



TARANGINI
INVESTMENTS LIMITED
ANNUAL REPORT
2023-2024

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Mr. Pankaj Khetan	- Director
Mrs. Asha Jain	- Whole Time Director
Mr. Jalaj Srivastava	- Independent Director
Mr. Rajender Pal Chandel	- Independent Director (Additional)
Mr. Rajesh Kumar	- Chief Financial Officer

Company Secretary & Compliance Officer

Ms. Rajni	- Company Secretary & Compliance Officer (current)
Ms. Swati Tomar	- Company Secretary & Compliance Officer (Previous)

AUDITORS

M/s MANOJ RAJ & ASSOCIATES

Chartered Accountant

303,304, Laxman Place, 19 Veer Savarkar Block, Madhuban Road, Shakarpur, Delhi-110092

BANKERS

Kotak Mahindra Bank

9, Birbal Road, Jangpura

Extention, New Delhi-110014

REGISTERED OFFICE

K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048
Email Id: tarangini0123@gmail.com

Website:www.taranginiinvestmentsltd.com

CIN: L67190DL1982PLC013486

REGISTRAR & SHARE TRANSFER AGENT

M/s. Skyline Financial Services private Limited D-153A,

1st Floor, Okhla industrial Area, Phase-1 New Delhi-110020

Email Id: info@skylinerta.com

Contact Details: 011-64732681 (10 Lines), 26812682-83



CIN: L67190DL1982PLC013486

GSTN:07AAACT0115A1Z9

Tarangini Investments Limited

K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048

Email: tarangini0123@gmail.com, www.taranginiinvestmentsltd.com

Tel:011-42657135

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 42nd Annual General Meeting of the members of Tarangini Investments Limited (the Company) will be held at the Registered Office of the Company situated at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048 on Monday, 30th September, 2024 at 3.00 P.M. to transact the following business:

ORDINARY BUSINESS:

Item no. 1: Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2024 which includes Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement as at that date, the Auditors Report and Board's Report thereon.

Item no. 2: To consider and appoint Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation and being eligible offers herself for reappointment,

To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

Item no.3: Ratify the Appointment of Auditors

To ratify the appoint the Statutory Auditors of the Company and to pass the following resolution thereof, as an Ordinary Resolution.

“Resolved that, pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, pursuant to the recommendations of the audit committee of the Board, the company hereby reappoints M/s. Manoj Raj & Associates Chartered Accountants (FRN.: 017373N), Delhi as the Auditors of the company to hold office till the conclusion of the Annual General Meeting (AGM) to be held for the financial year 2025-26 on such terms and conditions as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS:

4. Regularization of Independent Director (Additional), Mr. Rajender Pal Chandel (DIN: 09523927).

To consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to provision of section 161 and other applicable provisions, if any, of the Companies act, 2013 Mr. Rajender Pal Chandel (DIN: 09523927), who was appointed as Independent Director (Additional) by the board of directors of the company be and is hereby appointed as the Independent Director of the company.

By Order of the Board
For **Tarangini Investments Limited**

Sd/-
(**Pankaj Khetan**)

Date: 05.09.2024
Place: New Delhi

Director
DIN: 01567415
Residential Address:
H. No. 15, 1st Floor, Sector-14,
Gurgaon, Haryana-122001

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/ AUTHORITY, AS APPLICABLE. A PROXY FORM (MGT-11) FOR THE AGM IS ENCLOSED.**
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. The business set out in the Notice will be transacted through electronic voting system and the company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 16
5. Copies of all documents referred to in the notice are available for inspection at the registered office of the Company during normal business hours on all working days up to and including the date of the annual general meeting of the Company.
6. Members seeking any information with regard to accounts are requested to write to the Compliance Officer at least 10 days in advance of the Annual General Meeting, to enable the Company to keep the information ready.
7. Members are requested to:
 - a. Bring their copy of the Annual Report for the meeting.
 - b. Note that all correspondence relating to share transfers should be addressed to Registrar and Transfer Agent of the Company, viz. M/s Skyline Financial Services Private Limited, D-123 A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.
 - c. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.

8. The Annual Report for 2023-2024 along with the Notice of Annual General Meeting, attendance slip and proxy form is being sent by electronic mode to all the shareholders who have registered their email ids with the depository participants/ registrar and share transfer agent unless where any member has requested for the physical copy. Members who have not registered their email ids, physical copies of the annual report 2023-24 along with the notice of Annual General Meeting, attendance slip and proxy form are being sent by permitted mode. Members may further note that the said documents will also be available on the Company's website www.taranginiinvestmentsltd.com for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send request to the Company's email id viz. tarangini0123@gmail.com
9. Pursuant to Section 101 of the Companies Act, 2013 and rules made there under, the companies are allowed to send communication to shareholders electronically. We thus, request you to kindly register/ update your email ids with your respective depository participant and Company's Registrar and Share Transfer Agent (in case of physical shares) and make this initiative a success.
10. SEBI has made the submission of PAN necessary by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ Skyline Financial Services Private Limited (RTA).
11. Members holding shares in physical form are requested to consider converting their holdings in dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or Skyline Financial Services Private Limited (RTA), for assistance in this regard.
12. Members who hold shares in physical form in multiple folios in identical names or joint holding in same order of names are requested to send share certificate to Skyline Financial Services Private Limited (RTA), for consolidation in to a single folio.
13. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Clause 1.2.5 of Secretarial Standard II of the person seeking re-appointment as Director under Item No. 2 of the Notice, is annexed hereto.
14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under section 170 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.
15. The route map along with prominent land mark for easy location of the 42nd Annual General Meeting venue is printed on the last page of the Annual Report.

16. PROCESS AND MANNER FOR MEMBERS OPTING FOR E-VOTING IS AS UNDER:

Instructions of E-Voting are as below:

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, The Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
2. The attendance of the Members attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
3. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.taranginiinvestmentsltd.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. MSEI Limited at www.msei.in respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e- Voting facility) i.e. www.evoting.nsdl.com.
4. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
5. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 27th September, 2024 at 09:00 A.M. and ends on 29th September, 2024 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September 2024.

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 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. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.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. 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 If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com . Select “ Register Online for IDeAS Portal ” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp

2. 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.
3. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

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.
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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.
3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com

	<p>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>
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.

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 for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below **in process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to akgassociates@gmail.com 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.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Manager or Ms.Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati BapatMarg, Lower Parel, Mumbai - 400 013, 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:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to tarangini0123@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to tarangini0123@gmail.com. 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 for Individual shareholders holding securities in demat mode.**
3. 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.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Other Instructions

1. A member may participate in the AGM even after exercising his right to vote through remote-voting but shall not be allowed to vote again at the AGM.
2. 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 as well as voting at the AGM through ballot paper.
3. Ms. Silky Oberoi, Company Secretary, has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
4. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
5. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count 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.
6. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.taranginiinvestmentsltd.com 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 immediately forwarded to the Metropolitan Stock Exchange of India Limited, Mumbai and to the Calcutta Stock Exchange Limited.

