Company has made full provision for investments made and loans given to FCLPL. Accordingly, this entity is no longer a related party for the Group and not consolidated in these financial statements.
- Edumetry Inc., USA, a foreign joint venture of the Group has been dissolved vide Certificate of Dissolution dated 28th October, 2015 issued by the State of Delaware. Consequently, the Group does not have any significant influence or control over Edumetry Inc. as on date. Accordingly, this entity is no longer a related party for the Group and not consolidated in these financial statements. The group has made full provision for these investments in earlier years.
- The market value of Carmel Properties, a residential flat at Mumbai, as at 31st March, 2025 is ₹ 1,108.85 Lakhs, (*Previous Year ₹ 1,050.93 Lakhs*) as per valuation report issued by V. S. Modi Associates, Chartered Engineers, Government Approved Valuers, Mumbai.
- Forbes Edumetry Limited, a subsidiary, has initiated voluntary winding up under section 500 and other applicable sections of the Companies Act, 1956. Consequently, the Company does not have any significant influence or control over Forbes Edumetry Limited and therefore it is being reclassified from subsidiary to other investment. Further, Investments made in Forbes Edumetry Limited are fully provided.
- In respect of Forbes Technosys Limited (FTL), the National Company Law Tribunal, Mumbai Bench (NCLT), vide its order dated March 24, 2025, has admitted the petition filed by FTL, under Section 10 of the Insolvency and Bankruptcy Code, 2016 ("IB Code"), read with the Insolvency and Bankruptcy (Application to Adjudication Authority) Rules, 2016. As a result, the Corporate Insolvency Resolution Process (CIRP) has been initiated, the Interim Resolution Professional (IRP) has been appointed with effect from the date of the Order. Consequently, the management and powers of the Board of Directors of FTL are now suspended and will be exercised by the IRP for the duration of the CIRP.

The Group does not have any significant influence or control over Forbes Technosys Limited and therefore it is being reclassified from subsidiary to other investment.

8D. Current Investments

Particulars	As at 31st Mar., 2025		As at 31st Mar., 2024	
	Qty	Amount	Qty	Amount
Unquoted Investments (all fully paid)				
Investments in Mutual Funds at FVTPL				
Units of HDFC Mutual Fund	27,150.725	1,368.39	11,652.515	547.43
Units of ICICI Prudential Mutual Fund	2,09,511.874	796.75	4,10,487.498	1,454.67
Units of SBI Mutual Fund	31,802.725	1,277.11	38,245.198	1,432.54
TOTAL INVESTMENTS		3,442.25		3,434.64

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

8E. Category-wise investments – as per Ind AS 109 classification

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Financial assets carried at fair value through Other Comprehensive Income (FVOCI)		
Equity Instruments	14,500.43	11,405.33
	<u>14,500.43</u>	<u>11,405.33</u>
Financial assets carried at fair value through profit or loss (FVTPL)		
Equity Instruments	0.18	0.18
Mutual Funds	3,442.25	3,434.64
	<u>3,442.43</u>	<u>3,434.82</u>
Financial assets carried at amortised cost		
Debentures	3.89	3.89
Equity Instruments	0.03	0.03
	<u>3.92</u>	<u>3.92</u>
Financial assets carried at cost less impairment		
Equity Instruments	2,022.67	2,225.03
	<u>2,022.67</u>	<u>2,225.03</u>
Total	<u>19,969.45</u>	<u>17,069.10</u>
	-	-
Footnotes:		
Aggregate amount of quoted non-current investments (net of impairment) and market value thereof	14,500.43	11,405.33
Aggregate amount of unquoted non-current investments (net of impairment)	2,026.77	2,229.13
Aggregate amount of unquoted current investments (net of impairment)	3,442.25	3,434.64
Aggregate amount of provision for impairment in value of investments	736.41	736.41

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

9. Loans

(unsecured considered good unless otherwise stated)

9A. Non Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Advances to others		
Unsecured, considered doubtful	14,600.99	14,600.99
Less : Allowance for bad and doubtful advances	14,600.99	14,600.99
	-	-
b) Loans to related parties		
Secured, considered good	665.00	-
	665.00	-
c) Loans to Others		
Unsecured, considered doubtful	34,263.23	34,263.23
Less : Allowance for bad and doubtful advances	34,263.23	34,263.23
	-	-
Total	665.00	-

9B. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Loans to Others		
Unsecured, considered doubtful	7,440.72	375.00
Less : Allowance for bad and doubtful advances	7,440.72	375.00
	-	-
b) Loans to Employees		
Unsecured, Considered good	0.55	1.82
Total	0.55	1.82

9C. Movement in the allowance for bad and doubtful loans

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balance at beginning of the year	49,239.22	4,806.32
Impairment losses/ (reversal) recognised on receivables	2.00	-
Adjustment on loss of control over subsidiary (Refer note 52.1 and 52.3)	7,063.72	43,006.16
Effect for exchange rate difference	-	1,426.74
Balance at end of the year	56,304.94	49,239.22

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Details of loans and advances in the nature of loans granted to promoters, directors, key managerial personnel and related parties (as defined under Companies Act, 2013):

	As at 31st Mar., 2025	As at 31st Mar., 2024
	Amount outstanding	Amount outstanding
a) amounts repayable on demand		
- Other related parties	665.00	-
	665.00	-

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	-	-
Directors	-	-
KMPs	-	-
Related Parties	665.00	100%

10. Other financial assets

10A. Non current

(unsecured considered good unless otherwise stated)

	As at 31st Mar., 2025	₹ in Lakhs As at 31st Mar., 2024
Particulars		
a) Security deposits		
Considered good - Unsecured	364.86	372.39
Credit impaired	5.70	5.70
Less : Loss Allowance	5.70	5.70
	364.86	372.39
b) Balance held with banks as margin money deposits with remaining maturity of more than 12 months	13.15	57.46
c) Balance held as Deposits with banks with remaining maturity period of more than 12 months	7.31	-
d) Accruals:		
Inter Corporate Deposits and Advances (refer note 52.3)	7,978.21	7,978.21
Less : Allowance for doubtful interest	7,978.21	7,978.21
	-	-
Total	385.32	429.85

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

10B. Current

(unsecured considered good unless otherwise stated)

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Interest accrued on deposits with bank/ inter corporate deposits		
Considered good - unsecured	60.07	27.00
Credit impaired	168.65	-
Less: Loss allowance	168.65	-
	60.07	27.00
b) Contractually reimbursable expenses	14.75	538.35
c) Other current receivables		-
Considered good - unsecured	23.13	4.73
Credit impaired	315.85	65.14
Less: Loss allowance	315.85	65.14
	23.13	4.73
Total	97.95	570.08

10C Movement in the allowance for other financial assets

Particular	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balance at beginning of the year	8,049.05	71.29
Adjustment on loss of control over subsidiary (Refer note 52.1 and 52.3)	419.36	7,722.03
Effect for exchange rate difference	-	256.18
Amounts Utilised/ Reversed	-	(0.45)
Balance at end of the year	8,468.41	8,049.05

11. Other assets

11A. Non Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Capital advances	8.45	-
b) Prepaid expenses	32.47	46.53
c) Balances with statutory/ government authorities		
Considered good - unsecured	118.36	92.25
Credit impaired	31.02	31.02
Less: Loss allowance	31.02	31.02
	118.36	92.25
d) Advance wealth tax	49.94	49.94
Total	209.22	188.72

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

11B. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Balances with statutory / government authorities	81.53	56.58
b) Advance to related parties	441.74	-
c) Advances for supply of goods and services		
Considered good - unsecured	60.54	202.79
Credit impaired	7.09	18.16
Less: Loss allowance	7.09	18.16
	60.54	202.79
d) Prepaid expenses	76.71	865.04
e) Provision for Gratuity/Provision for Gratuity Fund with LIC	-	463.59
f) Advance to HDFC Life - Leave Encashment	32.47	345.42
g) Others	-	0.33
Total	692.99	1,933.75

12. Inventories

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Inventories (lower of cost and net realisable value)		
a) Raw materials, Packing materials and Components [In transit ₹ 53.08 Lakhs; (Previous year ₹ 118.50 Lakhs)]	310.07	349.13
b) Work-in-progress	0.01	0.01
c) Finished goods [includes in transit Nil (Previous Year Nil)]	173.65	116.78
d) Real estate development work-in-progress (Refer Note 49)	971.77	11,678.46
Total	1,455.50	12,144.38

The cost of inventories recognized as an expense/(Gain) includes ₹ Nil; (Previous year ₹ Nil).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

13. Trade receivables

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Trade receivables		
a) Considered good - Secured	17.03	25.95
b) Considered good - Unsecured	818.67	650.57
c) Credit impaired	3,894.87	3,811.03
Less : Allowance for doubtful debts (expected credit loss allowances)	3,894.87	3,811.03
	-	-
Total	835.70	676.52

There are no balances having significant increase in credit risk.

₹ in Lakhs		
i)	Debts due by private companies in which a director is a director / member (₹ in Lakhs) (refer Note 53)	3.19
	Less : Allowance for doubtful debts (expected credit loss allowance)	-
	Net Debts	3.19

- ii) The Group applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of lifetime expected loss provision for all trade receivables. The Group has computed expected credit losses based on provision matrix which uses historical credit loss experience of the Group. Forward looking information has been incorporated into the determination of expected credit losses.

The Group has written off / provided for receivable where non-recoverability is established. Group believes that the unimpaired amounts that are past due are still collectible in full, based on historical payment behaviour.

iii) Movement in expected credit allowance

	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balance at beginning of the year	3,811.03	476.61
Impairment losses recognised on receivables net of utilisation	5.64	119.13
Impairment losses recognised on composite scheme arrangement	-	5.02
Amounts written off during the year as uncollectible	(21.42)	-
Impact of foreign currency translations	-	(13.57)
Adjustment on loss of control over subsidiary	99.62	3,223.84
Balance at end of the year	3,894.87	3,811.03

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

13. Trade receivables

Ageing of Gross Trade Receivables as on 31st March, 2025

₹ in Lakhs

	Unbilled	Not due	Outstanding for the following periods from the due date					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables								
Considered good		320.28	224.43	134.25	9.76	-	146.98	835.70
which have significant increase in credit risk								-
credit impaired			1.25	134.35	3,271.95	2.80	484.52	3,894.87
Disputed trade receivables								
Considered good								-
which have significant increase in credit risk								-
credit impaired								-
Total	-	320.28	225.68	268.60	3,281.71	2.80	631.50	4,730.57
Less: Allowance for losses	-	-	-	-	-	-	-	3,894.87
Total	-	320.28	225.68	268.60	3,281.71	2.80	631.50	835.70

Ageing of Gross Trade Receivables as on 31st March, 2024

₹ in Lakhs

	Unbilled	Not due	Outstanding for the following periods from the due date					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade receivables								
Considered good	-	309.21	63.53	21.25	250.15	117.50	223.11	984.75
which have significant increase in credit risk								-
credit impaired		-	187.09	10.15	3,266.86	40.00	346.75	3,850.85
Disputed trade receivables								
Considered good								-
which have significant increase in credit risk								-
credit impaired		-	-	-	-	0.18	-	0.18
Total	-	309.21	250.62	31.40	3,517.01	157.68	569.86	4,835.78
Less: Allowance for losses	-	-	-	-	-	-	-	3,851.03
Total	-	309.21	250.62	31.40	3,517.01	157.68	569.86	984.75

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

14.

14A. Cash and cash equivalents

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balances with Banks		
a) In current accounts	642.27	704.19
b) In EEFC Account	0.39	86.44
[USD Nil ; (Previous year 1.04 Lakhs) and EUR Nil; (Previous year EUR Nil)]		-
c) Deposits accounts (with original maturity upto 3 months)	800.36	1,159.88
	<u>1,443.02</u>	<u>1,950.51</u>
Cash on hand	-	-
Total	<u>1,443.02</u>	<u>1,950.51</u>

14B. Bank balances

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) In deposit accounts with more than 3 months but less than 12 months	618.11	1,367.69
b) Balances held as margin money / under lien with remaining maturity of less than 12 months	656.46	22.17
c) Earmarked balance with the banks:		
- Unpaid dividends	57.42	63.88
Total	<u>1,331.99</u>	<u>1,453.74</u>

15A Asset classified as held for sale

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Freehold Land and building	-	3.85
Total	<u>-</u>	<u>3.85</u>

15B Assets pertaining to discontinued operations

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Property, Plant and Equipment	-	5.70
Trade receivables	-	308.23
Other financial assets	-	208.13
Income tax assets (net)	-	20.34
Inventories	-	1.38
Cash and cash equivalents	-	19.01
Bank balances other than Cash and cash equivalents	-	23.72
Other assets	-	199.55
Total	<u>-</u>	<u>786.06</u>

Refer Note 52.1

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

15C Liabilities pertaining to discontinued operations

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Borrowings	-	406.49
Trade payables	-	1,693.40
Provisions	-	13.90
Other financial liabilities	-	1,727.20
Other liabilities	-	97.65
Total	-	3,938.64

Refer Note 52.1

16. Equity Share Capital

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Authorised Share capital :		
4,30,50,000 fully paid equity shares of ₹ 10 each	4,305.00	4,305.00
(Previous year 4,30,50,000 fully paid equity shares of ₹ 10 each)		
Issued, subscribed and paid-up share capital:		
1,28,98,616 fully paid equity shares of ₹ 10 each	1,289.86	1,289.86
(Previous year 1,28,98,616 fully paid equity shares of ₹ 10 each)	1,289.86	1,289.86

16.1 Fully paid equity shares

	Number of shares	₹ in Lakhs
Balance as at the year end	1,28,98,616	1,289.86

Rights, preferences and restrictions attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

16.2 Details of shares held by the holding company, its subsidiaries and associates

Particulars	Fully paid ordinary shares	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Balance at the beginning of the period :		
Shapoorji Pallonji and Company Private Limited, the holding company	93,59,293	93,59,293
Total	93,59,293	93,59,293

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

16.3 Details of shares held by each shareholder holding more than 5% shares

Particulars	As at 31st Mar., 2025	
	Number of shares held	% holding in the class of shares
Fully paid equity shares		
Shapoorji Pallonji and Company Private Limited	93,59,293	72.56%
Total	93,59,293	72.56%

Particulars	As at 31st Mar., 2024	
	Number of shares held	% holding in the class of shares
Fully paid equity shares		
Shapoorji Pallonji and Company Private Limited	93,59,293	72.56%
India Discovery Fund Limited	11,48,255	8.90%
Total	1,05,07,548	81.46%

16.4 The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

16.5 Details of shareholding of promoters

Name of the promoter	As at 31st Mar., 2025	
	Number of shares held	% holding in the class of shares
Fully paid equity shares		
Shapoorji Pallonji and Company Private Limited	93,59,293	72.56%
Total	93,59,293	72.56%

Name of the promoter	As at 31st Mar., 2024	
	Number of shares held	% holding in the class of shares
Fully paid equity shares		
Shapoorji Pallonji and Company Private Limited	93,59,293	72.56%
Total	93,59,293	72.56%

There is no change in shareholding pattern of the promoters

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

17. Other equity

₹ in Lakhs

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Capital reserve		
Balance at beginning of the year	386.13	386.13
Balance as at the year end	386.13	386.13
b) Capital contribution reserve		
Balance at beginning of year	-	493.54
Less: Adjustment on loss of control over subsidiary (Refer Note 52.3)	-	(493.54)
Balance at end of the year	-	-
c) Securities premium reserve		
Balance at beginning of year	161.76	161.76
Balance at end of the year	161.76	161.76
d) General reserve		
Balance as at the year end	37,034.07	42,849.28
Less: Impact of demerger (Refer Note 51)	-	(5,815.21)
Balance at end of the year	37,034.07	37,034.07
e) Foreign currency translation reserve		
Balance at beginning of year	(54.71)	(2,647.31)
Exchange differences in translating the financial statements of foreign operations	(1.11)	2,592.60
Balance as at the year end	(55.82)	(54.71)
f) Capital reserve for business combinations		
Balance at beginning of year	1,221.20	1,221.20
Add: Recognised during the year on acquisition of subsidiary (refer note 52.2)	40.18	-
Balance at end of the year	1,261.38	1,221.20
g) Capital reserve on Merger*		
Balance at end of the year	-	-
h) Capital redemption reserve		
Balance at beginning of year	25.00	25.00
Balance as at the year end	25.00	25.00
i) Reserve for equity instruments through other comprehensive income		
Balance at beginning of year	11,927.72	11,194.03
Fair value gain on investments in equity instruments at FVOCI (net of tax)	1,819.04	728.02
Less: Impact of demerger (Refer Note 51)	-	5.67
Balance as at the year end	13,746.76	11,927.72

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ in Lakhs

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
j) Retained earnings		
Balance at beginning of year	(44,114.48)	(38,643.46)
Profit/(Loss) attributable to owners of the Company	12,275.71	(445.76)
Other comprehensive income (net of tax)	(29.71)	(60.72)
Less: Impact of demerger (Refer Note 51)	-	(4,964.54)
Balance at end of the year	(31,868.48)	(44,114.48)
k) Equity component of preference shares		
Balance at beginning of year	8.94	8.94
Less: Adjustment on loss of control over subsidiary (Refer note 52.1)	(8.94)	-
Balance at end of the year	-	8.94
l) Treasury shares		
Balance as at the year end (1,66,398 equity shares of Forbes & Company Limited held by a subsidiary)	(32.55)	(32.55)
Total	20,658.25	6,563.08

* Amount is below the rounding off norm adopted by Group.