By Order of the Board For
Tarangini Investments Limited

Sd/-

(Pankaj Khetan)

Director

DIN: 01567415

Residential Address:

H. No. 15, 1st Floor, Sector-14,
Gurgaon, Haryana-122001

Date: 05.09.2024

Place: New Delhi

EXPLANATORY STATEMENTS PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013

Regularization of Independent Director(Additional), Mr. Rajender Pal Chandel (DIN: 09523927).

Mr. Rajender Pal Chandel was appointed as an Independent Director(Additional) of the, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013,

Mr. Rajender Pal Chandel is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director.

The Board is of the view that the appointment of Mr. Rajender Pal Chandel as Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 4 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Rajender Pal Chandel himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

Details of Directors seeking re-appointment at the 42nd Annual General Meeting of the Company: [Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Clause 1.2.5 of Secretarial Standards].

Name of the Director	Mr. Pankaj Khetan
Designation	Director
Date of Birth	07.05.1974
Date of Appointment	15.02.2007
Qualification	BSc, FCS, IP
Experience	25 years
profile	Mr. Pankaj Khetan (Director), B.Sc, FCS, IP, aged about 50 years is having an experience of more than 25 years in the field of all type of Financial; and Taxation Consultancy. He is having a rich experience of project financing and debt restructuring. Mr. Pankaj Khetan has also qualified as Insolvency Professional and has the license to work as insolvency professional under Insolvency & Bankruptcy Code, 2016.
Directorship held in other Companies	1.3Dimension Capital Services Limited 2.3Dimension Asset Reconstruction Private Limited 3. Money Plant Capital Limited 4. Indotechs Software Private Limited
Directorship held in Listed Entities (Other than Tarangini Investments Limited)	NIL
Membership of Committees of the Board (Only Listed Entities) in which chairmanship held (includes only Audit Committee and Stakeholder Relationship Committee)	NIL
Numbers of shares held in the Company	8110000
No. of Board Meeting Attended during the year	04
Past Remuneration	NIL

By Order of the Board For
Tarangini Investments Limited

Date: 05.09.2024
Place: New Delhi

Sd/-
(Pankaj Khetan)
Director
DIN: 01567415

BOARD'S REPORT

To,
The Members,
Tarangini Investments Limited

Your Directors are pleased to present their report on the affairs of the Company for the Financial Year ended March 31, 2024.

FINANCIAL RESULTS

During the year under review, the financial results for the year ended 31 March, 2024 are as under:-

(Rs. In hundred)

Particulars	2023-2024	2022-2023
Revenue from operations	29,885.32	-
Other Income	6,306.92	16549.73
Total Revenue	36,192.24	16549.73
Total Expenses	32,628.05	17732.61
Profit/Loss before Tax & Exceptional Items	3,564.19	(1182.88)
Current tax inclusive of earlier year tax	926.69	-
Deferred Tax Asset/Liability	90.02	103.00
Profit after Tax	2,547.48	(1285.88)
Other Comprehensive Income		-
A (i) Items that will not be reclassified to profit or loss		-
Remeasurements of net defined benefit plans		-
Income tax relating to above items		-
Total Comprehensive Income for the period	2,547.48	(1285.88)
Earnings Per Share	0.00	0.00

KEY HIGHLIGHTS/REVIEW OF OPERATIONS

The Total Revenue for the year has increased to Rs. 36.19 Lacs in 2023-24 from Rs. 16.55 Lacs in 2022-23, resulting in a increase of 118.67% in total revenue of Company. The Company recorded Net Profit of Rs.25.47 Lacs for the Financial Year 2023-24 in comparison to Net loss of Rs. 12.85 Lacs for the Previous Financial Year 2022-23.

STATEMENT OF AFFAIRS

Your Company is in transformation stage. The management is looking for various options for taking the business ahead. Although there is big competition, the future prospects look good.

MATERIAL CHANGES AND COMMITMENT AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF REPORT

There are no material changes affecting the affairs of the company which have occurred between the end of the financial year on March 31, 2024 of the company to which the financial statements relate and the date of this report.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the Business during the financial year under review.

DIVIDEND & RESERVES

In order to meet the working capital requirements of the Company, no Dividend has been Recommended, during the period under review, no amount was transferred to General Reserve.

DEPOSITS

Your Company has no unclaimed / unpaid matured deposit or interest due thereon. Your Company has not accepted any deposits covered under 'Chapter V - Acceptance of Deposits by Companies under the Companies Act, 2013 during the financial year ended March 31, 2024.

CAPITAL STRUCTURE

The Authorized Share Capital of Company as on March 31, 2024 stands at Rs. 4,00,00,000/- divided into 4,00,00,000 equity shares of Re. 1/- each. The Paid up Equity Share Capital as at March 31, 2024 stood at Rs. 3,10,60,000/- divided into 3,10,60,000 equity shares of Re. 1/- each and the Subscribed and Paid-up Share Capital is Rs. 3,10,60,000/- divided into 3,10,60,000 equity shares of Re. 1/- each fully paid-up.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2024, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(3) read with Schedule V (B) of the Securities of Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, is presented in a separate section forming part of the Annual Report.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Your company does not have any unlisted/listed subsidiary company or Joint Venture or any Associate Company, pursuant to the provisions of the Rule 8 of Companies (Accounts) Rules, 2014, therefore, no requirement of attachment of Form AOC-1.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to section 134(5) of the Companies Act 2013, your Directors state that:

- a) In the preparation of the annual accounts for the year ended March 31, 2024, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The Directors 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 as at March 31, 2024 and of the profit of the Company for the year ended on that date;
- c) The Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a 'going concern' basis;
- e) The Directors 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
- f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CORPORATE GOVERNANCE

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, compliance with the Corporate Governance provisions specified in regulation 17 to 27 and clause (b) to (i) of the sub-regulation (2) of regulation 46 and Para C, D & E of Schedule V shall not apply to the company having Paid-up Equity Share Capital not exceeding Rs. Ten Crore and Net Worth not exceeding Rs. Twenty-Five Crores as on the last day of the previous financial year. The Paid-up Equity Share Capital of the company and the Net worth is less than the prescribed limit. So the Company is not covered under the limit as prescribed in Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015, therefore company is not required to

comply with the said provisions.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or covered under Section 188 of the Companies act, 2013. Hence, the details of such contracts or arrangements with its related parties are not applicable and further no need to disclose in Form AOC-2.

Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

The Policy on dealing with related party transactions and on determining materiality of related party transactions as approved by the Board may be accessed on the Company's website at the link <http://www.taranginiinvestmentsltd.com/policy/Related-Party-Transaction-Policy.pdf>

RISK MANAGEMENT

In accordance with provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is not required to maintain Risk Management Committee.

INTERNAL FINANCIAL CONTROL

The Board has adopted the policies and procedures 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 disclosures.

The Company's Internal Control Systems are commensurate with the nature of its business and the size and complexity of its operations.

The Internal Auditor independently evaluate the adequacy of internal controls and concurrently audit the financial transactions and review various business processes. Independence of the Internal Auditor and therefore compliance is ensured by the direct report of internal Auditors to the Audit Committee of the Board.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Your Company is managed and controlled by a Board comprising an optimum blend of Executives and Non-Executive Professional Directors. As on March 31, 2024, the Board of Directors consists of Four (4) Directors including (1) Chairman & Director, (1) woman and Whole time Director and Two (2) Non- executive Independent Directors. The composition of the Board is in conformity

with Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the relevant provisions of the Companies Act, 2013. All the Directors possess the requisite qualifications and experience in general corporate Management, finance, banking and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

S. No	Name	Designation
1	Mr. Pankaj Khetan	Director
2	Mrs. Asha Jain	Whole Time Director
3	Mr. Rajender Pal Chandel	Independent Director (Additional)
4	Mr. Jalaj Srivastava	Independent Director
5	Mr. Rajesh Kumar	Chief Financial Officer
6	Ms Rajni	Company Secretary & Compliance Officer
7	Ms. Swati Tomar	Company Secretary & Compliance Officer

- ❖ **Mr. Pankaj Khetan:** As per the provisions of Section 152 of the Companies Act, 2013 Mr. Pankaj Khetan, retires at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment for approval of the members in the forthcoming Annual General Meeting.
- ❖ **Ms. Rajni:** Ms. Rajni was appointed as the Company Secretary and Compliance Officer of the Company and resigned as on date 21st April, 2024
- ❖ **Ms. Swati Tomar:** Ms. Swati Tomar was resigned from the post of the Company Secretary and Compliance Officer of the Company and resigned as on date 21st April, 2024.

Pursuant to the Provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company are Mrs. Asha Jain, Whole Time Director, Mr. Rajesh Kumar, Chief Financial Officer and Ms. Rajni, Company Secretary.

Further, during the year under review, the non-executive directors of the Company had no Pecuniary relationship or transaction.

NUMBER OF MEETINGS OF THE BOARD

The Board met Four (4) times during the Financial Year 2023-24 on 26th May 2023, 07th August 2023, 08th November 2023, 30th January 2024.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent directors have submitted their disclosure to the Board that they fulfil all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 read with Schedule IV of the Companies Act, 2013. The Board confirms that the independent directors have complied with the Code for Independent Directors prescribed in Schedule IV of the Act.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

In accordance with the provisions of Schedule IV to the Companies Act, 2013 and Regulation 25(3) of SEBI (LODR), 2015, a separate meeting of the Independent Directors of the Company was held on 25th March 2024 to discuss the agenda items as prescribed under the applicable laws. The meeting was attended by all Independent Directors of the Company.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is as under:

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders. The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

The remuneration structure to the Executive Directors and Key Managerial Personnel shall include the following components:

- ❖ Basic Pay
- ❖ Perquisites and Allowances
- ❖ Annual Performance Bonus

ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

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

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code has been placed on the Company's website on <http://www.taranginiinvestmentsltd.com/policy/Code-of-Conduct.pdf>

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

FORMAL ANNUAL EVALUATION

In compliance with the provisions of the Act and the SEBI (LODR), 2015, a formal annual performance evaluation of the Board, its Committees and individual directors, including the Independent Directors was carried out during the FY 2023-24.

The Performance evaluation was carried out by the Nomination and Remuneration Committee based on the “Annual Evaluation Framework” prepared by the Committee.

Furthermore, the Independent Directors at their exclusive meeting held during the year, reviewed the performance of the Board, its Chairman, and non-executive directors as stipulated under the Act and SEBI(LODR), 2015.

COMPOSITION OF COMMITTEES

Audit Committee

As per the provisions of Section 177 of the Companies Act, 2013 your Company has Constituted an Auditcommittee. The Audit Committee comprises of majority of the Independent Directors. All the members ofthe Committee have experience in financial matters. The details of the composition of the committee are set out in the following table:

S.No.	Name	Designation
1	Mr. Jalaj Srivastava	Chairman (Non-Executive Independent Director)
2	Mr. Rajender Pal Chandel	Member (Non-Executive Independent Director)
3	Mr. Pankaj Khetan	Member and Director

The Audit Committee shall meet as and whenever need arises and their term of reference shall include thefollowing:

- ❖ To recommend the appointment, remuneration and terms of appointment of auditors of the Company;
- ❖ To review and monitor the auditor’s independence and performance and effectiveness of auditprocess;
- ❖ To examine the financial statement and the auditor’s report thereon;
- ❖ To approve or any subsequent modification of transactions of the Company with related parties;
- ❖ To do scrutiny of inter-corporate loans and investments;
- ❖ Evaluation of internal financial controls and risk management systems;
- ❖ Any other area as specified by the board.

The Audit Committee shall have the authority to investigate into any matter in relation to the items specifiedabove or as referred by the Board and for the purpose shall have the authority to interact with the Auditors,management, key managerial personnel of the Company or to obtain professional advice from external sources.

Further, during the period under review, the Members of Audit Committee met 4 (Four) times on 26th May,2023, 07th August,2023, 08th November,2023,30th January,2024.

Nomination and Remuneration Committee

Nomination and Remuneration Committee of the board pursuant to Section 178 of the Companies, Act 2013 and the relevant rules made under the Companies (Meetings of Board and its Powers) Rules, 2014 comprising of the following members:

S.No.	Name	Designation
1	Mr. Jalaj Srivastava	Chairman (Non-Executive Independent Director)
2	Mr. Rajender Pal Chandel	Member (Non-Executive Independent Director)
3	Mr. Pankaj Khetan	Member and Director

The Committee shall meet as and whenever need arises and their term of reference shall include the following:

- ❖ To identify and recommend to the Board persons who are qualified to become directors and who may be appointed in senior management. To recommend to the board about their appointment and removal and shall carry out evaluation of every director's performance.
- ❖ To recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees.
- ❖ Any other area as specified by the board.

Further, during the period under review, the members of Nomination & Remuneration Committee met once in a year i.e, on 30th January, 2024.

Stakeholder Relationship Committee

The Board of Directors constituted a Stakeholder Relationship Committee comprising following Directors:

S. No.	Name	Designation
1	Mr. Jalaj Srivastava	Chairman (Non-Executive Independent Director)
2	Mr. Rajender Pal Chandel	Member (Non-Executive Independent Director)
3	Mr. Pankaj Khetan	Member and Director

The Committee oversees performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services.