Description of nature and purpose of reserves

(i) Capital reserve

The Group recognises profit or loss on purchase, sale, issue or cancellation of Group's own equity instruments to capital reserve. Grants received from the Government in the nature of promoter's contribution towards fixed capital investment are recognised as capital reserve and treated as part of total equity.

(ii) Capital contribution reserve

Capital contribution reserve represents the difference of value on account of foreign currency conversion on account of capital contribution as per local laws of foreign entity and treated as part of total equity.

(iii) Securities premium reserve

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.

(iv) Capital Reserve on account of merger

Capital Reserve on account of merger represents the difference between the share capital of transferee company and the recorded investment of transferee company as on appointed date and shown separately under the Statement of changes in equity.

(v) General reserve

The Group created a General Reserve in earlier years pursuant to the provision of the Companies Act wherein certain percentage of profits were required to be transferred to General Reserve before declaring dividend. As per Companies Act, 2013 the requirement to transfer profits to General Reserve is not mandatory. General Reserve is a free reserve available to the Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

(vi) Foreign currency translation reserve

Exchange differences relating to the translation of the results and net assets of Group's foreign operations from their functional currencies to the Group's presentation currency (i.e. ₹) are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve. Gain and losses on derivatives that are designated as hedging instruments for hedges of net investments in foreign operations are included in the foreign currency translation reserve. Exchange differences previously accumulated in the foreign currency translation reserve (in respect of translating both the net assets of foreign operations and hedges of foreign operations) are reclassified to profit or loss on the disposal of foreign operations.

(vii) Capital reserve for business combinations

The holding company's interest in the pre acquisition reserves and profits (or losses) is adjusted against cost of control to arrive at goodwill or capital reserve on consolidation.

(viii) Capital redemption reserve

As per the provisions of Companies Act, Capital redemption reserve is created out of the free reserve for the amount equivalent to the paid up capital of shares bought back by the Group and for redemption of preference share capital.

(ix) Reserve for equity instruments through other comprehensive income

Reserve for equity instruments through other comprehensive income represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets have been disposed of.

(x) Equity component of preference shares

The reserve represents the Equity component of preference share issued by the Group, being the difference between the fair value of the financial instrument and its carrying value, adjusted for amortisation of interest cost upto the date of transition.

18. Other financial liabilities

18A. Non Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Security deposits	365.56	398.22
Total	365.56	398.22

18B. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Unpaid dividends	57.42	63.88
b) Others :-		
- Security deposits/ Trade deposits	245.32	196.22
- Deposits and other charges payable to society	769.16	704.39
- Payable due to Scheme of Arrangement (Refer note 51)	-	881.93
- Other liabilities	21.49	395.60
	1,035.97	2,178.14
Total	1,093.39	2,242.02

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

19. Provisions

19A. Non current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Employee benefits		
Compensated absences	3.45	-
Gratuity (Refer note 41)	24.03	-
Other post retirement benefits (Refer note 41)	158.96	167.07
	186.44	167.07
b) Other provisions		
Other provisions (Refer note 39)	637.29	637.29
	637.29	637.29
Total	823.73	804.36

Note: Other provisions comprises provision for contingencies and other provisions which represents the present value of the Group's best estimate of the future outflow of economic benefits that will be required for certain indirect tax and legal matters. The outflow would depend on settlement / conclusion of respective matters / cessation of expected events with respective authorities. The movement of provision for contingencies is depicted under Note 39.

19B. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Employee benefits		
Compensated absences	0.92	-
Gratuity (Refer note 41)	23.37	0.11
Other post retirement benefits (Refer note 41)	31.37	31.37
	55.66	31.48
Total	55.66	31.48

20. Deferred tax

20A. Deferred tax assets

The following is the analysis of deferred tax assets presented in the balance sheet:

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Deferred tax assets (refer Note 40)	331.24	1,465.96
Total	331.24	1,465.96

20B. Deferred tax liabilities

The following is the analysis of deferred tax (liabilities) presented in the balance sheet:

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Deferred tax liabilities (refer Note 40)	(1,083.46)	(0.01)
Total	(1,083.46)	(0.01)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

21. Other liabilities

21. Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
a) Advances from customers [includes ₹ 1,166.97 Lakhs (Previous Year ₹ 15,899.32 Lakhs) towards installments received from customers towards real estate development projects in progress] (Refer Note 49)	1,705.60	16,477.44
b) Statutory remittances	53.36	143.75
c) Others		-
- Payable to employees	365.73	495.76
- Other payables	31.54	31.60
Total	2,156.23	17,148.55

22. Current Borrowings

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
A - Secured - at amortised cost		
a) Overdraft facility from Axis Bank - Secured by term deposit of ₹ 6.03 Lakhs.	3.69	-
Total	3.69	-

23. Trade payables

23 Current

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Trade payables		
- Others	2,311.43	2,813.53
- Micro and small enterprises	125.28	139.89
Total	2,436.71	2,953.42

The information as required under Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Group and relied upon by Auditors, is as follows:-

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Principal amount and the interest due thereon remaining unpaid to any supplier as at the end of year	125.28	139.89
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act.	0.44	4.74
Interest accrued and remaining unpaid at the end of year	5.18	4.74
Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act	5.18	-

The figure of MSME creditors is updated based on the information available to the Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Ageing of Trade Payables for the year ended 31st March, 2025

₹ in Lakhs

	Unbilled	Not due	Outstanding for the following periods from the due date				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables							
Micro enterprises and small enterprises	-	125.28	-	-	-	-	125.28
Others	6.81	1,830.96	103.55	121.44	183.62	65.05	2,311.43
Disputed trade payables							
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	6.81	1,956.24	103.55	121.44	183.62	65.05	2,436.71

Ageing of Trade Payables for the year ended 31st March, 2024

₹ in Lakhs

	Unbilled	Not due	Outstanding for the following periods from the due date				Total
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed trade payables							
Micro enterprises and small enterprises	-	139.89	-	-	-	-	139.89
Others	-	1,982.64	511.45	242.70	2.75	73.99	2,813.53
Disputed trade payables							
Micro enterprises and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
Total	-	2,122.53	511.45	242.70	2.75	73.99	2,953.42

24. Current tax assets and liabilities

₹ in Lakhs

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Income tax assets (net)		
Tax refund receivable	310.62	654.01
	310.62	654.01
Current tax liabilities (net)		
Income tax payable	1.38	16.81
	1.38	16.81
Net Asset	309.24	637.20

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

25. Revenue from operations

The following is an analysis of the Group's revenue for the year

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
a) Income from real estate contracts (refer Note 49)	14,463.93	7,542.21
b) Sale of products	3,039.36	3,037.65
c) Sale of services		
i) Annual Maintenance and support service charges	85.45	70.17
	85.45	70.17
d) Other operating revenues		
i) Rent and amenities	2,273.45	1,814.32
ii) Others (mainly includes scrap sales, interest on installments and income from renting of products)	60.64	15.30
	2,334.09	1,829.62
Total	19,922.83	12,479.65

26. Other income

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
a) Interest Income		
Interest income earned on financial assets that are not designated as at fair value through profit or loss:		
(i) Bank deposits	161.89	207.75
(ii) Interest income from financial assets and others at amortised cost	24.11	1.85
(iii) Customers and others	0.03	0.41
	186.03	210.01
b) Other Non-Operating Income		
(i) Credit balances / excess provision written back	127.87	3.67
(ii) Interest on Income Tax	24.32	15.90
(iii) Miscellaneous income	109.97	34.62
	262.16	54.19
c) Other gains and losses		
(i) Gain on disposal of property, plant and equipment	953.52	1,805.04
(ii) Gain on disposal of current investments	202.97	48.20
(iii) Net foreign exchange gains	-	15.10
(iv) Net gain arising on financial assets mandatorily measured at FVTPL	29.65	167.81
	1,186.14	2,036.15
Total	1,634.33	2,300.35

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

27. Real estate development costs

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Real estate development costs		
i) Material and contractual payments	1,345.34	3,415.52
ii) Fees for technical services / design and drawings	10.17	20.68
iii) Project management consultancy fees	35.55	55.46
iv) Fees-filing with statutory authorities	8.48	24.00
v) Operation and maintenance expenses	108.77	35.72
Total	1,508.31	3,551.38

28. A. Cost of materials consumed (raw and packing materials)

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Opening Stock of raw materials including packing materials	349.13	248.81
Purchases	1,742.88	2,056.71
	2,092.01	2,305.52
Less: Closing stock of raw materials including packing materials	310.07	349.13
	1,781.94	1,956.39
	1,781.94	1,956.39

Consumption is arrived at on the basis of opening stock plus purchases less closing stock and includes the adjustments of excess and shortage as ascertained on physical count. The adjustments for physical verification of inventory as compared to book records were not material.

B.

a) Inventories at the end of the year:

i) Finished goods	173.65	116.78
ii) Work-in-progress	0.01	0.01
iii) Stock-in-trade	-	-
iv) Real estate development work-in-progress	971.77	11,678.46
	1,145.43	11,795.25

b) Inventories at the beginning of the year:

i) Finished goods	116.78	73.73
ii) Work-in-progress	0.01	0.01
iii) Stock-in-trade	-	9.01
iv) Real estate development work-in-progress	11,678.46	14,605.56
	11,795.25	14,688.31

c) Inventories acquired on acquisition of subsidiary (Refer note 52.2)

58.84	-
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Net increase (b-a+c)

10,708.66	2,893.06
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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

29. Employee benefits expense

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
i) Salaries and wages	1,318.56	1,367.56
ii) Contribution to provident and other funds	49.87	33.32
iii) Staff welfare expenses	57.70	36.86
Total	1,426.13	1,437.74

30. Finance costs

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
(a) Interest Cost		
(i) Interest on borrowings	1.34	-
(ii) Interest expense on lease liabilities	47.81	48.53
(iii) Interest Expense on delayed payment of taxes	2.32	0.18
(iv) Other interest expense	1.30	59.93
Total	52.77	108.64

31. Depreciation, amortisation and impairment expense

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
i) Depreciation of property, plant and equipment (Refer note 4)	51.89	50.53
ii) Depreciation of Right of use assets (Refer note 5)	36.96	36.39
iii) Depreciation of investment properties (Refer note 6)	64.45	62.45
iv) Amortisation of intangible assets (Refer note 7)	4.70	12.43
Total	158.00	161.80

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

32. Other expenses

	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Particulars		
Consumption of stores and spare parts	54.62	53.85
Processing charges (including contract labour charges)	0.09	0.05
Power and fuel	62.70	38.01
Rent and hire charges	58.90	2.71
Repairs to :		
a) Buildings	248.66	230.83
b) Plant and machinery	4.88	3.33
c) Others	60.96	20.01
	314.50	254.17
Insurance	7.28	6.84
Rates and taxes	317.65	144.15
Selling expenses, sales promotion, commission and brokerage	18.40	53.75
Printing and stationery	16.49	18.71
Communication	4.62	4.60
Advertisement	27.59	25.63
Legal and professional charges	252.77	359.50
Travelling and conveyance	132.41	100.02
Trade receivables / advances written off	18.06	2.18
Less: Provision held	6.65	0.50
	11.41	1.68
Provision for doubtful trade receivables, loans and advances (net)	5.64	10.78
Service Charges	19.52	17.92
Freight and outward charges	15.19	19.49
Corporate social responsibility expenditure (Refer Note 32.1)	24.05	52.54
Net foreign exchange loss	15.44	-
Directors sitting Fees and commission	35.00	272.00
Security expenses	92.54	73.73
Other miscellaneous expenses	204.20	183.65
Auditor remuneration		
i) For audit services	18.97	27.22
ii) For limited review	12.00	9.00
iii) For other services	1.14	1.70
iv) For reimbursement of expenses	2.56	2.67
	34.67	40.59
Total	1,725.68	1,734.37

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

32.1 Details of Corporate social responsibility expenditure:

As per Section 135 of the Act, a Company meeting the applicability threshold, needs to spend atleast 2% of its average net profit for the immediately preceding three financial years on CSR activities. CSR committee has been formed as per the Act

₹ in Lakhs

	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Amount required to be spent as per section 135 of the Act.	24.05	43.19
Amount spent/commitments during the year:		
i) Construction/acquisition of an asset	-	1.82
ii) Purpose other than (i) above	-	-
	-	1.82
Agreements entered for construction / acquisition of assets	-	-
Contribution for activities promoting educational facilities	-	18.71
Accrual towards unspent obligations in relation to ongoing projects	24.05	41.37

Year	Balance as at 1st April		Amount required to be spent during the year	Amount spent during the year		Balance as at 31st March	
	With the Company	In Separate CSR unspent Amount		From the Company's Bank Account	From Separate CSR unspent Amount	With the Company	In Separate CSR unspent Amount
2025	41.37	-	24.05	-	-	* 65.42	-
2024	9.34	-	43.19	1.82	9.34	41.37	-

* ₹ 41.37 Lakhs has been transferred to a separate CSR unspent account on 26th April, 2024 & ₹ 24.05 Lakhs on 4th April, 2025.

Company has made CSR Expenses provision towards unspent obligations in relation to ongoing projects ₹ 24.05 Lakhs (*Previous year ₹ 41.37 Lakhs*), which is planned to spend in next financial year.

33. Exceptional items

₹ in Lakhs

Particulars	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
a) Expected inflow/ (outflow) for disputed matter (Refer note 55C)	-	(559.06)
b) Previous year provision reversed (Refer note 55A and 55B)	-	133.44
c) Loss on cessation of Joint Venture (Refer note 55D)	-	0.05
d) Provision for doubtful loans (Refer note 55E)	(2.00)	-
	-	-
Total	(2.00)	(425.57)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

34. Income taxes

34.1 Income tax recognised in Statement of Profit and Loss

Particulars	₹ in Lakhs	
	Year ended 31st Mar., 2025	Year ended 31st Mar., 2024
Tax Expense - Continued Operations		
In respect of the current year	178.46	23.27
In respect of prior years	5.40	16.36
Current Tax Expense	183.86	39.63
Deferred tax	946.77	200.36
Total (A)	1,130.63	239.99
Tax Expense - Discontinued Operations		
Current tax	-	-
Deferred tax	-	133.93
Total (B)	-	133.93
Total income tax expense recognised in the current year (A+B)	1,130.63	373.92

The income tax expense for the year can be reconciled to the accounting profit as follows:

Profit/ (Loss) before tax from continuing operations	4,021.39	2,137.97
Profit/ (Loss) before tax from discontinued operations	9,384.95	(2,209.81)
Profit/ (Loss) before tax for the year	13,406.34	(71.84)
Income tax expense calculated at corporate tax rate at 25.17 % (Previous Year: 25.17 %)	3,374.11	(18.07)
Effect of recognition of tax effect of previously unrecognised tax losses	-	(74.26)
Effect of amounts that are not deductible (taxable) in determining taxable profit	6.95	28.09
Effect of tax incentives and concessions	(146.12)	(125.76)
Tax not payable for loss making subsidiaries	41.19	699.62
Effect of different tax rates in companies	0.17	0.73
Effects of entities consolidated using equity method	43.36	53.43
Adjustments in respect of current income tax of previous year	5.40	21.30
Impact of Long Term Capital Gain	-	(204.26)
Effect of Changes in brought forward losses and unabsorbed depreciation	22.30	-
Derecognition of the previously recognised DTA	187.92	-
Effect of tax on Gain on Loss of Control over FTL	(2,400.89)	-
Effects of Ind AS adjustments	-	(5.43)
Others	(3.76)	(1.47)
Income tax expense recognised in Statement of Profit and Loss	1,130.63	373.92

34.2 Income tax recognised in other comprehensive income

Arising on income and expenses recognised in other comprehensive income:

Re-measurement of defined benefit plans	-	-
Equity instruments through other comprehensive income	(1,276.05)	(27.01)
Total income tax expense recognised in other comprehensive income	(1,276.05)	(27.01)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

35. Earnings per share

The earnings and weighted average number of equity shares used in the calculation of earnings per share are as follows.