Shareholder cum Share Transfer Committee

The Board of Directors constituted a Shareholder cum Share Transfer Committee comprising following Directors:

S. No.	Name	Designation
1	Mr. Jalaj Srivastava	Chairman (Non-Executive Independent Director)
2	Mr. Pankaj Khetan	Member and Director

The Committee oversees the requests received from the shareholders of company regarding the share transfers/transmission/transposition.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of provisions of Section 177 of the Companies Act, 2013 and Rules framed thereunder read with Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, includes an Ethics & Compliance Task Force comprising non-executive's directors of the Company. The Company has a whistleblower policy/ vigil mechanism for directors and employees to report genuine concerns or grievances.

The whistle Blower policy has been posted on the Website of the Company:

http://www.taranginiinvestmentsltd.com/policy/Vigil-Mechanism_Whistle-Blower-Policy.pdf

EXTRACT OF THE ANNUAL RETURN

The extracts of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 are available on website of the Company i.e. <http://www.taranginiinvestmentsltd.com/>

AUDITORS

Statutory Auditors

The Company 2021 had appointed M/s. Manoj Raj & Associates Chartered Accountants (FRN.:017373N), as the Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting (AGM) to be held for the financial year 2025-26 subject to ratification by members at every AGM, if required under the provisions of the Companies Act, 2013. However, the Companies Amendment Act, 2013 has deleted the condition of ratification of statutory auditors.

Auditors' Report

The Report given by M/s. Manoj Raj & Associates, Chartered Accountants (FRN.: 017373N), Statutory Auditors on the financial statement of the Company for the year ended March 2024 is part of the Annual Report. There are no qualifications, reservation or adverse remark or disclaimer in their Report. During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3)(ca) of the Act.

Cost Auditors

Companies (cost records and audit) (Amendment) Rules, 2015 are not applicable on the Company for the financial year 2023-24.

Secretarial Auditors

The Board had appointed M/s Pritika Nagi & Associates, Practicing Company Secretary, to carry out Secretarial Audit in accordance with the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, for the financial year ended March 31, 2024. The Secretarial Audit Report for the financial year ended March 31, 2024 has been obtained and does not contain any qualification, which requires any comments from the Board. A copy of Secretarial Audit Report from M/s Pritika Nagi & Associates Practicing Company Secretary for financial year ended March 31, 2024 in the prescribed Form No. MR-3 is annexed to this report as Annexure I.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Since the Company do not involve in any manufacturing or processing activities, the particulars as per the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy and technology absorption are not applicable.

Particulars	Current Year	Previous Year
Foreign Exchange Outgo	N.A	N.A
Foreign Exchange Earning	N.A	N.A

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

The Company has not given any loan, made investment and provided security in terms of section 186 of the Companies Act, 2013.

DEPOSIT

Your Company has neither accepted nor was any fixed deposit outstanding as on the Balance Sheet date.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to the provisions of Section 135 of the Companies Act, 2013, every company having net worth of rupees five hundred crores or more, or turnover of rupees one thousand crores or more or a net profit of rupees five crores or more during any financial year shall constitute a Corporate Social Responsibility Committee of the Board and shall formulate a Corporate Social

Responsibility Policy. Your Company is not falling under the preview of said section during the year.

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

Your Directors state that during the financial year ended March 31, 2024 under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013.

PARTICULARS OF EMPLOYEES

Information required with respect to Section 197(12) of the Companies Act, 2013 Read With Rule 5(1) Of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each Director to the median remuneration of the Employees of the Company for the financial year under review.

Name of Director / KMP	Remuneration [In Rs.]	Ratio of Directors Remuneration to Median Remuneration	Percentage Increase in Remuneration
Mrs. Asha Jain (WTD)	NIL	NIL	NIL
Mr. Pankaj Khetan (Director)	NIL	NIL	NIL
Mr. Jalaj Srivastava (Independent Director)	NIL	NIL	NIL
Mr. Rajender Pal Chandel (Independent Director)	NIL	NIL	NIL
Mr. Rajesh Kumar (C.F.O)	2,17,835	-	-
Ms. Swati Tomar (Company Secretary)	1,80,000	-	-

2. **Ms. Swati Tomar** : Ms. Swati Tomar was appointed as the Company Secretary and Compliance Officer of the company and resigned from office as on 21st April, 2024.
3. The Median Remuneration of Employees is Rs 1,98,917/-
4. The Company has 1 permanent Employees on the rolls of Company as on 31st March, 2024.
5. During the Year 2023-2024, there was no increase in the salary of Employees.
6. Affirmation that the remuneration is as per the remuneration policy of the Company. The Company affirms that the remuneration is as per the remuneration policy of the Company.
7. **Information required with respect to Section 197(12) of the Companies Act, 2013 Read With Rule 5(2) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014**

None of the employee drawn remuneration more than of Rs. 1 Crore 2 Lakh per annum or Rs. 8.50 Lakh per month if any part of the year. Hence the provision of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable for the period under review.

FRAUD REPORTING

No frauds have been reported to the Audit Committee/ Board during the year.

DEPOSITS

Your Company has neither accepted nor any fixed deposits was outstanding as of the Balance Sheet date.

GENERAL DISCLOSURES

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

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares/ ESOP) to employees of the Company under any scheme.
4. As there is no subsidiary, hence this clause is not applicable.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

ACKNOWLEDGEMENTS

The Board of Directors acknowledges with gratitude the co-operation extended by the Company's Bankers and also appreciates the continued trust and confidence reposed by the Shareholders in the management. They also place on record their appreciation for the valuable contribution and whole hearted support extended by the Company's employees at all levels.

BY ORDER OF THE BOARD
FOR TARANGINI INVESTMENTS LIMITED

Date:--05.09.2024
Place: Delhi

Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H.No.15, 1st Floor,
Sector-14, Gurgaon,
Haryana-122001

Sd/-
Asha Jain
Whole Time Director
DIN: 09197699
Add: H NO. 1/6817, Street No.2,
East Rohtash Nagar, Shahdara,
North East Delhi- 110032



Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

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

To,
The Members,
TARANGINI INVESTMENTS LIMITED
CIN-L67190DL1982PLC013486
K-37/A, Basement, Kailash Colony
New Delhi South Delhi DL 110048

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Tarangini Investments Limited, (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by Tarangini Investments Limited ("the Company") for the financial year ended on March 31, 2024 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 there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under;
- iv. Foreign Exchange Management Act, 1999 ('FEMA') and the rules and regulations made
- v. thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External
- vi. Commercial Borrowings;
- vii. 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)
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading)Regulations, 2015; (Not Applicable)
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not Applicable)
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;(Not Applicable)

- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities)Regulations, 2008; (Not Applicable)
- 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)
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations,2009; (Not Applicable) and
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;(Not Applicable)
- i) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements)
- j) Other Laws applicable specifically to the Company namely;
 - The Income Tax Act, 1961;
 - Goods & Service Tax Law.