Particulars	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Profit/(Loss) for the year from continuing operations (A) (₹ in Lakhs)	2,890.76	1,938.04
Weighted average number of equity shares (Net of 1,66,398 equity shares held by a subsidiary) (Quantity in Lakhs) (B)	127.32	127.32
Basic/ Diluted Earnings/ (Loss) per share (A/B) (₹)	22.70	15.22
Profit/(Loss) for the year from discontinued operations (A) (₹ in Lakhs)	9,384.95	(2,383.80)
Weighted average number of equity shares (Net of 1,66,398 equity shares held by a subsidiary) (Quantity in Lakhs) (B)	127.32	127.32
Basic/ Diluted Earnings/ (Loss) per share (A/B) (₹)	73.71	(18.72)
Profit/(Loss) for the year attributable to owners of the Group (A) (₹ in Lakhs)	12,275.71	(445.76)
Weighted average number of equity shares (Net of 1,66,398 equity shares held by a subsidiary) (Quantity in Lakhs) (B)	127.32	127.32
Basic/ Diluted earnings/ (Loss) per share attributable to owners of the Group (A/B) (₹)	96.42	(3.50)

36. Leases

(a) Operating lease

The Group as lessor

The Group has entered into operating lease arrangements, consisting of surplus space in buildings to others. The normal tenure of the arrangement is upto five years. The group has also deployed certain Data processing equipments (Queue Management Kiosks (QMS), Pass Book Kiosks (PBK) and (TS Scanners) at various sites under cancellable operating lease. The rental income from the assets given on lease of ₹ 2,273.45 Lakhs) (Previous Year ₹ 1,814.32 Lakhs) has been disclosed as "Rent and amenities" under Revenue from operations in Note 25 to the Statement of Profit and Loss.

Non-cancellable operating lease receivables

Period	As at 31st Mar., 2025 ₹ in Lakhs	As at 31st Mar., 2024 ₹ in Lakhs
Not later than 1 year	589.60	646.73
1 - 2 years	378.42	512.61
2 to 3 years	10.42	407.74
3 to 4 years	-	43.76
TOTAL	978.44	1,610.84

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

37 Contingent liabilities:

	As at 31st Mar., 2025	₹ in Lakhs As at 31st Mar., 2024
(a) Claims against the Group not acknowledged as debts		
1 Taxes in dispute:-		
(i) Excise demand	1.63	1.63
(ii) Sales tax and Goods and Service Tax	613.50	613.50
(iii) Income-tax *	3,821.49	4,650.59
(iv) Service-tax	2,691.65	3,424.49
(v) Customs duty	22.96	87.84
(vi) GST demand	187.17	402.01
(viii) Property tax demand	475.29	475.29
2 Customer claims	2,785.59	2,785.59
3 Other legal matters **	90.00	700.10

* In calculating the tax expense for the current year, certain subsidiaries in the Group have considered taxability of certain income and allowability of certain expenditure for tax purpose based on the orders/judgments passed in further appeals in its own assessment of earlier years. Based on the same, no additional provision is envisaged necessary as on 31st March 2025 in respect of earlier years and current year.

** During the previous year, the Forbes Technosys Limited, a subsidiary of the Group, has received a demand notice from one of its creditors for ₹ 492.51 lakhs (including interest for delayed payments) under the Insolvency and Bankruptcy Code, 2016 against which the subsidiary has accounted a liability of ₹ 339.01 lakhs (including interest provision for delayed payments). The balance claim of the party has been disputed by the subsidiary which has been included under the contingent liability as at 31st March, 2024.

(b) Share in contingent liability and commitments of Joint Ventures and associates:

- The Contingent Liabilities as on 31st March, 2025 is ₹ 33.65 Lakhs (*Previous Year ₹ 33.65 Lakhs*).
- Corporate Guarantees issued as on 31st March, 2025 is Nil (*Previous Year ₹ 2,866.5 Lakhs*).
- Nuevo Consultancy Services Private Limited, an associate of the Group, has granted security by way of hypothecation of development management fee accruing to the associate in favour of Debenture Trustee towards NCD issued to Grand View Estates Private Limited of Rs 38,000 lakhs and Relationship Properties Private limited of Rs 25,000 Lakhs.

Notes:

- In respect of items mentioned above, till the matters are finally decided, the timing of outflow of economic benefits cannot be ascertained.

38 Other Commitments

- Estimated amount of contracts remaining to be executed on capital account and not provided for Nil (*Previous Year ₹ Nil Lakhs*) (net of advances).
- The group has issued performance guarantee of Nil (*Previous Year Nil*).
- The group has outstanding bank guarantees of ₹ 316.15 Lakhs (*Previous Year ₹ 236.87 Lakhs*).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

39 Details of Provisions

The Group has made provisions for various contractual obligations and disputed liabilities based on its assessment of the amount it estimates to incur to meet such obligations, details of which are given below:

Particulars	₹ in Lakhs				
	<i>As at 31st Mar., 2024</i>	Additions	Provision used	Provision reversed	As at 31st Mar., 2025
Other Provision (refer Note 1 below)	637.29	-		-	637.29
	569.78	67.51	-	-	637.29

Note:

- Other provisions include provision for contingencies as disclosed above which represent the Group's best estimate of the future outflow of economic benefits that will be required for certain indirect tax and legal matters. The outflow would depend on settlement / conclusion of respective matters / cessation of expected events with respective authorities.

Figures in italics relate to the previous year.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

40A. Deferred tax Assets

The following is the movement of deferred tax assets presented in the Balance Sheet:

Current Year (2024-25)

₹ in Lakhs

Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	On account of business combination (Refer note 52.2)	Closing balance
Deferred tax (liabilities)/assets in relation to:					
a) Property, plant and equipment	(235.43)	(216.56)	-	(0.15)	(452.14)
b) Right of Use Assets	(115.32)	9.04	-	(6.82)	(113.10)
c) Lease Liability	126.46	(1.57)	-	6.78	131.67
d) Allowances for doubtful debts and advances	196.29	(3.74)	-	-	192.55
e) Defined benefit obligation	2.64	(1.12)	9.98	-	11.50
f) Provisions and liabilities to be allowed on payment basis	166.67	0.91	-	(0.10)	167.48
g) Tax losses	574.05	(258.54)	-	4.94	320.45
h) Long Term Capital Loss	330.26	(20.75)	(202.58)	-	106.93
i) Profits from Real Estate Business	420.34	(454.44)	-	-	(34.10)
Total	1,465.96	(946.77)	(192.60)	4.65	331.24

Previous Year (2023-24)

₹ in Lakhs

Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	On account of business combination (Refer note 52.2)	Closing balance
Deferred tax (liabilities)/assets in relation to:					
a) Property, plant and equipment	(251.43)	16.00	-		(235.43)
b) Right of Use Assets	(124.36)	9.04	-		(115.32)
c) Lease Liability	127.87	(1.41)	-		126.46
d) Allowances for doubtful debts and advances	199.35	(3.06)	-		196.29
e) Defined benefit obligation	2.64	(15.27)	15.27		2.64
f) Provisions and liabilities to be allowed on payment basis	27.27	139.40	-		166.67
g) Tax losses	8.62	565.43	-		574.05
h) Long Term Capital Loss	614.87	(242.33)	(42.28)		330.26
i) Profits from Real Estate Business	1,088.50	(668.16)	-		420.34
Total	1,693.33	(200.36)	(27.01)	-	1,465.96

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

40B. Deferred tax Liabilities

The following is the movement of deferred tax liabilities presented in the Balance Sheet:

Current Year (2024-25)

₹ in Lakhs					
Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	On account of business combination (Refer note 52.2)	Closing balance
Deferred tax liabilities in relation to:					
a) Property, plant and equipment	(0.01)	-	-	-	(0.01)
b) Net fair value gain on investment in Equity shares at FVTOCI			(1,083.45)	-	(1,083.45)
Total	(0.01)	-	(1,083.45)		(1,083.46)

Previous Year (2023-24)

₹ in Lakhs					
Particulars	Opening balance	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	On account of business combination (Refer note 52.2)	Closing balance
Deferred tax liabilities in relation to:					
a) Property, plant and equipment	(0.01)	-	-	-	(0.01)
Total	(0.01)	-	-		(0.01)

40C. Unrecognised deductible temporary differences, unused tax losses and unused tax credits

- In respect of EFL Mauritius Limited, as at 31st March 2025, the Company had accumulated tax losses amounting to ₹ 66.83 Lakhs (*Previous Year ₹ 72.49 Lakhs*) and is therefore not liable to income tax. The accumulated tax losses are available for net off against taxable income arising in the forthcoming five years only.
- In respect of Forbes Technosys Limited, as at 31st March 2024 the entity has unabsorbed depreciation amounting to ₹ 9,148.50 Lakhs and has accumulated tax losses amounting to ₹ 14,520.84 Lakhs is therefore not liable to income tax.
In respect of Forbes Technosys Limited (FTL), the entity has restricted the recognition of deferred tax assets on account of unabsorbed depreciation and brought forward business loss and certain other assets to set off the deferred tax liabilities on account of temporary difference arising on property, plant and equipment and intangible assets. FTL did not have any deferred tax liability as on March 31, 2024, accordingly, FTL has not recognised any deferred tax assets. Unabsorbed depreciation and forward business losses on which deferred tax assets has not been recognised (in the absence of virtual certainty of taxable income) were ₹ 23,669.33 Lakhs as on March 31, 2024.
- In respect of Forbes Campbell Finance Limited, the entity has unabsorbed depreciation amounting to ₹ Nil Lakhs (*Previous year ₹ Nil Lakhs*) and has accumulated tax losses amounting to ₹ 1,311.82 Lakhs (*Previous year ₹ 1,319.58 Lakhs*). The tax loss amounting to ₹ 96.21 lakhs will expire in AY 2029-30 and tax loss amounting to ₹ 1,215.61 lakhs will expire in AY 2030-31.
- In respect of Volkart Fleming Shipping & Services Limited, the entity has tax losses amounting to ₹ 237.73 Lakhs (*Previous year ₹ 237.73 Lakhs*). The tax loss will expire in AY 2030-31.

41D. Certain subsidiaries, associates and joint ventures of the group (excluding those covered under discontinued operations) have undistributed earnings as at 31st March, 2025 of ₹ 2,119.01 Lakhs (*Previous Year ₹ 2,028.55 Lakhs*) which, if paid out as dividends or Group's interests in them if sold outright, would be subject to tax in the hands of the recipient. An assessable temporary difference exists, but no deferred tax liability has been recognised as the Company is able to control the timing of distributions from these subsidiaries, associates and joint ventures. These entities are not expected to distribute dividends out of their reserves in the foreseeable future. Certain subsidiaries, joint ventures and associates of the group are currently in accumulated deficit, the set-off of those temporary differences is not available against temporary differences of other entities in the group. Also, certain entities who have suffered losses during the year ended 31st March 2025 which would have restrictions for dividend distribution have been excluded from the aforesaid undistributed earnings calculation.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued**41. Employee Benefits :****Brief description of the Plans:**

The Group has various schemes for long term employees benefits such as Provident Fund, Gratuity, Superannuation, Employees State Insurance Fund (ESIC) and Employees' Pension Scheme, Compensated absences and Post Retirement Medical and Non Compete fees. The Group's defined contribution plans are Superannuation, Employees State Insurance Fund and Employees' Pension Scheme (under the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952). The Group has no further obligation beyond making the contributions to such plans. The Groups's defined benefit plans include Provident Fund, Gratuity, Post Retirement Medical and Non Compete fees.

Gratuity

The Group provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The gratuity liability is funded and in some cases, it is unfunded. The Group's liability is determined on the basis of an actuarial valuation. Remeasurements of the net defined benefit liability as per the actuarial valuation report , which comprise actuarial gains and losses are recognised in OCI.

In case of Forbes & Company Limited, the gratuity plan is a funded plan and the Company has obtained insurance policies with Life Insurance Corporation of India (LIC) and makes a contribution to LIC for amounts notified by LIC. The Group accounts for gratuity benefits payable in future based on an independent external actuarial valuation carried out at the end of the year using the Projected Unit Credit method.

The Group's Gratuity Plan is administered by an insurer and in certain cases the Investments are made in various schemes of the trust. The Group funds the plan on a periodical basis.

Provident Fund

The eligible employees of the Group are entitled to receive post-employment benefits in respect of provident fund, in which both the employees and the Group make monthly contributions at a specified percentage of the employees' eligible salary. The contributions are made to the Government / provident fund managed by the trust set up by the Group which are charged to the Consolidated Statement of Profit and Loss as incurred.

A large portion of assets managed by the group consists of government and corporate bonds, although the Group also invests in equities, cash and mutual funds. The plan asset mix is in compliance with the requirements of the regulations in case of Provident fund.

The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations, with the objective that assets of the gratuity / provident fund obligations match the benefit payments as they fall due.

Post retirement medical and non-compete fees

Under the post-retirement medical and non-compete fees, eligible whole-time directors and on their demise, their spouses are entitled to medical benefits subject to certain limits and fixed monthly payment as non-compete fee. The Group accounts for these benefits payable in future based on an independent external actuarial valuation carried out at the end of the year using the Projected Unit Credit method.

These plans typically expose the Group to actuarial risks such as: investment risk, interest rate risk, longevity risk and salary risk.

Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. Plan investment is a mix of investments in government securities, and other debt instruments.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

I. Charge to the Statement of Profit and Loss based on contributions:

Particulars	₹ in Lakhs	
	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Employer's contribution to Provident Fund (excluding contribution to trust)	10.04	8.35
Employer's contribution to Superannuation Fund	10.46	9.96
Employer's contribution to ESIC and other funds	12.62	4.81

Included in Contribution to Provident and Other Funds (refer Note 29)

II. Disclosures for defined benefit plans based on actuarial valuation reports :-

A. Change in Defined Benefit Obligation

Particulars	₹ in Lakhs					
	Gratuity (Funded)		Gratuity (Non Funded)		Others (Post Retirement medical and non compete fees) (Non Funded)	
	Year Ended		Year Ended		Year Ended	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Present Value of Defined Benefit Obligation as at beginning of the year	218.79	746.44	-	-	198.44	215.60
Interest Cost	14.93	16.78	-	-	14.29	15.02
Current Service Cost	1.47	16.53	-	-	-	-
Liability Transferred Out for employees left	(54.39)	(513.34)	-	-	-	-
Benefits Paid	(25.43)	(122.97)	-	-	(30.25)	(31.62)
Remeasurement of defined benefit obligation	11.75	75.35	-	-	7.85	(0.56)
On account of business combination	-	-	1.66	-	-	-
Present Value of Defined Benefit Obligation as at the end of the year	167.12	218.79	1.66	-	190.33	198.44

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

B. Changes in the Fair Value of Assets

₹ in Lakhs

Particulars	Gratuity (Funded) Year Ended	
	31st Mar., 2025	31st Mar., 2024
Fair Value of Plan Assets as at beginning of the year	682.28	706.02
Interest income	48.67	51.61
Contributions from employer	2.82	55.83
Benefits Paid	(25.43)	(122.97)
Return on Plan Assets (excluding interest income/ expense)	(25.27)	(8.21)
Asset transferred out	(557.25)	-
Fair Value of Plan Assets as at the end of the year	125.82	682.28

C. Amount recognised in the Balance Sheet

₹ in Lakhs

Particulars	Gratuity (Funded)		Gratuity (Non-Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	Year Ended		Year Ended		Year Ended	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Present Value of Defined Benefit Obligation as at the end of the year	167.12	218.79	1.66	-	190.33	198.44
Fair Value of Plan Assets as at end of the year	125.82	682.28	-	-	-	-
Net Liability/(Asset) recognised in the Balance Sheet	41.30	(463.49)	1.66	-	190.33	198.44

Total Liability/(Asset)	42.96	(463.49)			190.33	198.44
Non-Current Liability (Refer note 19A)	24.03	-			158.96	167.07
Current Liability / (Current Assets) (Refer note 19B and 11B)	18.93	(463.49)			31.37	31.37

D. Expenses recognised in Statement of Profit and Loss

₹ in Lakhs

Particulars	Gratuity (Funded) *		Gratuity (Non-Funded)		Others (Post Retirement medical and non compete fees) (Non funded) **	
	Year Ended		Year Ended		Year Ended	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Current Service Cost	1.47	16.53	-	-	-	-
Net interest	(33.73)	(34.83)	-	-	14.29	15.02
Total Expenses / (Income) recognised in the Statement of Profit And Loss	(32.26)	(18.30)	-	-	14.29	15.02

*Included in Contribution to Provident and Other Funds (refer Note 29).

**Included in Salaries and Wages (refer Note 29).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

E. Expenses Recognized in the Other Comprehensive Income (OCI)

₹ in Lakhs

Particulars	Gratuity (Funded)		Gratuity (Non-Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Actuarial (Gains)/Losses on Obligation For the Year - Due to changes in demographic assumptions	0.48	3.06	-	-	-	-
Actuarial (Gains)/Losses on Obligation For the Year - Due to changes in financial assumptions	1.97	1.23	-	-	3.60	1.14
Actuarial (Gains)/Losses on Obligation For the Year - Due to experience adjustment	9.30	71.06	-	-	4.24	12.63
Return on Plan Assets, excluding Interest Income	25.27	8.21	-	-	-	-
Net (Income)/Expense For the Year Recognized in OCI	37.02	83.56	-	-	7.84	13.77

Other Comprehensive income includes Expenses Recognized amounting to ₹ 5.20 Lakhs towards Compensated absences (Non – Funded) (Previous year ₹ 36.65 Lakhs).

F. Principal actuarial assumptions used:

Particulars	Gratuity (Funded)		Gratuity (Non-Funded)		Others (Post Retirement medical and non compete fees)	
	As at		As at		As at	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Discount Rate (per annum)	6.55%	7.18%	7.21%	-	6.71%	7.20%
Salary escalation rate	4.50%	4.50%	4.50%	-	0.00%	0.00%
Rate of employee turnover	19.27%	17.24%	2.00%	-	0.00%	0.00%

G. Movements in the present value of defined benefit obligation are as follows:

₹ in Lakhs

Particulars	Gratuity (Funded)		Gratuity (Unfunded)		Others (Post Retirement medical and non compete fees) (Non funded)	
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024
Opening Net Liability	(463.49)	40.42	-	-	212.76	215.59
Expenses Recognized in Statement of Profit or Loss	(32.26)	(18.30)	-	-	14.29	15.02
Expenses Recognized in OCI	37.02	83.56	-	-	7.84	13.77
(Benefit Paid Directly by the Employer)	-	-	-	-	(30.25)	(31.62)
(Employer's Contribution)	(2.82)	(55.83)	-	-	-	-
Liability Transferred Out for employees left On account of business combination	(54.39)	(513.34)	-	-	-	-
Asset transferred out	557.24	-	1.66	-	-	-
Net Liability/(Asset) Recognized in the Balance Sheet	41.30	(463.49)	1.66	-	204.64	212.76

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

H. Category of Assets

Particulars	₹ in Lakhs	
	As at 31st Mar., 2025 Gratuity (Funded)	As at 31st Mar., 2024 Gratuity (Funded)
Insurance fund	125.82	682.28
Total	125.82	682.28

I. Cash Flow Projection: From the Fund

Projected Benefits Payable in Future Years From the Date of Reporting	₹ in Lakhs					
	Estimated for the year ended 31st Mar., 2025	Estimated for the year ended 31st Mar., 2024	Estimated for the year ended 31st Mar., 2025	Estimated for the year ended 31st Mar., 2024	Estimated for the year ended 31st Mar., 2025	Estimated for the year ended 31st Mar., 2025
	Gratuity (Funded)		Gratuity (Non Funded)		Others (Post Retirement medical and non compete fees) (Non funded)	
1st Following Year	79.79	59.15	0.01	-	31.37	31.37
2nd Following Year	20.09	29.56	0.30	-	31.37	31.37
3rd Following Year	26.23	74.78	0.25	-	31.37	31.37
4th Following Year	11.13	22.04	0.26	-	31.37	31.37
5th Following Year	9.76	9.77	0.25	-	31.37	31.37
Sum of Years 6 To 10	37.19	41.27	0.77	-	156.83	156.83
Sum of Years 11 and above	10.07	14.61	0.54	-	-	-

J. Sensitivity Analysis

Projected Benefits Payable in Future Years From the Date of Reporting	₹ in Lakhs			
	Gratuity (Funded)		Gratuity (Non Funded)	
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024
Impact of +1% Change in Rate of Discounting	(3.09)	(4.46)	(0.08)	-
Impact of -1% Change in Rate of Discounting	3.32	4.75	0.08	-
Impact of +1% Change in Rate of Salary Increase	3.35	4.83	0.08	-
Impact of -1% Change in Rate of Salary Increase	(3.18)	(4.61)	(0.08)	-
Impact of +1% Change in Rate of Employee Turnover	0.12	0.39	(0.02)	-
Impact of -1% Change in Rate of Employee Turnover	(0.13)	(0.43)	0.02	-

The above sensitivity analysis are based on change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

K. Provident Fund

The Group has established 'Forbes & Company Ltd. Employees Provident Fund' in respect of all the employees to which both the employee and employer make contribution equal to 12% of the employees' basic salary respectively. The Groups's contribution to the provident fund for all employees, are charged to the Statement of Profit and Loss. In case of any liability arising due to shortfall between the return from its investments and the administered interest rate, the same is required to be provided for by the Group. In accordance with the recent actuarial valuation, there is no deficiency in the interest cost as the present value of expected future earnings of the fund is greater than the expected amount to be credited to the individual members based on the expected guaranteed rate of interest.

₹ in Lakhs		
Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Employer's contribution to the provident fund trust	30.21	28.51

The details of Group's provident fund and planned assets position as at year end is given below:

₹ in Lakhs		
Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Present value of Defined Benefit Obligation as at year end	2,013.54	3,918.00
Planned assets as at year end	2,037.20	3,933.12

Assumptions used in determining the present value obligation of the interest rate guarantee are as follows:

Particulars	As at 31st Mar., 2025	As at 31st Mar., 2024
Approach used	Deterministic	Deterministic
Increase in compensation levels	4.50%	4.50%
Discount Rate	6.55%	7.18%
Attrition Rate	19.27%	17.24%
Reinvestment Period on Maturity	5 years	5 years
Expected Guaranteed Interest Rate	8.25%	8.25%
Average Expected Future Service	4 years	4 years
Average Term to Maturity	4 years	4 years
Mortality Rate	Indian Individual AMT (2012-15)	Indian Individual AMT (2012-15)

- L.** The liability for Compensated absences (Non – Funded) as at year end is ₹ 4.37 Lakhs (*Previous Year ₹ Nil*) (refer Note 19A and 19B).

The Company provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The Company makes provision for compensated absences based on an actuarial valuation carried out at the end of the year using the Projected Unit Credit method. Leave obligations not expected to be settled in the next 12 months is ₹ 3.45 Lakhs (*Previous Year ₹ Nil Lakhs*).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

42 Financial Instruments

42.1 Capital Management

The Group manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The capital structure of the Group consists of net debt (borrowings offset by cash and bank balances) and total equity of the Group.

The Group determines the amount of capital required on the basis of annual as well as long term operating plans and other strategic investment plans. The funding requirements are met through non convertible debt securities or other long-term /short-term borrowings. The Group monitors the capital structure on the basis of total debt to equity ratio and maturity profile of the overall debt portfolio of the Group.

The capital components of the Group are as given below:

	As at 31st Mar., 2025	₹ in Lakhs As at 31st Mar., 2024
Total Equity	21,948.11	14,027.94
Short Term Borrowings (includes current maturities of long term borrowings)	3.69	-
Long Term Borrowings (includes accrued interest)	-	-
Current maturities of long term borrowings	-	-
Lease Liability	510.06	503.70
Total Debt	513.75	503.70
Cash and Cash equivalents	1,443.02	1,950.51
Bank balances other than above	1,331.99	1,453.74
Balance held as margin money with banks with remaining maturity period of more than 12 months	13.15	57.46
Balance held as Deposits with banks with remaining maturity period of more than 12 months	7.31	-
Net Debt	(2,281.72)	(2,958.01)
Debt Equity ratio	0.02	0.04
Debt Equity Ratio = Total Debt / Total Equity		

42.2 Financial risk management objectives

The Group monitors and manages the financial risks to the operations of the Group. These risks include market risk, credit risk and liquidity risk.

42.3 Market Risk

The Group's activities expose it primarily to the financial risks of changes in foreign currency exchange rates (refer Note 42.7) and interest rates (refer Note 42.6). The Group enters into a variety of derivative financial instruments to manage its exposure to foreign currency risk and interest rate risk.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

42.4 Credit risk management

Trade receivables

Trade receivables are generally unsecured and are derived from revenue earned from customers. On account of adoption of Ind AS 109, the Group uses expected credit loss model to assess the impairment loss or gain. The Group uses a provision matrix and forward-looking information and an assessment of the credit risk over the expected life of the financial asset to compute the expected credit loss allowance for trade receivables. Historical experience of collecting receivables of the Group is supported by low level of past default and hence the credit risk is perceived to be low.

Other financial assets

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are mutual funds and banks with high credit-ratings assigned by credit-rating agencies.

42.5 Liquidity Risk

Liquidity Risk refers to insufficiency of funds to meet the financial obligations. Liquidity Risk Management implies maintenance of sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit lines to meet obligations when due.

The Group manages liquidity risk by banking facilities and by continuously monitoring forecast and actual cash flows, and by assessing the maturity profiles of financial assets and liabilities. The below table sets out details of additional undrawn facilities that the Group has at its disposal to further reduce liquidity risk.

The Group has undrawn credit lines available as at the end of the reporting period of ₹ 405 Lakhs (*Previous Year ₹ 400 Lakhs*).

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The tables have been drawn up based on the earliest date on which the Group can be required to pay. The tables include principal and interest cash flows. The amounts reflected are gross and undiscounted.

Maturities of Financial Liabilities as at the Balance Sheet date	₹ in Lakhs		
	As at 31st Mar., 2025		
	Upto 1 year	1 to 5 years	5 years and above
Borrowings (includes interest)	3.69	-	-
Trade Payables	2,436.71	-	-
Other Financial Liabilities	1,093.39	365.56	-
Lease Liabilities (undiscounted values)	19.25	293.79	197.02
	<u>3,553.04</u>	<u>659.35</u>	<u>197.02</u>

Maturities of Financial Liabilities as at the Balance Sheet date	₹ in Lakhs		
	As at 31st Mar., 2024		
	Upto 1 year	1 to 5 years	5 years and above
Borrowings (includes interest)	-	-	-
Trade Payables	2,953.42	-	-
Other Financial Liabilities	2,242.02	398.22	-
Lease Liabilities (undiscounted values)	10.12	76.42	417.16
	<u>5,205.56</u>	<u>474.64</u>	<u>417.16</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

42.6 Interest Rate Risk and Sensitivity Analysis

Interest rate risk results from changes in prevailing market interest rates, which can cause a change in the fair value of fixed-rate instruments and changes in the interest payments of the variable-rate instruments.

The Group is exposed to interest rate risk because it borrows funds at both fixed and floating interest rates.

The sensitivity analysis below have been determined based on the exposure to interest rates for borrowings at the end of the reporting period. For floating rate borrowings the analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Group's.

- Profit for the year ended 31st March, 2025 would decrease/increase by Nil Lakhs respectively. This is mainly attributable to the Group's exposure to borrowings at floating interest rates.
- Profit for the year ended 31st March, 2024 would decrease/increase by Nil Lakhs respectively. This is mainly attributable to the Group's exposure to borrowings at floating interest rates.

42.7 Derivatives Instruments and unhedged Foreign Currency (FC) exposure

The Group is exposed to Currency Risk arising from its trade exposures and capital/loan receipt/payments denominated, in other than the Functional Currency. The Group has a Foreign Exchange Risk Management policy within which the treasury has to perform and also lays down the checks and controls to ensure the continuing success of the treasury function. The Group has defined strategies for addressing the risks for each category of exposures (e.g. for exports, for imports, for loans, etc.). The centralised treasury function aggregates the foreign exchange exposure and takes prudent measures to hedge the exposure based on prevalent macro-economic conditions.

Particulars of unhedged foreign currency exposures as at the reporting date

Currencies	As at 31st Mar., 2025				As at 31st Mar., 2024			
	Advances from customers and Other Liabilities		Loans and advances to others		Advances from customers and Other Liabilities		Trade receivables	
	FC (Amount in Lakhs)	₹ in Lakhs	FC (Amount in Lakhs)	₹ in Lakhs	FC (Amount in Lakhs)	₹ in Lakhs	FC (Amount in Lakhs)	₹ in Lakhs
USD	0.34	28.71	-	-	0.14	11.39	0.02	1.97
CHF	-	-	564.68	52,195.75	-	-	-	-
EUR	0.01	0.12	36.07	3,335.89	0.01	0.11	-	-

Currencies	As at 31st Mar., 2025				As at 31st Mar., 2024			
	Advances to vendors		Trade payables		Advances to vendors		Trade payables	
	FC (Amount in Lakhs)	₹ in Lakhs	FC (Amount in Lakhs)	₹ in Lakhs	FC (Amount in Lakhs)	₹ in Lakhs	FC (Amount in Lakhs)	₹ in Lakhs
USD	-	-	2.17	185.28	0.10	7.92	0.61	51.13
EUR	-	-	-	-	-	-	0.84	75.56
AUD	-	-	1.87	100.11	-	-	6.97	378.65
AED	-	-	-	-	0.29	6.48	-	-

* Amount is below rounding off norm adopted by the Group.

Currencies	As at 31st Mar., 2025		As at 31st Mar., 2024	
	Cash and Bank Balances		Cash and Bank Balances	
	FC (Amount in Lakhs)	₹ In Lakhs	FC (Amount in Lakhs)	₹ In Lakhs
USD	-	-	1.04	89.16
EUR	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

The following table analyses the Company's Sensitivity to a 5% increase and a 5% decrease in the exchange rates of these currencies against INR.

As on 31st March, 2025

Currencies	Increase/ Decrease	Total Assets in FC	Total Liabilities in FC	Impact on exchange rate	Impact on Profit or Loss for the year
USD	Increase by 5%	-	2.51	4.27	(10.72)
USD	Decrease by 5%	-	2.51	(4.27)	10.72
AUD	Increase by 5%	-	1.87	2.67	(4.99)
AUD	Decrease by 5%	-	1.87	(2.67)	4.99
EUR	Increase by 5%	36.07	0.01	4.62	166.60
EUR	Decrease by 5%	36.07	0.01	(4.62)	(166.60)
CHF	Increase by 5%	564.68	-	4.85	2,738.70
CHF	Decrease by 5%	564.68	-	(4.85)	(2,738.70)

As on 31st March, 2024

Currencies	Increase/Decrease	Total Assets in FC (in Lakhs)	Total Liabilities in FC (in Lakhs)	Impact on exchange rate	Impact on Profit or Loss for the year (₹ in Lakhs)
USD	Increase by 5%	1.16	0.75	4.17	1.71
USD	Decrease by 5%	1.16	0.75	(4.17)	(1.71)
AUD	Increase by 5%	-	6.97	2.72	(18.96)
AUD	Decrease by 5%	-	6.97	(2.72)	18.96
AED	Increase by 5%	0.29	-	1.13	0.33
AED	Decrease by 5%	(0.29)	-	(1.13)	(0.33)
EUR	Increase by 5%	40.39	0.85	4.50	177.93
EUR	Decrease by 5%	40.39	0.85	(4.50)	(177.93)

42.8 Fair Value Disclosures

₹ in Lakhs

a)	Categories of Financial Instruments:	As at 31st Mar., 2025			As at 31st Mar., 2024		
		FVTPL **	FVOCI ***	Amortised Cost	FVTPL **	FVOCI ***	Amortised Cost
	Financial Assets						
	Investments *	3,442.43	14,500.43	3.92	3,434.82	11,405.33	3.92
	Loans	-	-	665.55	-	-	1.82
	Cash and Bank Balances	-	-	2,775.01	-	-	3,404.25
	Trade Receivables	-	-	835.70	-	-	676.52
	Other Financial Assets	-	-	483.27	-	-	999.93
		3,442.43	14,500.43	4,763.45	3,434.82	11,405.33	5,086.44
	Financial liabilities						
	Borrowings	-	-	3.69	-	-	-
	Trade Payables	-	-	2,436.71	-	-	2,953.42
	Other Financial Liabilities	-	-	1,458.95	-	-	2,640.24
	Lease Liabilities	-	-	510.06	-	-	503.70
		-	-	4,409.41	-	-	6,097.36

* Excludes investment in equity shares of Associates and Joint ventures amounting to ₹ 2,022.67 lakhs (Previous Year ₹ 2,225.03 lakhs) accounted using equity method/ carried at cost less impairment.

** Mandatorily measured at fair value in accordance with Ind AS 109.

*** Investments in equity instruments designated as such upon initial recognition in accordance with paragraph 5.7.5 of Ind AS 109.

These investments in equity instruments are not held for trading. Instead, they are held for medium or long term strategic purpose. Upon the application of IND AS 109, the Group has chosen to designate these investments in equity instruments at FVTOCI as it is believed that this provides a more meaningful presentation for medium or long term strategic investment than reflecting changes in fair value immediately in profit and loss account.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

b) Fair Value Hierarchy and Method of Valuation

Except as detailed in the following table, the Group considers that the carrying amounts of financial instruments recognised in the financial statements approximate their fair values.

₹ in Lakhs

Financial Assets	As at 31st Mar., 2025				
	Carrying value	Level 1	Level 2	Level 3	Total
Measured at FVTPL					
Investments					
Investments in Equity Instruments	0.18	-	-	0.18	0.18
Investments in Mutual Funds	3,442.25	3,442.25	-	-	3,442.25
Measured at FVOCI					
Investments					
Investments in Equity Instruments	14,500.43	14,500.43	-	-	14,500.43

₹ in Lakhs

Financial Assets	As at 31st Mar., 2024				
	Carrying value	Level 1	Level 2	Level 3	Total
Measured at FVTPL					
Investments					
Investments in Equity Instruments	0.18	-	-	0.18	0.18
Investments in Mutual Funds	3,434.64	3,434.64	-	-	3,434.64
Measured at FVOCI					
Investments					
Investments in Equity Instruments	11,405.33	11,405.33	-	-	11,405.33

Note:

There are no transfers between level 1, level 2 and level 3 during the year.

c) Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the period ended 31st March, 2025 and 31st March, 2024.