Compliances/ processes/ systems under other specific applicable Laws (as applicable to the industry)were not being verified by us.

As informed by the Management, there are no other laws that are applicable specifically to the Company.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- The Listing Agreements entered into by the Company with Metropolitan Stock Exchange and the Calcutta Stock Exchange read with Securities and Exchange Board of India (Listing obligations and Disclosure Requirement) Regulations, 2015 (SEBI LODR Regulations);

During the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. above mentioned;

I further report that based on the information provided and representation made by the Company, in my opinion, adequate systems and processes exist in the Company to monitor and ensure compliance with provisions of applicable general laws.

We further report that

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

- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or on shorter notice as the case may be, as per the applicable provisions of the Companies Act, 2013 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.

We further report, that the compliance by the company of applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by Statutory auditors and other designated professionals.

- All decision of the Board and committees were carried with requisite majority.

We further report that based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the management and taken on record by the Board of Directors at their meetings(s), We are of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:

As informed, the company has responded appropriately to notices received from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary.

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

Date : 12.08.2024

Place : Delhi

For & on behalf of M/s Pritika Nagi & Associates

PRITIK Digitally signed
by PRITIKA NAGI
Date: 2024.08.12
16:00:33 +0530
A NAGI

Pritika Nagi

Practicing Company Secretary

M. No.: 29544

CP No.: 11279

UDIN : A029544F000956701



CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To The Members,
TARANGINI INVESTMENTS LIMITED

We have examined all relevant records of TARANGINI INVESTMENTS LIMITED for the purpose of certifying compliance of conditions of Corporate Governance as per para C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 read with Regulation 34(3) of the said Listing Regulations (hereinafter, collectively referred to as the Listing Regulations) of the Company with stock exchanges in India for the Financial year ended on 31st March, 2024. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

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

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

On the basis of our review and according to the information and explanation given to us, the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations as applicable has been complied by the Company in all material respect.

Date : 12.08.2024
Place : Delhi

For & on behalf of M/s Pritika Nagi & Associates

PRITIK Digitally signed
by PRITIKA NAGI
Date: 2024.08.12
16:36:54 +05'30'
A NAGI

Pritika Nagi
Practicing Company Secretary
M. No.: 29544
CP No.: 11279
UDIN : A029544F001073752



ANNEXURE-I TO THE CORPORATE GOVERNANCE REPORT

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
Tarangini Investments Limited
K-37/A, Basement, Kailash Colony,
Near Kailash Colony Metro Station,
New Delhi-110048

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of TARANGINI INVESTMENTS LIMITED having CIN L67190DL1982PLC013486 and having registered office at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048, (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and Explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of the company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment
1.	Mr. Pankaj Khetan	Director	15/02/2007
2.	Mrs. Asha Jain	Whole Time Director	10/06/2021
3.	Mr. Jalaj Srivastava	Independent Director	24/12/2014
4.	Mr. Rajender Pal Chandel	Independent Director	12/11/2022

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

Date : 12.08.2024

Place: Delhi

For & on behalf of M/s Pritika Nagi & Associates

PRITIK Digitally signed
A NAGI by PRITIKA NAGI
DN: cn=12.08.24
tel=91-11-461-0530

Pritika Nagi

Practicing Company Secretary

M. No.: 29544

CP No.: 11279

UDIN : A029544F001073576

TARANGINI INVESTMENT LIMITED - AUDITORS REPORT

Company Auditors Report

To the Members of
Tarangini Investments Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Tarangini Investment Limited (hereinafter referred to as "the Company") which comprise the Balance Sheet as at 31 March 2024 and the Statement of Profit and Loss Statement of Changes in Equity and Statement of Cash Flows for the year then ended and notes to the financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the 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 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31 March 2024 and its loss and other comprehensive loss changes in equity and its cash flows for the year ended on that date.

Based on our examination which included test checks. The company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further during the course of our audit we did not come across any instance of audit trail feature being tempered with.

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 Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Based on our examination which included test checks. The company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further during the course of our

audit we did not come across any instance of audit trail feature being tempered with.

Key Audit Matters

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

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditors' report thereon. The Company's annual report is expected to be made available to us after the date of this auditor's report.

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

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

When we read the Company's annual report if we conclude that there is a material misstatement therein we are required to communicate the matter to those charged with governance and take necessary actions as applicable under the relevant laws and regulations.

Management's and Board of Directors' Responsibilities for the 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 financial statements that give a true and fair view of the state of affairs profit/ loss and other comprehensive income changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement whether due to fraud or error.

In preparing the financial statements the 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 the Board of Directors either intends to liquidate the Company or to cease operations or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

report. However future events or conditions may cause the Company to cease to continue as a going concern.

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

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 the mall 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 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 of India in terms of Section 143(11) of the Act we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
 2. (A) As required by Section 143(3) of the Act we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet the Statement of Profit and Loss the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d) In our opinion the aforesaid 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 31 March 2024 taken on record by the Board of Directors none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the **internal financial controls** with reference to financial statements of the Company and the operating effectiveness of such controls refer to our separate Report in "**Annexure B**".

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

a) The Company does not have any pending litigations as at 31 March 2024, so the disclosure of that's impact on its financial statements not required.

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

c) There has not been any liability of company to transfer the amounts to the Investor Education and Protection Fund by the Company.

d) (i) The management has represented that to the best of its knowledge and belief no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities including foreign entities ("Intermediaries") with the understanding whether recorded in writing or otherwise that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
- provide any guarantee security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that to the best of its knowledge and belief no funds have been received by the Company from any persons or entities including foreign entities ("Funding Parties") with the understanding whether recorded

in writing or otherwise that the Company shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee security or the like from or on behalf of the Ultimate Beneficiaries; and

(iii) Based on such audit procedures as 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 (d) (i) and (d) (ii) contain any material mis-statement.

(C) 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 there is no any remuneration paid by the Company to its directors during the current year. Hence the provisions of Section 197 of the Act not apply.

For **Manoj Raj & Associates**
Chartered Accountants
FRN : 017373N

Sd/-
FCA MANOJ KUMAR JAIN
(PARTNER)
M.NO. : 095531

UDIN : 24095531BKEEKI6465

DATE : 20-04-2024
PLACE : DELHI

Annexure A to the Independent Auditor's report on the financial statements of Tarangini Investments Limited for the year ended 31 March 2024

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property plant and equipment.

(B) The Company has maintained proper records showing full particulars of Intangible assets.

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Company has a regular programme of physical verification of its Property plant and equipment by which all Property plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme certain Property plant and equipment were verified during the year. In our opinion this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Company has not revalued its Property plant and equipment or Intangible assets or both during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act 1988 and rules made there under.

(ii) (a) There is no any inventory hence physical verification by the management during the year not required.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Company has not made any investments provided guarantee or security or granted any advances in the nature of loans secured or unsecured to companies firms limited liability partnerships or any other parties during the year.

(a) below. The Company has not granted any loans secured or unsecured to firms limited liability partnerships or any other parties during the year.

(a) A. Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has not granted any loans to subsidiaries.

B. Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has not granted any loans to a party other than subsidiaries.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us we are of the opinion that the terms and conditions of the loans given are prima facie not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company in the case of loans given the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company there is no overdue amount for more than ninety days in respect of loans given.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company there is no loan given falling due during the year which has been renewed or extended or fresh loans given to settle the over dues of existing loans given to the same party.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Company has not given any loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records the Company has not given any loans or provided any guarantee or security as specified under Section 185 of the Companies Act 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act 2013. Further the Company has complied with the provisions of Section 186 of the Companies Act 2013 in relation to loans given and investments made.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act 2013 for the products manufactured by it (and/ or services provided by it). Accordingly clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Sales tax Service tax Duty of excise and Value added tax during the year since effective 1 July 2017 these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services

Tax('GST') Provident fund Employees' State Insurance Income-tax Duty of Customs Cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanations given to us no undisputed amounts payable in respect of GST Provident fund Employees' State Insurance Income-tax Duty of Customs Cess and other material statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

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

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Company did not have any loans or borrowings from any lender during the year. Accordingly clause 3(ix)(a) of the Order is not applicable.

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

(c) According to the information and explanations given to us by the management the Company has not obtained any term loans. Accordingly clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company we report that no funds have been raised on short-term basis by the Company. Accordingly clause 3(ix)(d) of the Order is not applicable.

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

(f) According to the information and explanations given to us and procedures performed by us we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act 2013. Accordingly clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company the Company has not made any

preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us considering the principles of materiality outlined in Standards on Auditing we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

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

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature timing and extent of our audit procedures.

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

(xiii) In our opinion and according to the information and explanations given to us the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act 2013 where applicable and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures in our opinion the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

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

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

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

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

(d) According to the information and explanations provided to us during the course of audit the Group does not have any CIC. Accordingly the requirements of clause 3(xvi)(d) are not applicable.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

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

(xix) According to the information and explanations given to us and on the basis of the financial ratios ageing and expected dates of realisation of financial assets and payment of financial liabilities other information accompanying the financial statements our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.

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

For Manoj Raj & Associates

Chartered Accountants

FRN : 017373N

Sd/-

FCA MANOJ KUMAR JAIN

(PARTNER)

M.NO. : 095531

UDIN : 24095531BKKEKI6465

DATE : 20-04-2024

PLACE : DELHI

Annexure B to the Independent Auditor's Report on the standalone financial statements of Tarangini Investment Limited for the year ended 31 March 2024

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

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Tarangini Investment Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the financial statements of the Company as at and for the year ended on that date.

In our opinion the Company has in all material respects adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024 based on the internal financial controls with reference to 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 issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls
The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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.

Auditors' Responsibility

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 prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls with reference to 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 whether 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to 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 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 Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include 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 financial statements.

Inherent Limitations of Internal Financial Controls with Reference to 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 controls with reference to financial statements may become inadequate because of changes in conditions or that the degree of compliance with the policies or procedures may deteriorate.

For **Manoj Raj & Associates**

Chartered Accountants

FRN : 017373N

Sd/-

FCA MANOJ KUMAR JAIN

(PARTNER)

M.NO. : 095531

UDIN : 24095531BKEEKI6465

DATE : 20-04-2024

PLACE : DELHI

TARANGINI INVESTMENT LIMITED - COMPANY INFO

Chairman (Non-Executive) :	Mr. Pankaj Khetan
Non-Exec. & Independent Dir. :	Mr. Jalaj Sri Vastava
Non-Exec. & Independent Dir :	Mr. Baldev Singh Dhillon

AUDITOR :	Manoj Raj & Associates
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Registered Office : -

K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048.

Tarangini Investments Limited
CIN: L67190DL1982PLC013486
Balance Sheet as at 31st March 2024

(Amount in Hundred)

Particulars	Note	As at 31st March, 2024	As at 31st March, 2023
ASSETS			
Non-current assets			
Property, Plant & Equipments	2	267.21	418.93
Deferred tax assets (net)	3	140.97	230.99
Intangible assests		-	-
Financial assests		-	-
Investments		-	-
Trade receivables		-	-
Loans		-	-
Other financial assests		-	-
Income tax assets (net)		-	-
Other non-current assests		-	-
Total non-current assests		408.17	649.92
Current assets			
Inventories		-	-
Financial Assets			
Investments		204,021.93	110,000.00
Trade Receivable	4	47.53	-
Cash and Bank Balances	5	6,400.55	27,157.77
Loans	6	103,541.93	173,283.26
Other financial assest		-	-
Current Tax Assets (Net)		772.19	704.91
Other current assests: GST INPUT		775.53	292.70
Total Current Assests		315,559.66	311,438.63
Total Assets		315,967.83	312,088.55
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	7	310,600.00	310,600.00
Other equity	8	3,697.53	1,150.06
Total Equity		314,297.53	311,750.06
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payable		-	-
(iii) Other Non- Current Financial Liabilities		-	-
Provisions		-	-
Deferred tax liabilities (Net)	3	-	-
Other non-current liabilities		-	-
Total Non Current Liabilities		-	-
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables	9	-	5.00
(iii) Other Current Financial Liabilities		-	-
(b) Other current liabilities	10	743.61	343.50
(c) Short Term Provisions	11	926.69	-
Total Current Liabilities		1,670.30	338.50
Total Equity and Liabilities		315,967.83	312,088.56

The accompanying summary of significant accounting policies and other explanatory informtaion (notes) are an integral part of the Condensed Financial Statements.

This is the Condensed Balance Sheet referred to in our report of even date.

For Manoj Raj & Associates.
Chartered Accountants
Firm Registration No. 017373N

Sd/-
MANOJ KUMAR
Partner
M.No. 095531
Place: New Delhi
Date: 20.04.2024

Sd/-
Pankaj Khetan
Director
(DIN 01567415)

Sd/-
Asha Jain
Whole Time Director
(DIN 09197699)

Sd/-
Swati Tomar
(Company Secretary &
compliance officer)

Sd/-
Rajesh Kumar
Chief Financial Officer

Tarangini Investments Limited
CIN: L67190DL1982PLC013486
Statement of Profit and Loss for the year ended 31st March 2024

(Amount in Hundred)

Particulars	Note	As at 31st March, 2024	As at 31st March, 2023
Revenue from operations	12	29,885.32	-
Other Income	13	6,306.92	16,549.73
Total Income		36,192.24	16,549.73
Expenses			
Cost of services consumed		16,753.97	-
Employee benefits expense	14	4,992.21	7,053.38
Depreciation and amortization expense	2	151.72	426.44
Other expenses	15	10,730.14	10,252.79
Total expenses		32,628.05	17,732.61
Profit / (loss) before tax		3,564.19 -	1,182.88
Tax expense			
Current tax		926.69	-
Deferred tax (Assets)/Liabilities)	3	90.02	103.00
Income tax for earlier years		-	-
		1,016.71	103.00
Profit/(Loss) for the period (IX + XII)		2,547.48 -	1,285.88
Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss			
Remeasurements of net defined benefit plans : Gains / (Loss)		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss			
Remeasurements of net defined benefit plans		-	-
Other Comprehensive Income for the year		-	-
Total Comprehensive Income for the year		2,547.48 -	1,285.88
Earnings per equity share of Rs. 10 each			
Basic & Diluted	16	0.00 -	0.00

The accompanying summary of significant accounting policies and other explanatory information (notes) are an integral part of the Condensed Financial Statements.