₹ in Lakhs

Total

As at 31st March, 2023	<u>0.18</u>
Purchases made during the year	-
Sales made during the year	-
As at 31st March, 2024	<u>0.18</u>
Purchases made during the year	-
Sales made during the year	-
As at 31st March, 2025	<u>0.18</u>

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Description of significant unobservable inputs to valuations for level 3 items

Significant unobservable Inputs	Relationship of unobservable Inputs to fair value
Long term revenue growth rates taking into accounts managements experience and knowledge of market conditions of the specific industries	A slight increase in the long term revenue growth rates used in isolation would result in increase in fair value
Long term pre tax operating margin taking into account managements experience and knowledge of market conditions of the specific industries	A significant increase in the long term pre tax operating margin used in isolation would result in increase in fair value
Weighted average cost of capital (WACC), determined using a Capital Asset pricing Model	A slight increase in the WACC used in isolation would result in decrease in Fair value

d) Valuation Process

The main level 3 inputs used for unlisted financial instruments are as follows:

- 1) the use of quoted market prices or dealer quotes for similar instruments.
- 2) All of the resulting fair value estimates are included in level 1 except for unlisted equity securities where the fair values have been determined based on present values and the discount rates used were adjusted for counterparty or own credit risk.
- 3) The Fair value of financial Instrument that are not traded in an active market is determined using valuation technique. The Group uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

e) Fair value of financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

The Group consider that the carrying amounts of financial assets and financial liabilities recognised in Note (a) above approximate their fair values.

43. Segment reporting

The Chief Operating Decision maker of the Group examines the Group's performance from a product portfolio and the industries in which they operate and has identified three reportable segments at group level.

The Group has identified business segments as its primary segment and geographical segment as its secondary segment. Business segments are primarily Coding and Industrial Automation and Real Estate.

Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis considering the product portfolio and reportable segments when evaluated from the group perspective. Accordingly, certain amounts considered as unallocated by individual subsidiaries of the group have been classified for the purposes of the consolidated segment disclosure based on the product portfolio and industry of the respective subsidiary as this would be more relevant to the users of the financial statements.

Details of product categories included in each segment comprises:

Coding and Industrial Automation Segment includes manufacture/ trading in conventional and automation marking system and industrial automation business.

Real Estate includes income from renting out investment properties and revenue from real estate development project.

Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.

Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

(a) Information about primary business segments for the year:

Particulars	Coding and Industrial Automation		Real estate		Total		Elimination		Total	
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024
Segment Revenue	3,133.80	3,108.13	16,789.03	9,371.52	19,922.83	12,479.65	-	-	19,922.83	12,479.65
Inter segment revenue			5.50	1.45	5.50	1.45	(5.50)	(1.45)	-	-
Revenue from operations	3,133.80	3,108.13	16,794.53	9,372.97	19,928.33	12,481.10	(5.50)	(1.45)	19,922.83	12,479.65
Segment Results (including exceptional items)	(116.12)	(22.75)	4,623.97	83,426.57	4,507.85	3,403.82	-	-	4,507.85	3,403.82
Add: Unallocated income (net of unallocated expenses)									(259.41)	(1,038.40)
Add: Share of profit of joint ventures									(172.28)	(212.24)
Add: Exceptional items other than related to segments (net)									(2.00)	133.49
Profit before tax and finance costs									4,074.16	2,286.67
Less: Finance costs									52.77	108.64
Profit/(Loss) before tax continuing operations									4,021.39	2,178.03
(Loss) before tax from discontinued operations									9,384.95	(2,249.87)
Profit/(Loss) for the year before tax									13,406.34	(71.84)
Provision for taxation:									(1,130.63)	(239.99)
Tax expense (current & deferred) continuing operations									-	(133.93)
Tax expense (current & deferred) discontinued operations										(445.76)
Profit/(Loss) for the year									12,275.71	(445.76)
Capital employed										
Segment assets	1,443.53	1,415.15	4,912.55	16,145.60	6,356.08	17,560.75			6,356.08	17,560.75
Assets pertaining to discontinued operations									-	786.06
Unallocated corporate assets									24,121.90	23,718.34
Total assets	1,443.53	1,415.15	4,912.55	16,145.60	6,356.08	17,560.75			30,477.98	42,065.15
Segment liabilities	1,083.20	1,472.21	4,833.61	20,239.13	5,916.81	21,711.34			5,916.81	21,711.34
Liabilities pertaining to discontinued operations									-	3,938.64
Unallocated corporate liabilities									2,613.06	2,387.23
Total liabilities	1,083.20	1,472.21	4,833.61	20,239.13	5,916.81	21,711.34			8,529.87	28,037.21
Capital employed	360.33	(57.06)	78.94	(4,093.53)	439.27	(4,150.59)			21,948.11	14,027.94

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Particulars	Coding and Industrial Automation		Real estate		Total		Elimination		Total	
	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024	As at 31st Mar., 2025	As at 31st Mar., 2024
Cost incurred to acquire segment assets including adjustments on account of capital work-in-progress	181.60	-	0.19	9.65	181.79	9.65			181.79	9.65
Unallocated cost incurred to acquire assets including adjustments on account of capital work-in-progress									-	1.75
Total capital expenditure	181.60	-	0.19	9.65	181.79	9.65			181.79	11.40
Segment depreciation/ amortisation	24.60	25.68	117.01	116.62	141.61	142.30			141.61	142.30
Unallocated corporate depreciation / amortisation									16.39	19.50
Total depreciation / amortisation	24.60	25.68	117.01	116.62	141.61	142.30			158.00	161.80
Non-cash segment expenses other than depreciation (including exceptional items)	8.31	11.50	-	559.25	8.31	570.75			8.31	570.75
Unallocated non-cash expenses other than depreciation									45.74	139.23
Total non-cash expenses other than depreciation	8.31	11.50	-	559.25	8.31	570.75			54.05	709.98

§ Includes Provision for disputed matters related to Property Tax of Rs. 559.05 lakhs for year ended 31st March, 2024.

(b) Geographical information	Within India		Outside India		Total	
	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024	31st Mar., 2025	31st Mar., 2024
Revenue	19,776.85	12,442.37	145.98	37.28	19,922.83	12,479.65
Non-Current Asset (excluding financial assets and tax assets)	2,958.65	2,925.52	-	-	2,958.65	2,925.52
Cost incurred to acquire segment assets including adjustments on account of capital work-in-progress	181.79	11.40	-	-	181.79	11.40

(c) Information about major customer

No single customer contributed 10% or more to the group's revenue for the year ended 31st March, 2025 and 31st March, 2024.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

44. Additional information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary/ Associates / Joint Ventures

Current Year	Name of the Company	Particulars							
		Net Assets, i.e., total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income	
		As % of consolidated net assets	Amount ₹ in Lakhs	As % of consolidated profit or loss	Amount ₹ in Lakhs	As % of consolidated other comprehensive income	Amount ₹ in Lakhs	As % of total comprehensive income	Amount ₹ in Lakhs
	Forbes & Company Limited	71.44	15,679.98	21.94	2,693.47	44.29	791.94	24.78	3,485.41
	Subsidiaries								
	Indian								
1	Volkart Fleming Shipping & Services Limited	2.02	443.22	1.28	157.65	-	-	1.12	157.65
2	Forbes Campbell Finance Limited	35.84	7,865.58	0.08	10.23	42.15	753.81	5.43	764.04
3	Forbes Technosys Limited (upto 24th Mar., 2025)	-	-	(1.27)	(155.84)	-	-	(1.11)	(155.84)
4	Campbell Properties & Hospitality Services Limited	0.91	199.55	0.05	6.22	-	-	0.04	6.22
5	Forbes Macsa Private Limited (wef 31st Mar., 2025)	0.37	80.36	-	-	-	-	-	-
	Foreign								
1	EFL Mauritius Limited	0.38	83.38	3.13	384.65	(0.06)	(1.11)	2.73	383.54
	Joint Ventures								
	Indian								
1	Forbes Bumi Armada Limited	6.77	1,485.56	1.58	194.45	(0.05)	(0.83)	1.38	193.62
2	Forbes Macsa Private Limited (upto 31st Mar., 2025)	-	-	(0.72)	(88.91)	-	-	(0.63)	(88.91)
	Associates								
	Indian								
1	Nuevo Consultancy Services Private Limited (including Dhan Gaming Solution (India) Private Limited)	3.66	804.00	(2.26)	(277.82)	0.60	10.78	(1.90)	(267.04)
	Adjustment/ elimination on consolidation								
	Non-controlling Interest in all subsidiaries	(21.39)	(4,693.52)	76.19	9,351.61	13.07	233.63	68.16	9,585.24
	Total	100.00	21,948.11	100.00	12,275.71	100.00	1,788.22	100.00	14,063.93

* Percentage is below the rounding off norm adopted by Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

44. Additional information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary/ Associates/ Joint Ventures

Previous Year

Name of the Company	Particulars						
	Net Assets, i.e., total assets minus total liabilities		Share in profit/(loss)		Share in other comprehensive income		Share in total comprehensive income
	As % of consolidated net assets	Amount ₹ in Lakhs	As % of consolidated profit or loss	Amount ₹ in Lakhs	As % of consolidated other comprehensive income	Amount ₹ in Lakhs	
Parent							
Forbes & Company Limited	86.93	12,194.57	(456.12)	2,033.19	8.45	275.31	82.03
Subsidiaries							
Indian							
1 Volkart Fleming Shipping & Services Limited	2.04	283.57	12.30	(54.85)	-	-	(1.95)
2 Forbes Campbell Finance Limited	50.62	7,101.54	(2.09)	9.30	4.24	138.27	5.24
3 Forbes Technosys Limited	(78.24)	(10,976.03)	10.39	(46.32)	-	-	(1.65)
4 Campbell Properties & Hospitality Services Limited	1.38	193.33	(0.07)	0.32	-	-	0.01
Foreign							
1 EFL Mauritius Limited	(2.14)	(300.16)	3.61	(16.09)	(0.05)	(1.78)	(0.64)
2 Lux International AG (LIAG) Group	-	-	76.91	(342.83)	(32.87)	(1,071.55)	(50.26)
3 Forbes Lux International AG (FLIAG) Group	-	-	1,281.27	(5,711.41)	(0.97)	(31.70)	(204.08)
Joint Ventures							
Indian							
1 Forbes Bumi Armada Limited	9.21	1,291.94	(43.73)	194.93	-	0.04	6.93
2 Forbes Concept Hospitality Services Private Limited	-	-	0.03	(0.15)	-	-	(0.01)
3 Forbes Macsa Private Limited	1.63	229.09	25.60	(114.10)	-	(0.08)	(4.06)
Associates							
Indian							
1 Nuevo Consultancy Services Private Limited (including Dhan Gaming Solution (India) Private Limited)	5.73	804.00	65.63	(292.55)	-	-	(10.40)
Adjustment/ elimination on consolidation							
Non-controlling Interest in all subsidiaries	22.84	3,204.09	(873.73)	3,894.80	121.20	3,951.39	278.84
Total	100.00	14,027.94	100.00	(445.76)	100.00	3,259.90	100.00
							2,814.14

* Percentage is below the rounding off norm adopted by Group.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

45. Net debt reconciliation

Particulars	₹ in Lakhs	
	As at 31st March 2025	As at 31st March 2024
Short Term Borrowings	(3.69)	-
Long Term Borrowings (includes accrued interest)	-	-
Current Maturities of Long Term Borrowings	-	-
Lease Liabilities	(510.06)	(503.70)
Lease Liabilities [pertaining to discontinued operations]	-	-
Borrowings [pertaining to discontinued operations] (includes accrued interest)	-	(2,113.12)
Total debt	(513.75)	(2,616.82)
Cash and Cash equivalents	1,443.02	1,950.51
Cash and Cash equivalents [pertaining to discontinued operations]	-	19.01
Net debt	929.27	(647.30)

Particulars	Other assets		Debt	
	Cash and cash equivalents	Total Debt (Excluding Lease Liabilities)	Lease Liabilities	Total
Net debt as at 1st April, 2024	1,969.52	(2,113.12)	(503.70)	(647.30)
Cash flows	(526.50)	(3.69)	55.08	(475.11)
Interest expense	-	(4.96)	(47.81)	(52.77)
Interest paid	-	5.03	-	5.03
Other adjustments (mainly including effect of business combination) (Refer 52.1 and 52.2)	-	2,113.05	(13.63)	2,099.42
Net debt as at 31st March, 2025	1,443.02	(3.69)	(510.06)	929.27

Particulars	Other assets		Debt	
	Cash and cash equivalents	Total Debt (Excluding Lease Liabilities)	Lease Liabilities	Total
Net debt as at 1st April, 2023	4,557.15	(6,839.69)	(2,066.16)	(4,348.70)
Cash flows	(2,587.63)	(17.58)	179.19	(2,426.02)
Foreign exchange adjustments	-	-	(109.98)	(109.98)
Interest expense	-	(415.45)	(67.72)	(483.17)
Interest paid	-	412.50	-	412.50
Other adjustments (mainly including effect of deconsolidation) (Refer 51 and 52.3)	-	4,747.10	1,560.97	6,308.07
Net debt as at 31st March, 2024	1,969.52	(2,113.12)	(503.70)	(647.30)

46. Offsetting financial assets and financial liabilities

	Gross amounts set off in the Balance Sheet		Net amounts presented in Balance Sheet
	Gross amounts (Financial Assets - Trade Receivables)	(Financial Liabilities - Rebates/ Discounts)	
31st March, 2025	4,730.57	-	4,730.57
Total	4,730.57	-	4,730.57
31st March, 2024	4,487.55	-	4,487.55
Total	4,487.55	-	4,487.55

The Group gives rebates/ discounts for certain segments. Under the terms of contract, the amounts payable by the Group are offset against receivables from customers and only the net amount is settled (i.e. after adjustment towards rebates/ discounts). The relevant amounts have therefore been presented net in the Balance Sheet.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

47. Summarised financial information for the joint venture or associate is as below:

A. Associates

₹ in Lakhs

Sl. No	Particulars	Country of Incorporation	31st March, 2025	31st March, 2024
1	Nuevo Consultancy Services Private Limited (including Dhan Gaming Solution (India) Private Limited)	India		
	<u>Summarised Balance Sheet</u>			
	Non Current assets		4,255.46	492.62
	Current assets		1,628.91	6,928.87
	Total Assets		5,884.37	7,421.49
	Non Current liabilities		26.52	524.83
	Current liabilities		2,885.04	4,655.53
	Total Liabilities		2,911.56	5,180.36
	Net Assets		2,972.81	2,241.13
	Less: Perpetual Loan		1,876.66	600.00
	Net Assets		1,096.15	1,641.13
	% Holding		49%	49%
	Carrying value of investments		537.11	804.00
	<u>Summarised Statement of Profit & Loss</u>			
	Revenue from operations		2,479.76	1,843.83
	Profit/(loss) from continuing operations		(566.98)	(597.05)
	Post-tax profit/(loss) from discontinued operations		-	-
	Other comprehensive income		22.00	-
	Total comprehensive income		(544.98)	(597.05)
	Dividends received		-	-
	<u>Additional summarised financial information</u>			
	Cash and cash equivalents included in current assets		17.36	6.01
	Current financial liabilities (excluding trade and other payables and provisions) included in current liabilities		414.61	2,966.73
	Non-Current financial liabilities (excluding trade and other payables and provisions) included in non current liabilities		-	450.00
	Depreciation and amortisation		5.55	4.81
	Interest income		61.11	936.05
	Interest expense		62.90	648.34
	Income tax Expense/(income)		-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

B. Joint Venture

₹ in Lakhs

Sl. No	Particulars	Country of Incorporation	31st March, 2025	31st March, 2024
1	Forbes Bumi Armada Limited	India		
	<u>Summarised Balance Sheet</u>			
	Non Current assets		415.41	143.08
	Current assets		4,220.29	3,913.98
	Total Assets		4,635.70	4,057.06
	Non Current liabilities		142.73	8.12
	Current liabilities		1,580.21	1,515.83
	Total Liabilities		1,722.94	1,523.95
	Net Assets		2,912.76	2,533.11
	Less: Perpetual Loan			-
	Net Assets		2,912.76	2,533.11
	% Holding		51%	51%
	Carrying value of investments		1,485.56	1,291.94
	<u>Summarised Statement of Profit & Loss</u>			
	Revenue from operations		7,400.68	6,836.91
	Profit/(loss) from continuing operations		381.28	382.21
	Post-tax profit/(loss) from discontinued operations			-
	Other comprehensive income		(1.63)	0.07
	Total comprehensive income		379.65	382.28
	Dividends received		-	-
	<u>Additional summarised financial information</u>			
	Cash and cash equivalents included in current assets		226.32	11.54
	Current financial liabilities (excluding trade and other payables and provisions) included in current liabilities		1,178.95	1,122.40
	Non-Current financial liabilities (excluding trade and other payables and provisions) included in non current liabilities		129.49	-
	Depreciation and amortisation		44.03	12.45
	Interest income		1.11	5.73
	Interest expense		14.96	0.98
	Income tax Expense/(income)		130.00	106.00

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ in Lakhs

Sl. No	Particulars	Country of Incorporation	31st March, 2025	31st March, 2024
2	Forbes Concept and Hospitality Services Private Limited	India		
	<u>Summarised Balance Sheet</u>			
	Non Current assets		-	-
	Current assets		-	-
	Total Assets		-	-
	Non Current liabilities		-	-
	Current liabilities		-	-
	Total Liabilities		-	-
	Net Assets		-	-
	Less: Perpetual Loan		-	-
	Net Assets		-	-
	% Holding		-	-
	Carrying value of investments		-	-
	<u>Summarised Statement of Profit & Loss</u>			
	Revenue from operations		-	-
	Profit/(loss) from continuing operations		-	(0.30)
	Post-tax profit/(loss) from discontinued operations		-	-
	Other comprehensive income		-	-
	Total comprehensive income		-	(0.30)
	Dividends received		-	-
	<u>Additional summarised financial information</u>			
	Cash and cash equivalents included in current assets		-	-
	Current financial liabilities (excluding trade and other payables and provisions) included in current liabilities		-	-
	Non-Current financial liabilities (excluding trade and other payables and provisions) included in non current liabilities		-	-
	Depreciation and amortisation		-	-
	Interest income		-	0.31
	Interest expense		-	0.46
	Income tax Expense/(income)		-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ in Lakhs

Sl. No	Particulars	Country of Incorporation	31st March, 2025	31st March, 2024
3	Forbes Macsa Private Limited (upto 31st March, 2025) (Refer note 52.2)	India		
	<u>Summarised Balance Sheet</u>			
	Non Current assets		-	35.52
	Current assets		-	383.80
	Total Assets		-	419.32
	Non Current liabilities		-	4.41
	Current liabilities		-	156.71
	Total Liabilities		-	161.12
	Net Assets		-	258.20
	Less: Perpetual Loan			
	Net Assets		-	258.20
	% Holding			50%
	Carrying value of investments		-	129.09
	<u>Summarised Statement of Profit & Loss</u>			
	Revenue from operations		535.97	564.47
	Profit/(loss) from continuing operations		(178.68)	(228.21)
	Post-tax profit/(loss) from discontinued operations		-	-
	Other comprehensive income		0.85	(0.16)
	Total comprehensive income		(177.83)	(228.37)
	Dividends received		-	-
	<u>Additional summarised financial information</u>			
	Cash and cash equivalents included in current assets		-	266.47
	Current financial liabilities (excluding trade and other payables and provisions) included in current liabilities		-	25.04
	Non-Current financial liabilities (excluding trade and other payables and provisions) included in non current liabilities		-	-
	Depreciation and amortisation		26.81	26.85
	Interest income		4.61	18.00
	Interest expense		1.46	3.47
	Income tax Expense/(income)		-	-

48. Leases

i) Amounts recognized in Balance Sheet

The balance sheet shows the following amounts relating to leases:

₹ in Lakhs

Particulars	31st Mar., 2025	31st Mar., 2024
Right-of-use assets	434.73	458.06
Right-of-use assets pertaining to discontinued operations	-	-
Total	434.73	458.06
Particulars	31st Mar., 2025	31st Mar., 2024
Lease liabilities		
Non-current	490.81	493.58
Current	19.25	10.12
Lease liabilities pertaining to discontinued operations	-	-
Total	510.06	503.70

Additions to right-of-use asset during the year were ₹ 13.63 Lakhs (Previous year ₹ Nil)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

ii) Amounts recognized in Statement of Profit and Loss.

The Statement of Profit and Loss shows the following amounts relating to leases:

Particulars	31st Mar., 2025	31st Mar., 2024
Depreciation charge of right-of-use assets - Continuing Operations	36.96	36.39
Depreciation charge of right-of-use assets - Discontinued operations	-	112.03
Total	36.96	148.42
Interest expense on lease liability (included in finance cost)- Continuing Operations and Discontinued operations	47.81	67.72
Expense relating to short term leases (Included in Other Expenses)- Continuing Operations and Discontinued operations	58.90	2.71
Expense relating to low value assets that are not shown above as short term leases (Included in Other Expenses) - Continuing Operations and Discontinued operations	-	-
Total	143.67	218.85

The total cash outflow for leases in year ended 31st March, 2025 was ₹ 55.08 Lakhs (*Previous Year ₹ 179.19 Lakhs*) for continued and discontinued operations.

(vi) Critical judgements in determining the lease term

In determining the lease term, management considers all facts and circumstances that creates an economic incentive to exercise an extension option, or not to exercise a termination option. Extension option (or period after termination option) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

For the leases of offices premises, the following factors are normally the most relevant:

1. If there is significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
2. If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate)
3. Otherwise, the Group considers the other factors including historical lease duration and the costs and business disruption required to replace the leased asset.

The lease term is reassessed if an option is actually exercised (or not exercised) or the Group becomes obliged to exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within control of lessee.

Lessor accounting as a lessor

The Group did not need to make any adjustments to the accounting for assets held as lessor under operating leases as a results of the adoption of Ind AS 116.

Maturity profile of Lease liabilities as of 31st March, 2025 and 31st March, 2024 is as below:

Lease Liabilities	₹ in Lakhs	
	As at 31st March, 2025	As at 31st March, 2024
Before 3 months	2.83	2.03
3 – 6 months	2.90	2.08
6 – 12 months	13.52	6.01
1 – 3 years	70.29	29.68
3 – 5 years	223.50	46.74
Above 5 years	197.02	417.16
Total	510.06	503.70

49. Ind AS 115 'Revenue from Contracts with Customers'

Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the existing revenue recognition standards. The application of Ind AS 115 had a significant bearing on the Groups's accounting for recognition of revenue from real estate development projects. Considering the terms of the contract, receipt of Occupancy Certificate for Phase II of the real estate development project, issuance of possession letters and transfer of control of the real estate units to the customers, the Group has recognized revenue of ₹ 14,515.59 Lakhs for the year ended 31st March 2025 and ₹ 7,557.21 Lakhs for the year ended 31st March 2024.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

50 Assets pledged as security

The carrying amounts of assets pledged as security for current and non-current borrowings are:

		(₹ in Lakhs)	
		As at	As at
Particulars	Notes	31st Mar., 2025	31st Mar., 2024
Current			
Floating charge			
Financial Assets			
Investments	8	3,442.25	3,434.64
Trade receivables	13	735.89	595.02
Cash and cash equivalents	14A	968.48	1,820.47
Bank balances other than above	14B	1,237.69	1,208.37
Loans	9B	0.55	1.82
Other financial assets	10B	97.96	570.08
Other current assets	11B	663.13	1,924.23
Asset classified as held for sale	15B	-	3.85
		7,145.95	9,558.48
Non-financial assets			
Inventories	12	424.88	465.92
Total current assets pledged as security		7,570.83	10,024.40
Non-current			
Specific charge			
Leasehold Land	4	-	-
Buildings	4	-	-
Plant and Equipment (Owned)	4	-	-
Furniture and Fixtures	4	-	-
Office Equipments	4	-	-
Total non-currents assets pledged as security		-	-
Total assets pledged as security		7,570.83	10,024.40

First Charge on entire current assets of the Company, both present and future except on assets pertaining to Real Estate.

51 Scheme of Arrangement

The Board of Directors of the Company (FCL or the “Demerged Company”) and Forbes Precision Tools and Machine Parts Limited (“FPTL” or the “Resulting Company”) in their respective meetings held on 26th September 2022 approved the Scheme of Arrangement (“Scheme”) between the Company and FPTL as well as their respective shareholders in accordance with Sections 230 to 232 of the Companies Act 2013 and other applicable provisions and rules. This Scheme entails the demerger of the “Precision Tools business” from the Company into FPTL with an appointed date of 1st April, 2023.

The Honorable National Company Law Tribunal (“NCLT”) of the Mumbai bench approved the scheme via Order No. C.P.(CAA)/303/MB-V/2023 dated 9th February 2024. The certified true copy of the order was received on 22nd February, 2024 and filed with the Registrar of the Company on 1st March, 2024. The Scheme became effective / operative from the effective date of 1st March, 2024 with this the Precision Tools business of FCL being transferred to and vested in FPTL with effect from the appointed date i.e. 1st April, 2023. The FPTL is ceased to be a subsidiary w.e.f. 1st March, 2024.

As a result of the demerger, the Company has applied a reasonable estimate, based on available financial data and management’s judgment, to determine the tax allocation for the comparative period of earlier year. This approach ensures a fair presentation of the financial results.

From the appointed date, the precision tools business of FCL, including all its assets and liabilities is transferred and vested to FPTL in accordance with this Scheme.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

The summary of results of the aforesaid discontinued operations, as included in the consolidated financials statements, are as follows: -

Particulars	Year Ended 31st Mar., 2024
Revenue (Including Other Income)	-
Expenses	-
Profit/ (Loss) before tax and Exceptional items from discontinued operations	-
Exceptional Items income/(expense)	-
Profit/ (Loss) before tax from discontinued operations	-
Tax expense	-
Profit/ (Loss) after tax from discontinued operations	-

Pursuant to the demerger, the book value of assets and liabilities transferred under the scheme of arrangement as on appointed date are listed below:

Assets/ (Liability)	Amount (₹ in Lakhs)
<u>Assets</u>	
<u>Non Current Assets</u>	
Property, Plant and Equipment	8,414.02
Right-of-use assets	30.48
Capital work-in-progress	182.80
Other Intangible assets	73.20
Other financial assets	81.64
Income tax assets (net)	4.31
Other non-current assets	230.33
<u>Current Assets</u>	
Inventories	3,115.23
Trade receivables	2,236.80
Cash and cash equivalents	338.16
Bank balances other than above	33.68
Loans	0.28
Other current assets	282.80
Total Assets	15,023.73
<u>Liabilities</u>	
<u>Non Current Liabilities</u>	
Borrowings	1,012.95
Lease liability	18.56
Deferred tax liabilities (net)	234.44
<u>Current Liabilities</u>	
Borrowings	243.25
Trade payables	1,835.89
Lease liability	3.03
Other financial liabilities	131.17
Provisions	27.58
Other current liabilities	742.78
Total Liabilities	4,249.65
Net Worth	10,774.08

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Further, the net impact of certain assets and liabilities transferred from the Company to FPTL is resulting in net payable of ₹ 881.93 Lakhs as on 31st March, 2024 to Forbes Precision Tools Limited (FPTL) (Refer note 18B). Details of which are as follows:

Amount (₹ in Lakhs)		
Shown as payable on account of HDFC Life – Leave encashment	346.38	This amount, pertaining to the employees transferred, was payable to FPTL through Company by HDFC Life Insurance Company Limited which has been paid on 16th April, 2024 to the leave encashment policy of the FPTL with HDFC Life Insurance Company Limited.
Shown as payable on account of Gratuity fund with LIC.	535.55	This amount would be transferred from LIC – Forbes Gratuity account to the FPTL Gratuity account by LIC
Total	881.93	

52 Business Combinations and Disposal and Deconsolidation of Subsidiaries

52.1 Forbes Technosys Limited, a subsidiary up to 24th March, 2025

Forbes Technosys Limited (FTL) a subsidiary were facing serious challenges in terms of operations and due to continuing losses and withdrawal of support from its operational creditors to provide further credit on outstanding dues and non-receipt of its dues by its trade receivables a corporate insolvency resolution process (“CIRP”) under Section 10 of the Insolvency and Bankruptcy Code 2016 has been initiated by the FTL voluntarily vide application filed before the NCLT on 20th February, 2024. Consequently, the National Company Law Tribunal, Mumbai Bench (NCLT), vide its order dated March 24, 2025, has admitted the petition filed by FTL. As a result, the Corporate Insolvency Resolution Process (CIRP) has been initiated, the Interim Resolution Professional (IRP) has been appointed with effect from the date of the Order.

Based on above order, the Company lost the management control and does not have any significant influence over Forbes Technosys Limited and therefore it is being reclassified as discontinued operations for the year ended 31st March, 2025 and comparative period.

The summary of results of the aforesaid discontinued operations, as included in the consolidated financials statements, are as follows: -

Particulars	Year Ended 31st Mar., 2025	Year Ended 31st Mar., 2024
Revenue (Including Other Income)	31.72	332.61
Expenses	(159.58)	(498.66)
Profit/ (Loss) before tax and Exceptional items from discontinued operations	(127.86)	(166.05)
Exceptional Items income/(expense) (refer footnotes)	9,512.81	125.99
Profit/ (Loss) before tax from discontinued operations	9,384.95	(40.06)
Tax expense	-	(4.94)
Profit/ (Loss) after tax from discontinued operations	9,384.95	(45.00)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

The assets and liabilities derecognised on loss of control over FTL are as follows

Particulars	Amount (Rs in Lakhs)
Assets	
Non Current Assets	
Property, Plant and Equipment	5.56
Other financial assets	37.96
Other non-current assets	21.97
Current Assets	
Inventories	0.98
Trade receivables	260.35
Cash and cash equivalents	17.34
Bank balances other than above	0.39
Other financial assets	170.26
Other current assets	91.57
Total Assets	606.38
Liabilities	
Non Current Liabilities	
Borrowings	7.24
Provisions	3.00
Current Liabilities	
Borrowings	430.08
Trade payables	1,687.52
Other financial liabilities	1,711.71
Provisions	10.90
Other current liabilities	111.43
Total Liabilities	3,961.88
Instrument entirely equity in nature	6,175.00
Equity component of preference shares	8.94
Net Gain on Loss of control	9,539.44

Footnotes:

- Due to loss of control over FTL, the assets and liabilities of the FTL are derecognized resulting in gain of Rs. 9,539.44 Lakhs recognized as an exceptional income from discontinued operations for year ended 31st March, 2025.
- FTL has provided / paid liquidated damages of Rs. 24.42 Lakhs for the year ended 31st March, 2025 to various parties due to non-performance of contract.
- Bank guarantees of Rs. 2.21 Lakhs for the year ended 31st March 2025 and Rs. 71.28 Lakhs for the year ended 31st March, 2024 were invoked by the customers of FTL citing reasons being non / underperformance of service contract.
- FTL has re-assessed the net realisable value of the balance inventory for write down of slow-moving damaged or obsolete inventories to their net realizable value, accordingly a provision has been made of Rs.28.26 Lakhs and are presented in financial results as an exceptional expense for the year ended 31st March, 2024.
- FTL has finalised and submitted for settlement of disputed Value Added Tax (VAT) dues including penalty and interest under the amnesty scheme introduced by the State Government of Maharashtra and also certain assessment order in respect of earlier years are passed and accordingly an amount of Rs.16.25 Lakhs of its final demand has been paid and presented in the financial statements as an exceptional item for the year ended 31st March, 2024.
- FTL has settled and paid various employee's full and final settlements and has written back a balance amount of Rs. 241.77 Lakhs during the year ended 31st March, 2024.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

52.2 Acquisition of Forbes Macsa Private Limited

The Company & MACSA ID S.A. entered into Joint Venture agreement dated 5th December 2022 and invested equally in Forbes Macsa Private Limited (FMPL) or carrying out business of providing permanent marking and coding solutions. The FMPL was operating in losses due to its initial phase of business and establishment cost incurred. The Joint Venture partner MACSA ID S.A. was unwilling to continue as a Joint Venture partner in FMPL. It was mutually decided by the JV Partner to terminate the Joint Venture Agreement. The Joint Venture Agreement was terminated and the entire shareholding of MACSA ID S.A. in the FMPL has been acquired by the Company. Accordingly, FMPL is wholly owned subsidiary of the Company with effect from 31st March, 2025. The Company acquired the stake at a valuation determined by a registered valuer. The valuer assigned a negligible valuation to the Company which may cast significant doubt on the ability of FMPL to continue as a going concern. However, the management of FMPL has evaluated the circumstances and concluded that the FMPL is currently in the early stage of its business cycle, with growth potential in the foreseeable future.

As a part of the Group strategy, the company has developed multiple products in the laser segment which will be marketed through FMPL. This is expected to lead to product diversification, cost optimization, and enhanced revenue and profitability for FMPL. FMPL has also initiated active collaborations with customers, OEMs, and distributors, and commenced various marketing initiatives including brochures, email campaigns, website updates, LinkedIn activity, participation in exhibitions, and more. Additionally, FMPL is in process for change of its name from Forbes MACSA Private Limited to Forbes Bradma OptiMark Private Limited.

Furthermore, the FMPL has identified key industries such as Automotive, Electronics, and FMCG, and has begun engaging with key accounts within these sectors. FMPL management and the company, remains committed to closely monitoring and supporting the business. The net worth of the FMPL remain positive of Rs. 80 Lacs as on 31st March 2025. In light of the above, the FMPL's management is of the view that financial statements have been prepared on a going concern basis.