This is the Condensed Statement of Profit and Loss referred to in our report of even date.

For Manoj Raj & Associates.
Chartered Accountants
Firm Registration No. 017373N

For and on behalf of the Board of Directors
of Tarangini Investments Limited

Sd/-
MANOJ KUMAR
Partner
M.No. 095531
Place: New Delhi
Date: 20.04.2024

Sd/-
Pankaj Khetan
Director
(DIN 01567415)

Sd/-
Asha Jain
Whole Time Director
(DIN 09197699)

Sd/-
Swati Tomar
(Company Secretary &
compliance officer)

Sd/-
Rajesh Kumar
Chief Financial Officer

Tarangini Investments Limited
CIN: L67190DL1982PLC013486
Cash flow statement for the period ended as on 31st March, 2024

(Amount in Hundred)

	For the year ended March 31, 2024	For the year ended March 31, 2023
Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	3,564.19	(1,182.88)
Adjustment for:		
Depreciation	151.72	426.44
Other Assets Written off	-	-
Operating profit before working capital changes	3,715.92	(756.44)
Movements in working capital :		
Decrease/ (increase) in current assets	(24,878.24)	(127,462.52)
Increase / (decrease) in Current Liability	405.11	(3,832.20)
Cash generated from operations	(20,757.22)	(132,051.17)
Net income tax paid	-	-
Net cash flow from operating activities (a)	(20,757.22)	(132,051.17)
Cash flows from investing activities		
Purchase of Fixed Assets	-	-
Sale of fixed assets	-	-
Net cash flow from/(used in) investing activities (b)	-	-
Cash flows from financing activities		
Proceeds from issuance of share capital including premium	-	-
Proceeds from short-term borrowings	-	-
Repayment of short term borrowing	-	-
Net cash flow from/(used in) in financing activities (c)	-	-
Net increase/(decrease) in cash and cash equivalents (a + b + c)	(20,757.22)	(132,051.17)
Cash and cash equivalents at the beginning of the year	27,157.77	159,208.94
Cash and cash equivalents at the end of the year	6,400.55	27,157.77
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and bank balances as per Balance Sheet	6,400.55	27,157.77
Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements)	6,400.55	27,157.77
Cash and cash equivalents at the end of the year		
Comprises:		
Cash in hand	1,317.74	4,746.99
Balance with scheduled Banks		
In current accounts	1,041.82	1,019.79
Cheque in hand	-	-
Fixed Deposit	4,040.99	21,390.99
	6,400.55	27,157.77
As per our report of even date	For and on behalf of the Board of Directors	
For Manoj Raj & Associates.	of Tarangini Investments Limited	
Chartered Accountants		
Firm Registration No. 017373N		
S/d	Sd/-	Sd/-
MANOJ KUMAR	Pankaj Khetan	Asha Jain
Partner	Director	Whole Time Director
M.No. 095531	(DIN 01567415)	(DIN 09197699)
Place: New Delhi	Sd/-	Sd/-
Date:20.04.2024	Swati Tomar	Rajesh Kumar
	(Company Secretary & compliance officer)	Chief Financial Officer

Tarangini Investments Limited

CIN: L67190DL1982PLC013486

Statement of Changes in Equity for the year ended March 31, 2024

Note No 1(A)

A. EQUITY SHARE CAPITAL

(Amount in Hundred)

Particulars	Balance at the beginning of the year / half year	Changes in equity share capital during the year / half year	Balance at the end of the year / half year
For the year ended March 31, 2023	310,600.00	-	310,600.00
For the year ended March 31, 2024	310,600.00	-	310,600.00

B. OTHER EQUITY

(Amount in Rs)

Particulars	Retained Earnings	Total
Balance at 01, April 2023	1,151	1,151
Profit for the Year	2,547	2,547
Other comprehensive income for the year	-	-
	2,547	2,547
	3,699	3,699

This is statement of change of equity referred to in our report of even date.

For Manoj Raj & Associates.
Chartered Accountants
Firm Registration No. 017373N

For and on behalf of the Board of Directors
of Tarangini Investments Limited

Sd/-
MANOJ KUMAR
Partner
M.No. 095531
Place: New Delhi
Date: 20.04.2024

Sd/-
Pankaj Khetan
Director
(DIN 01567415)

Sd/-
Asha Jain
Whole Time Director
(DIN 09197699)

Sd/-
Swati Tomar
(Company Secretary
& compliance officer)

Sd/-
Rajesh Kumar
Chief Financial Officer

Tarangini Investments Limited
CIN: L67190DL1982PLC013486

Notes to Accounts of Financial Statements for the year ended March 31, 2024

Note No 3 - Deferred Tax Assets (Net)

(Amount in Hundred)

	As at 31st March, 2024	As at 31st March, 2023
Deferred Tax Assets (Opening balance)	230.99	333.99
During the year :Deferred Tax Assets/ Liabilities	(90.02)	(103.00)
Fixed Assets : Impact of difference between depreciation as per Income Tax Act and depreciation/amortization charges as per Companies Act.		
	140.97	230.99

Note 4 Trade Receivable

	As at 31st March, 2024	As at 31st March, 2023
Sundry Debtors	48	-
	48	-

Note 5 Cash and Bank Balances

	As at 31st March, 2024	As at 31st March, 2023
Cash and cash equivalents		
Balances with banks		
- in current accounts		
Kotak Mahindra Bank	1,041.82	1,019.79
Fixed Deposit with original maturity of less than three months	3,950.00	21,300.00
Cheques in Hand	-	-
interest accrued on FD	90.99	90.99
Cash in hand	1,317.74	4,746.99
	6,400.55	27,157.77

Note 6 Short term Loans & Advances

	As at 31st March, 2024	As at 31st March, 2023
Other Loans & Advances	103,541.93	173,283.26
	103,541.93	173,283.26

Tarangini Investments Limited
CIN: L67190DL1982PLC013486

Notes to Financial Statements for the year ended March 31, 2024

Note 7 - Share Capital and Other equity

(Amount in Hundred)

Note 7a - Authorised Share Capital

Particulars	Nos of Shares	As at 31st March, 2024	As at 31st March, 2023
At the beginning of the year/quarter	40,000,000	400,000.00	400,000.00
Add : Increase during the year	-	-	-
At the end of the year	40,000,000	400,000.00	400,000.00

Note 7b - Issued, subscribed and paid-up equity share capital

At the beginning of the year	31,060,000	310,600.00	310,600.00
Add : Increase during the year	-	-	-
At the end of the year	31,060,000	310,600.00	310,600.00

Note 7c - Terms and rights attached to equity shares

The Company has only one class of shares referred to as Equity Shares having a Par Value of Rs.1/- each.