The summary of assets and liabilities acquired are as follows: -

Particulars	Amount (Rs in Lakhs)
Assets	
Non Current Assets	
Property, Plant and Equipment	4.12
Right-of-use assets	12.07
Other Intangible assets	0.26
Deferred tax assets	4.66
Income tax assets (net)	0.88
Current Assets	
Inventories	58.84
Trade receivables	53.44
Cash and cash equivalents	26.36
Other current assets	25.50
Total Assets	186.13
Liabilities	
Non Current Liabilities	
Lease Liabilities	6.27
Provisions	5.09
Current Liabilities	
Lease Liabilities	5.80
Trade payables	37.86
Other current liabilities	49.82
Provisions	0.93
Total Liabilities	105.77
Net Assets Acquired	80.36
Less : Fair Valuation of Investment in joint venture derecognised	(40.18)
Less : Consideration Paid *	0.00
Capital Reserve arising on account of business combination	40.18

* Amount is below rounding off norm

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

52.3 Liquidation and Dissolution of Forbes Lux International AG (FLIAG) and its subsidiaries

Forbes Lux International AG (FLIAG), a subsidiary of the company, along with its subsidiary Lux International AG (LIAG) and step-down subsidiaries, has been facing with a severe liquidity crisis for the past several years. Given the ongoing losses and financial difficulties, the management of FLIAG, LIAG, and Lux Schweiz AG submitted an application on April 11, 2023, seeking a provisional debt restructuring moratorium from the Bülach District Court in Wallisellen, Switzerland. By an order dated April 17, 2023, the court granted a provisional moratorium, which will be in effect for four months, until August 17, 2023, to facilitate the restructuring of these companies. A Provisional Administrator was appointed to assess the prospects for this restructuring. The Provisional Administrator submitted the final report to the Court on August 2, 2023. Based on the Administrator's final report, the Court determined that FLIAG, being a pure holding company that hasn't generated any income for a considerable period and has ceased its operational activities, is not viable. Similarly, Lux Schweiz AG has also discontinued its operational activities and income generation, leading to the decision to initiate bankruptcy proceedings for these companies. As for LIAG, the court has granted an extension of the moratorium period until December 1, 2023. Consequently, FLIAG and Lux Schweiz have been declared bankrupt by an order dated August 14, 2023.

Subsequently, following due process, the bankruptcy officials issued a publication on September 8, 2023, announcing the closure of the bankruptcy proceedings due to lack of assets unless a creditor requests implementation within a specified 10-day period. Since no opposition was filed with the Bankruptcy Officer during the stipulated timeline, Forbes Lux International AG, in Liquidation and Lux Schweiz AG, in Liquidation were liquidated and dissolved. In the context of FLIAG's bankruptcy proceedings, Lux International AG, in Liquidation (LIAG), a subsidiary of FLIAG, has been disposed of by the bankruptcy official. Consequently, FLIAG and its subsidiaries are no longer considered subsidiaries of the Company.

Accordingly, the Company did not include the consolidation of Ind AS standalone financial statements of the foreign direct Subsidiary, Forbes Lux International AG (FLIAG), and the consolidated financial statements of the step-down foreign subsidiary, Lux International AG (LIAG). This decision was made based on the guidance from Ind-AS 110, as the "control" is not established according to the facts and circumstances mentioned above. The company does not have the ability to use its power to affect the investor's returns from its involvement with the investee".

Further, the financial statements have been presented considering the liquidation and dissolution of FLIAG and disposed off the LIAG, as a discontinued operation on the face of Profit and loss accounts in the current and comparative reporting periods. The figures for discontinued operations are based on the standalone financial statements of FLIAG and the consolidated financial statements of LIAG, both certified by management up to June 30, 2023 and submitted to the bankruptcy official /District Court of Buelach, Wallisellen, Switzerland for the liquidation of FLIAG.

The summary of results of the aforesaid discontinued operations, as included in the consolidated financials statements, are as follows: -

Particulars	Year Ended 31st Mar., 2024
Revenue (Including Other Income)	9,885.01
Expenses	(9,207.14)
Profit/ (Loss) before tax and Exceptional items from discontinued operations	677.87
Exceptional Items income/(expense)	(2,887.69)
Profit/ (Loss) before tax from discontinued operations	(2,209.82)
Tax expense	(128.99)
Profit/ (Loss) after tax from discontinued operations	(2,338.81)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

The assets and liabilities derecognised on the liquidation/ dissolution of FLIAG and its subsidiaries are as follows

Assets/ (Liability)	Amount (Rs in Lakhs)
Assets	
Non Current Assets	
Property, Plant and Equipment	613.06
Right-of-use assets	1,463.52
Other Intangible assets	488.84
Trade receivables	806.99
Deferred tax assets (net)	394.11
Other non-current assets	5.36
Current Assets	
Inventories	2,038.48
Trade receivables	2,904.46
Cash and cash equivalents	381.70
Bank balances other than above	70.60
Other current assets	1,243.11
Total Assets	10,410.23
Liabilities	
Non Current Liabilities	
Borrowings	891.31
Lease liability	1,068.17
Other financial liabilities	370.88
Provisions	323.51
Deferred tax liabilities (net)	1,334.22
Current Liabilities	
Borrowings	2,594.35
Trade payables	1,614.55
Lease liability	457.22
Other financial liabilities	75.96
Provisions	210.01
Current tax liabilities (net)	25.92
Other current liabilities	1,760.53
Total Liabilities	10,726.63
Net Assets/ (Liability)	(316.40)

Foot note:

Forbes Lux International AG (FLIAG) was dissolved following a bankruptcy process managed by the bankruptcy official. During this process, FLIAG's subsidiaries were also disposed of/liquidated. As a result, FLIAG and its subsidiaries have not been included in the consolidated financial statements of the company. All investments and advances made to FLIAG have been fully impaired /provided for in the books of the company. The advances recoverable from FLIAG, already impaired / provided for, will be written off in the Company's financial statements after necessary regulatory compliances.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

53. Related Party Disclosures

(a) Name of the Related Parties and Description of Relationship:

(A) Holding Company

Shapoorji Pallonji & Company Private Limited

(B) Fellow Subsidiaries/ Enterprises under common control :(where there are transactions in the current/ previous year)

Afcons Infrastructure Limited
 Floral Finance Private Limited
 Forbes Precision Tools & Machine Parts Limited
 Forvol International Services Limited
 Gokak Textiles Limited
 Gossip Properties Private Limited
 Next Gen Publishing Limited
 Relationship Properties Private Limited (upto 26th July,2024)
 Shapoorji Pallonji Infrastructure Capital Company Private Limited
 Shapoorji Infrastructure Private Limited
 Shapoorji Pallonji Energy Private Limited
 Shapoorji Pallonji Development Managers Private Limited
 Paikar Real Estates Private Limited
 Stonesteel Prefab Infra Private Limited
 Shapoorji Pallonji Real Estate Private Limited

(C) Associate Companies:

Nuevo Consultancy Services Private Limited
 Dhan Gaming Solution (India) Private Limited

(D) Joint Ventures :

Forbes MACSA Private Limited (upto 31st March, 2025)

(E) Joint Ventures/ Associates of Holding Company / Fellow Subsidiaries :(where there are transactions)

SD Corporation Private Limited (upto 18th June,2024)
 SD SVP Nagar Redevelopment Private Limited (upto 18th June,2024)
 Coventry Properties Private Limited (upto 18th June,2024)

(F) Key Management Personnel :

Ravi C. Prem	Executive Director
Nirmal Jagawat	Chief Financial Officer (upto 30th April,2025 and Whole Time Director w.e.f. 30th April, 2025)
Pritesh Jhaveri	Company Secretary and Compliance Officer

Non Executive Directors of Forbes & Company Limited

M.C. Tahilyani	Non-Independent Director
Jai L. Mavani	Non-Independent Director
Bapsy Dastur	Independent Director
Nikhil Bhatia	Independent Director
Paras Savla	Independent Director

(G) Post employment benefit plan

Forbes & Company Limited Employees Provident Fund

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued
Current Year

(b) transactions/ balances with above mentioned related parties

		₹ In Lakhs						Total
		Parties in A above	Parties in B above	Parties in C above	Parties in D above	Parties in E above	Parties in F above	
Balances								
1	Trade Payables and Capital Creditors	184.23	1.86	83.07	-	-	-	269.16
2	Interest accrued	-	24.11	-	-	-	-	24.11
3	Advance for Supply of Goods and Services	441.74	-	-	-	-	-	441.74
4	Trade Receivables	3.19	160.72	-	-	-	-	163.91
5	Contractually reimbursable expense	-	6.79	-	-	-	-	6.79
6	Deposits Payable	-	50.03	-	-	-	-	50.03
7	Deposit Receivable	-	665.00	-	-	-	-	665.00
Transactions								
Purchases / Services								
8	Purchase of Fixed Assets/ Goods and Materials	-	3.56	-	-	-	-	3.56
9	Real Estate Developement Expenses	831.89	-	336.21	-	-	-	1,168.10
Sales / Services								
10	Goods and Materials	-	9.42	-	-	-	-	9.42
Expenses								
11	Repairs and Other Expenses	22.81	-	-	-	-	-	22.81
12	Travelling and conveyance expenses	-	38.08	-	-	-	-	38.08
13	Legal and professional charges	25.22	-	-	-	-	-	25.22
14	Interest Paid	-	46.89	-	-	-	-	46.89
15	Rent Paid	-	59.82	-	-	-	-	59.82
16	Remuneration	-	-	-	-	-	181.56	181.56
17	Miscellaneous expenses	0.59	-	-	-	-	-	0.59
18	Selling & Distribution Expenses	-	-	15.75	-	-	-	15.75
Income								
19	Rent and Other Service Charges	15.99	294.15	-	1.00	-	-	311.14
20	Interest Received	-	24.11	-	-	-	-	24.11
21	Miscellaneous Income	-	57.04	-	-	-	-	57.04

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ In Lakhs

		Parties in A above	Parties in B above	Parties in C above	Parties in D above	Parties in E above	Parties in F above	Total
	Other Receipts							
22	Other Reimbursements (Receipts)	-	785.57	-	-	-	-	785.57
23	Other Reimbursements (Payments)	-	2,166.57	35.84	-	-	-	2,202.41
	Finance							
24	Deposit Given	-	665.00	-	-	-	-	665.00

For details of investments in associates and joint ventures refer Notes 8A and 8B

Terms and conditions:-

- All outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- All related party transactions entered during the year were in ordinary course of business and on arms length basis.
- The Group has not recorded any impairment of receivables related to amounts owed by related parties except as stated above.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Current Year

(b) transactions/ balances with above mentioned related parties

₹ In Lakhs

		A	B	B	B	B	B	B
		Shapoorji Pallonji and Company Private Limited	Afcons Infrastructure Limited	Forbes Precision Tools & Machine Parts Limited	Forvol International Services Limited	Gokak Textiles Limited	Gossip Properties Private Limited	Next Gen Publishing Limited
	Balances							
1	Trade Payables and Capital Creditors	184.23	-	***	***	-	-	-
2	Interest accrued	-	-	-	-	-	-	-
3	Advance for Supply of Goods and Services.	441.74	-	-	-	-	-	-
4	Trade Receivables	***	***	109.37	-	-	***	***
5	Contractually reimbursable expense	-	-	-	-	6.79	-	-
6	Deposits Payable	-	-	-	***	-	-	-
7	Deposit Receivable	-	-	-	-	-	-	-
	Transactions							
	Purchases / Services							
8	Purchase of Fixed Assets/ Goods and Materials	-	-	3.56	-	-	-	-
9	Real Estate Development Expenses	831.89	-	-	-	-	-	-
	Sales / Services							
10	Goods and Materials	-	-	9.42	-	-	-	-
	Expenses							
11	Repairs and Other Expenses	22.81	-	-	-	-	-	-
12	Travelling and conveyance expenses	-	-	8.31	29.77	-	-	-
13	Legal and professional charges	25.22	-	-	-	-	-	-
14	Interest Paid	-	-	18.59	-	-	-	-
15	Rent Paid	-	-	59.82	-	-	-	-
16	Remuneration	-	-	-	-	-	-	-
17	Miscellaneous expenses	0.59	-	-	-	-	-	-
18	Selling & Distribution Expenses	-	-	-	-	-	-	-
	Income							
19	Rent and Other Service Charges	***	-	157.12	***	-	-	-
20	Interest Received	-	-	-	-	-	-	-
21	Miscellaneous Income	-	-	57.04	-	-	-	-
	Other Receipts							
22	Other Reimbursements (Receipts)	-	-	667.07	***	-	-	-
23	Other Reimbursements (Payments)	-	-	2,161.08	-	-	-	-
	Finance							
24	Deposit Given	-	-	-	-	-	-	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ In Lakhs

B	B	B	B	B	B	C	D	F
Shapoorji Pallonji Infrastructure Capital Company Private Limited	Shapoorji Pallonji Energy Private Limited	Shapoorji Pallonji Development Managers Private Limited	Paikar Real Estates Private Limited	Stonesteel Prefab Private Limited	Shapoorji Pallonji Real Estate Private Limited	Neuvo Consultancy Service Limited	Forbes MACSA Private Limited	Whole time director, Mr. Ravinder Prem
-	-	-	-	-	-	83.07	-	-
-	-	-	24.11	-	-	-	-	-
-	-	-	-	-	-	-	-	-
***	***	***	***	***	***	-	-	-
-	-	-	-	-	-	-	-	-
***	48.25	-	-	-	-	-	-	-
-	-	-	665.00	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	336.21	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	28.30	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	-	-	181.56
-	-	-	-	-	-	-	-	-
-	-	-	-	-	-	15.75	-	-
***	131.00	-	-	-	-	-	***	-
-	-	-	24.11	-	-	-	-	-
-	-	-	-	-	-	-	-	-
-	-	-	117.37	-	-	-	-	-
-	-	-	***	-	-	***	-	-
-	-	-	665.00	-	-	-	-	-

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Previous Year

(b) transactions/ balances with above mentioned related parties

₹ In Lakhs

		Parties in A above	Parties in B above	Parties in C above	Parties in D above	Parties in E above	Parties in F above	Total
	<i>Balances</i>							
1	Trade Payables and Capital Creditors	343.71	331.16	176.02	22.41	-	-	873.30
2	Advances received from customer	0.02	-	-	-	-	-	0.02
3	Interest accrued	1,706.63	199.24	-	-	-	-	1,905.87
4	Advance for Supply of Goods and Services and Prepaid Exps.	-	-	-	-	-	-	-
5	Deposit Receivable	-	-	-	-	-	-	-
6	Provision for Doubtful Trade Receivables, Financial Assets and Deposits (including interest accrued thereon)	-	-	-	-	-	-	-
7	Trade Receivables	5.32	531.89	10.70	102.34	41.29	-	691.54
8	Contractually reimbursable expense	-	50.03	-	-	-	-	50.03
9	Preference Shares classified as compound financial instrument	10.00	-	-	-	-	-	10.00
10	Payable pursuant to scheme of arrangement	-	881.93	-	-	-	-	881.93
11	Deposits Payable	-	250.03	-	-	-	-	250.03
12	Perpetual Loan - Instruments entirely equity in nature	6,175.00	-	-	-	-	-	6,175.00
	<i>Transactions</i>							
	<i>Purchases / Services</i>							
13	Purchase of Fixed Assets/ Goods and Materials	-	-	-	371.36	-	-	371.36
14	Real Estate Development Expenses	1,822.07	-	605.75	-	-	-	2,427.82
	<i>Sales / Services</i>							
15	Goods and Materials	-	437.59	-	495.11	-	-	932.70
	<i>Expenses</i>							
16	Repairs and Other Expenses	8.32	-	-	-	-	-	8.32
17	Travelling and conveyance expenses	-	19.30	-	-	-	-	19.30

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ In Lakhs

		Parties in A above	Parties in B above	Parties in C above	Parties in D above	Parties in E above	Parties in F above	Total
18	Legal and professional charges	17.15	-	-	-	-	-	17.15
19	Interest Paid	-	30.08	-	-	-	-	30.08
20	Brokerage and Commission Charges	-	20.36	-	-	-	-	20.36
21	Remuneration	-	-	-	-	-	367.79	367.79
22	Miscellaneous expenses	0.33	-	-	-	-	-	0.33
23	Selling & Distribution Expenses	-	-	50.72	-	-	-	50.72
	Income							
24	Rent and Other Service Charges	16.67	139.66	-	35.77	-	-	192.10
25	Interest Received	-	1.08	-	-	-	-	1.08
	Other Receipts							
26	Other Reimbursements (Receipts)	-	84.62	-	3.51	-	-	88.13
27	Other Reimbursements (Payments)	-	9.48	57.67	-	-	-	67.15
	Finance							
	Deposit Given	-	75.00	-	-	-	-	75.00
	Repayment of Deposits Given	-	75.00	-	-	-	-	75.00
	Purchase / Subscriptions to Investments	-	-	-	249.50	-	-	249.50
	Sale of Investment	-	0.02	-	-	-	-	0.02

For details of investments in associates and joint ventures refer Notes 8A and 8B

Terms and conditions:-

- All outstanding balances are unsecured and are repayable as per terms of credit and settlement occurs in cash.
- All related party transactions entered during the year were in ordinary course of business and on arms length basis.
- The Group has not recorded any impairment of receivables related to amounts owed by related parties except as stated above.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

Previous

(b) transactions/ balances with above mentioned related parties

₹ In Lakhs

	A	B	B	B	B	B	B	B	B
	Shapoorji Pallonji and Company Private Limited	Afcons Infrastructure Limited	Floral Finance Private Limited	Forbes Precision Tools & Machine Parts Limited	Forvol International Services Limited	Gokak Textiles Limited	Gossip Properties Private Limited	Next Gen Publishing Limited	Relationship Properties Private Limited
Balances									
1 Trade Payables and Capital Creditors	343.71	-	-	330.38	***	-	-	-	-
2 Advances received from customer	0.02	-	-	-	-	-	-	-	-
3 Interest accrued	1,706.63	-	-	-	-	-	-	-	-
4 Advance for Supply of Goods and Services and Prepaid Exps.	-	-	-	-	-	-	-	-	-
5 Deposit Receivable	-	-	-	-	-	-	-	-	-
6 Provision for Doubtful Trade Receivables, Financial Assets and Deposits (including interest accrued thereon)	-	-	-	-	-	-	-	-	-
4 Trade Receivables	***	***	-	478.52	-	-	***	***	***
5 Contractually reimbursable expense	-	-	-	-	-	6.79	-	-	-
6 Preference Shares classified as compound financial instrument	10.00	-	-	-	-	-	-	-	-
7 Payable pursuant to scheme of arrangement	-	-	-	881.93	-	-	-	-	-
8 Deposits Payable	-	-	-	-	***	-	-	-	-
9 Perpetual Loan - Instruments entirely equity in nature	6,175.00	-	-	-	-	-	-	-	-
Transactions									
Purchases / Services									
10 Purchase of Fixed Assets/ Goods and Materials	-	-	-	-	-	-	-	-	-
11 Real Estate Development Expenses	1,822.07	-	-	-	-	-	-	-	-
Sales / Services									
12 Goods and Materials	-	-	-	437.59	-	-	-	-	-
Expenses									
13 Repairs and Other Expenses	8.32	-	-	-	-	-	-	-	-
14 Travelling and conveyance expenses	-	-	-	-	19.30	-	-	-	-
15 Legal and professional charges	17.15	-	-	-	-	-	-	-	-
16 Interest Paid	-	-	-	-	-	-	-	-	-
17 Brokerage and Commission Charges	-	-	-	-	20.36	-	-	-	-
18 Remuneration	-	-	-	-	-	-	-	-	-
19 Miscellaneous expenses	0.33	-	-	-	-	-	-	-	-
20 Selling & Distribution Expenses	-	-	-	-	-	-	-	-	-
Income									
21 Rent and Other Service Charges	***	-	-	***	***	-	-	-	-
22 Interest Received	-	-	-	1.08	-	-	-	-	-
Other Receipts									
23 Other Reimbursements (Receipts)	-	-	-	-	***	-	-	-	-
24 Other Reimbursements (Payments)	-	-	-	-	-	-	-	-	-
Finance									
25 Deposit Given	-	-	-	75.00	-	-	-	-	-
26 Repayment of Deposits Given	-	-	-	75.00	-	-	-	-	-
27 Purchase / Subscriptions to Investments	-	-	-	-	-	-	-	-	-
28 Sale of Investment	-	-	0.02	-	-	-	-	-	-

*** Amounts are below the threshold adopted by the Company (i.e. less than 10% of the respective category of transactions).

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

₹ In Lakhs

B	B	B	B	B	B	B	C	D	E	E	E	F
Shapoorji Pallonji Infrastructure Capital Company Private Limited	Shapoorji Infrastructure Private Limited	Shapoorji Pallonji Energy Private Limited	Shapoorji Pallonji Development Managers Private Limited	Paikar Real Estates Private Limited	Stonesteel Prefab Infra Private Limited	Shapoorji Pallonji Real Estate Private Limited	Neuvo Consultancy Service Limited	Forbes MACSA Private Limited	Coventry Properties Private Limited	SD SVP Nagar Redevelopment Private Limited	SD Corporation Private Limited	Mr. Mahesh Tahilyani
- - - - - *** - - *** -	- - - - - *** - - - -	- - - - - *** - - 48.25 -	- - 199.24 - - *** - - 200.00 -	- - - - - - 43.24 - - - -	- - - - - *** - - - -	- - - - - *** - - - -	176.02 - - - - - *** - - - -	*** - - - - 102.34 - - - -	- - - - - - *** - - - -	- - - - - - *** - - - -	- - - - - - *** - - - -	- - - - - - *** - - - -
- -	- -	- -	- -	- -	- -	- -	- 605.75	371.36 -	- -	- -	- -	- -
-	-	-	-	-	-	-	-	495.11	-	-	-	-
- - - - - - -	- - - - - - -	- - - - - - -	- - 30.08 - - - -	- - - - - - -	- - - - - - -	- - - - - - -	- - - - - - 50.72	- - - - - - -	- - - - - - -	- - - - - - -	- - - - - - -	- - - - - 367.79 -
*** -	- -	123.01 -	- -	- -	- -	- -	- -	35.77 -	- -	- -	- -	- -
- -	- -	- -	- -	83.60 9.48	- -	- -	- 57.67	*** -	- -	- -	- -	- -
- - - -	- - - -	- - - -	- - - -	- - - -	- - - -	- - - -	- - - -	- - 249.50 -	- - - -	- - - -	- - - -	- - - -

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

53. Related Party Disclosures
Key Managerial Personnel Remuneration

Particulars	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
Short-term employee benefits	171.48	357.34
Post-employment benefits *	4.68	8.95
Long-term employee benefits	5.40	1.50
	181.56	367.79

* The above amounts do not include expenses for gratuity and leave encashment since actuarial valuation is carried out at an overall level. Bonus is disclosed on payment basis.

Directors Sitting Fees:

Name	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
Shapoor P. Mistry	-	0.50
M.C. Tahilyani	7.50	-
D. Sivanandhan	5.00	8.00
Jai L. Mavani	4.50	3.50
Rani Jadhav	2.50	3.50
Nikhil Bhatia	9.50	7.50
Bapsy Dastur	2.00	-
Paras Savla	4.75	-
Total	35.75	23.00

Parties in G

Contribution to Post Employment Benefit Plan:

Name	₹ in Lakhs	
	31st Mar., 2025	31st Mar., 2024
Forbes & Company Limited Employees Provident Fund	81.59	28.51
	81.59	28.51

- 54 Forbes Technosys Limited (FTL), a wholly owned subsidiary, had issued 1,00,000 (after capital reduction), 0.1 % Cumulative Non Convertible Redeemable Participating Preference Shares of ₹ 10 each in an earlier year . The Preference Shares shall be redeemable at par upon the expiry of 20 Years from date of allotment. The Preference Shares shall have right to dividend with Equity shareholders up to 8% after dividend of 0.1% has been paid to Equity shareholders and has voting right only for matters which directly affects the rights attached to Preference shares. Details of the same are as below:

Particulars	₹ In Lakhs	
	As at 31st Mar., 2025	As at 31st Mar., 2024
Proceeds from issue	-	10.00
Liability component at the date of issue	-	(1.06)
Equity Component	-	8.94
Liability Component (included under liabilities pertaining to discontinued operations)	-	1.06
Interest accrued as at the beginning of the year	-	3.24
Interest charged calculated at an effective interest rate	-	2.95
Less: Capital Reduction as per Composite Scheme of Arrangement	-	-
Interest accrued as at the end of the year (included under liabilities pertaining to discontinued operations)	-	6.19

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

55. A. The Company has taken over certain receivable of Forbes Facility Services Private Limited (FFSPL) in terms of agreement for sale was executed on 20th May, 2022 with SILA Solutions Private Limited for sale of entire stake in FFSPL. The Company has received an amount of ₹ 115.00 Lakhs in the month of January 2024 on settlement of legal disputes between FFSPL and customers against the previously withheld amount of ₹ 240.00 Lakhs. The provision made earlier on account of legal disputes is reversed to the extent of ₹ 115.00 Lakhs and recognized as gain in the profit & loss account for the financial year ended 31st March, 2024.
- B. The Company has made provision for doubtful debts amounting to ₹ 18.00 Lakhs for the year ended 31st March, 2023 with respect to Forbes Concept Hospitality Services Private Limited (FCHSPL). The Company received the said loan & advances from FCHSPL during the financial year ended 31st March, 2024 and accordingly the provision made in earlier years was reversed and recognized as a gain in profit & loss account for the year ended 31st March, 2024.
- C. The Company has made a provision of ₹ 559.05 Lakhs of property tax as at 31st March, 2024 against the demand raised by MCGM for payment of additional property tax of ₹ 1,034.34 Lakhs (including penalties) for the retrospective period from April 2010 to March 2023. The balance amount of ₹ 475.29 Lakhs which is in the nature of penalties are shown as contingent liability. The MCGM has changed the subzone of property from 0014 to 0027 for determination of property tax. The property valuation in Subzone 0027 is much higher compared to the subzone 0014. The subject property is historically valued in Subzone 0014 for property tax. The Company has disputed the entire demand notice.
- D. The Company was holding 50% shareholding in Forbes Concept Hospitality Services Private Limited (FCHSPL), a Joint Venture of the Company. The Board of Directors of the Company at their meeting held on 3rd August, 2023 has approved sale of its 60% shareholding in FCHSPL, to Metamix Technologies Private Limited and balance 40% shareholding to Floral Finance Private limited for a consideration of ₹ 0.03 Lakh and ₹ 0.02 Lakh respectively. Pursuant to the said sale of the entire shareholding in FCHSPL, it has ceased to be a Joint Venture of the Company effective from 3rd August, 2023.
- E. The Company has given ₹ 2 Lakhs as an advance to Forbes Technosys Limited during the financial year ended 31st March, 2025 post loss of control over FTL, which has been provided as the recoverability of the advances is doubtful.
56. The Company has granted secured loan to Svadeshi Mills Company Limited in past for which full provision exists in the consolidated financial statements, aggregating to ₹ 4,391.78 Lakhs as at 31st March, 2025 (31st March, 2024 ₹ 4,391.78 Lakhs).
57. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment. The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.
58. In the matter of Svadeshi Mills Company Limited (Svadeshi), the Hon'ble Bombay High Court vide its order dt. 9th October, 2023 has allowed the Interim Application (IA) filed by Grand View Estate Private Limited (GVEPL) and the Company granting permanent stay on the winding up of Svadeshi along with directions to Official Liquidator (OL) to handover entire undertaking of Svadeshi including all its properties assets books of accounts etc. OL has been discharged as the liquidator of Svadeshi. Directors have been appointed on the Board of Svadeshi. The Company as a shareholder of Svadeshi has secured the funding availed by GVEPL for revival of Svadeshi by way of exclusive pledge of entire equity shares of the Company and its wholly-owned subsidiary Forbes Campbel Finance Limited (FCFL) in Svadeshi hypothecation of secured debt due to the Company from Svadeshi together with the underlying security and hypothecation of receivables due to the Company from Svadeshi.

Subsequently, vide order dt. 22nd January 2025, the Division Bench of the Hon'ble Bombay High Court has vacated the stay on winding up of Svadeshi by setting aside the above order dt. 9th October, 2023 and directed OL to take control of its assets reserving liberty to GVEPL and Company to file fresh application u/s 466 of Companies Act, 1956. OL took control of Svadeshi's assets on 23rd January, 2025. GVEPL and the Company filed Special Leave Petition (SLP) before the Hon'ble Supreme Court against the impugned order dt. 22nd January, 2025. The Hon'ble Supreme Court heard the SLP and vide its Order dt. 31st January, 2025 stated that GVEPL and the Company may file fresh application before the Company Judge, Bombay High Court with a prayer that winding-up of Svadeshi should not be proceeded with. Further, such fresh application to be expeditiously heard by the Company Judge. Accordingly, the Company and GVEPL have filled applications to the Hon'ble Bombay High Court for granting permanent stay on the winding up proceedings.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

59. In respect of EFL Mauritius Limited, wholly owned subsidiary, the Board of Directors of the Company has approved the initiation of making an application for removal of the said subsidiary from the Register from the Registrar of the Companies, Mauritius, in accordance with the Company's constitution and under Sec 309 (1) (d) of the Companies Act 2001 (Mauritius). The Company has considered the financial statement on realizable basis, and there is no material impact on consolidated financial statement.
60. The Board of Directors of the Company, in their meeting held on 26th May 2023, approved for sale of approximately 0.53 acres of land at Chennai for an aggregate consideration of ₹ 15 Crores. The transaction got concluded on 1st June, 2023 by executing sale deed in favour of the buyer. Accordingly, the difference between the net disposal proceeds and the carrying amount of the land amounting to ₹ 1,447.00 Lakhs has been recognized as gain on disposal during the year ended 31st March, 2024 and reflected in other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the year ended 31st March, 2024.
61. Forbes Campbell finance Limited, a subsidiary of the company has lost control over Forbes Technosys Limited (FTL) and therefore its investment in FTL has been reclassified from "investment in associates" to "other investments" in view of the order passed by the National Company Law Tribunal, Mumbai Bench (NCLT) on dated March 24, 2025 admitting the petition filed by FTL, under Section 10 of the Insolvency and Bankruptcy Code, 2016 ("IB Code"), read with the Insolvency and Bankruptcy (Application to Adjudication Authority) Rules, 2016. As a result, the Corporate Insolvency Resolution Process (CIRP) has been initiated, the Interim Resolution Professional (IRP) has been appointed with effect from the date of the Order.
62. Additional Regulatory Information as per Schedule III of the Division II of the Companies Act, 2013

i. Details of benami property held

There are not any proceedings that have been initiated or pending against the Group for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder as at March 31, 2025.

ii. Wilful defaulter

The Group has not been declared wilful defaulter by any bank or financial Institution or other lender who has powers to declare a Group as a wilful defaulter at any time during the financial year or after the end of reporting period but before the date when financial statements are approved or in an earlier period and the default has continued for the whole or part of the current year.

iii. Relationship with struck off companies

The Group has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

- iv. The Group is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- v. (a) The Group has not advanced or loaned or invested any funds (either borrowed funds or share premium or any other sources or kind of funds) during the year to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:
 - i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (ultimate beneficiaries) or,
 - ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (b) The Group has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) during the year with the understanding (whether recorded in writing or otherwise) that the Group shall:
 - (i) 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
 - (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

vi. Undisclosed income

The Group does not have any transaction that are 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 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961), during the year.

vii. Details of crypto currency or virtual currency

The Group has not traded or invested in Crypto currency or Virtual Currency during the current or previous year..

viii. Valuation of Property, plant and equipment (including right-of-use assets) , intangible asset and investment properties.

The group has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

63. Other Regulatory Information as per Schedule III of the Division II of the Companies Act, 2013

i. Registration of charges or satisfaction with Registrar of Companies

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

ii. Utilisation of borrowings availed from banks and financial institutions

The borrowings obtained by the Group from banks and financial institutions have been applied for the purposes for which such loans were was taken.

iii. The Group has seven unregistered CICs which are part of the Group

- SP Finance Private Limited,
- SC Finance and Investments Private Limited,
- Hermes Commerce Private Limited,
- Renaissance Commerce Private Limited
- Shapoorji Pallonji Energy Private Limited (formerly known as Shapoorji Pallonji Oil and Gas Private Limited).
- SMCM Holdings Private Limited and
- Shayrus Ventures Private Limited

64. As per the Ministry of Corporate Affairs (MCA) notification, proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014, for the financial year commencing April 1, 2023, every company which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The interpretation and guidance on what level edit log and audit trail needs to be maintained evolved during the year and continues to evolve.

The Company and its subsidiaries has used accounting software (viz. SAP) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, there are no instances of audit trail feature being disabled at any time during the year. The audit trail has been preserved as per the statutory requirements for record retention.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2025 - Continued

65. Previous year figures have been regrouped/ reclassified, wherever necessary to conform to current year classification.
66. The Consolidated financial statements were approved by the Board of Directors of the Group at their meeting held on 30th April, 2025.

In terms of our report of even date

For Sharp & Tannan Associates
Firm Registration No. 0109983W
Chartered Accountants

Parthiv S. Desai
Partner
Membership Number: (F) 042624

Pritesh Jhaveri
Company Secretary
Membership No : A51446

Place: Mumbai
Date: 30th April, 2025

For and on behalf of the Board of Directors

M.C. TAHILYANI
Chairman
DIN : 01423084

JAI L. MAVANI
Director
DIN : 05260191

NIRMAL JAGAWAT
Whole-time Director
DIN: 01854117

Place: Mumbai
Date: 30th April, 2025



Forbes & Company Limited

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