Note 7d - Reconciliation of the number of Equity shares outstanding

Particulars	As at 31st March, 2024	As at 31st March, 2023
Nos of Shares at the beginning of the year/quarter	31,060,000	31,060,000
Add : Nos of Shares issued during the year/quarter	-	-
Nos of Shares at the end of the year/quarter	31,060,000	31,060,000

Note 7e Details of shareholders holding more than 5% shares in the Company

Name of Shareholder	As at 31st March 2024		As at 31st March 2023	
	No. of Equity Shares Held	Percentage of Holding (%)	No. of Equity Shares Held	Percentage of Holding (%)
Pankaj Khetan	8,110,000	26.11%	8,110,000	26.11%
Rachna Khetan	4,160,000	13.39%	4,160,000	13.39%
Sapna Jain	1,560,000	5.02%	1,560,000	5.02%
3Dimension Capital Services Limited	1,760,000	5.67%	1,660,000	5.34%

Note 8 Other Equity

a. Retained Earnings

Particulars	Note No	As at 31st March, 2024	As at 31st March, 2023
Opening balance		1,150.06	2,435.94
Net profit for the year		2,547.48	(1,285.88)
		3,697.53	1,150.06

Tarangini Investments Limited
CIN: L67190DL1982PLC013486

Notes to Financial Statements for the year ended March 31, 2024

	(Amount in Hundred)	
Note 9 - Trade Payables	As at 31st March, 2024	As at 31st March, 2023
Dues of Micro Enterprises and Small Enterprises	-	-
Due of other than Micro and Small Enterprises	-	(5.00)
	-	- 5.00
Note 10 - Other current liabilities	As at 31st March, 2024	As at 31st March, 2023
Salary Payable	350.00	-
Audit Fee Payable	300.00	300.00
Duties & Taxes Payable	93.61	43.50
	743.61	343.50
Note 11 - Short Term Provisions	As at 31st March, 2024	As at 31st March, 2023
Provision For Income Tax	926.69	-
	926.69	0.00

Tarangini Investments Limited
CIN: L67190DL1982PLC013486

Notes to Accounts of Financial Statements for the year ended March 31, 2024

	(Amount in Hundred)	
Note 12- Revenue from operations	As at 31st March, 2024	As at 31st March, 2023
Revenue from Sale of Services		
Direct Income	29,885.32	-
	29,885.32	-
Note 13 - Other income	As at 31st March, 2024	As at 31st March, 2023
Interest From Bank	-	479.62
Interest on income tax refund	17.40	-
Interest on FD	361.17	-
Interest income	5,928.35	16,070.11
	6,306.92	16,549.73
Note 14 -Employee Benefit Expens	As at 31st March, 2024	As at 31st March, 2023
Salaries, wages and bonus	4,128.35	6,020.51
Staff Welfare Expenses	863.86	1,032.87
	4,992.21	7,053.38
Note 15 - Other expenses	As at 31st March, 2024	As at 31st March, 2023
Audit fees	300.00	300.00
Bank Charges	0.63	3.22
Certification Fees	17.50	115.30
Conveyance Charges	393.14	511.93
Depository Expenses	180.00	180.00
E-voting Expenses	119.00	62.26
Electricity Charges	-	333.60
Filing Fees	96.30	-
Miscellaenous Expenses	62.64	110.84
Stock Exchange Fees	800.00	800.00
Office Expenses	1,103.98	976.20
RTA Fess and Charges	-	454.30
Website Expense	-	46.83
Postage & Courier Charges	277.39	632.50
Printing & Stationery	864.59	1,457.31
Professional Expenses	935.00	296.00
Travelling Expenses	710.31	1,164.14
Rent	1,200.00	1,200.00
Repair & Maintenance Charges	1,599.96	1,303.78
Telephone Expenses	11.76	25.46
Short & Excess	2.15	3.15
Other expenses	64.62	110.00
Sitting fee.	550.00	-
Interest exp	1,441.16	165.98
	10,730.14	10,252.79

Note 16 - Earnings Per Share

The calculation of basic and diluted earning per share for profit attributable to Equity Shareholders of the company is based on the following data:

	(Amount in Hundred)	
Nominal rate of Equity Shares	As at 31st March, 2024	As at 31st March, 2023
Nominal rate of Equity Shares	1	1
Profit attributable to equity shareholders	2,547.48	1,285.88
Number of equity shares outstanding during the year	31,060,000	31,060,000
Basic/Diluted Earning Per Share	0.00	0.00

Tarangini Investments Limited											
CIN: L67190DL1982PLC013486											
Notes to Accounts of Financial Statements for the year ended March 31, 2024											
Fixed Assets as on March 31, 2024											
Note No. 2											
(Amount in Hundred)											
S.No.	PARTICULARS	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK	
		AS AT 01.04.2023	ADDITION DURING THE YEAR	SALE / ADJUSTMENT	AS AT 01.04.2024	UPTO 01.04.2023	FOR THE YEAR	SALE/ ADJUSTEMENT	UPTO 31.03.2024	AS AT 31.03.2024	AS AT 31.03.2023
	1 Computers:-										
	Printer	272.71	-	-	272.71	258.65	0.44	-	259.09	13.62	14.06
	Laptop/ Computer	4,933.65	-	-	4,933.65	4,545.50	141.47	-	4,686.97	246.68	388.15
	2 Mobile	199.99	-	-	199.99	189.57	0.41	-	189.98	10.01	10.42
	3 Office Equipments	66.10	-	-	66.10	59.80	9.40	-	69.20	3.10	6.30
	Total	5,472.45	-	-	5,472.45	5,053.52	151.72	-	5,205.24	267.21	418.93
	Previous Year Figure	5,472.45	-	-	5,472.45	4,627.08	426.44	-	5,053.52	418.93	845.37

Note-17 Related Party Disclosure

A) List of Related parties with whom transactions have taken place during the year is as under:

Nature of Relationship	Name of the Person
i) Key Management personnel	a) Asha Jain (Whole-Time Director) b) Rajesh Kumar (CFO) c) Swati Tomar (Company Secretary)
ii) Enterprises owned or significantly influenced by key management personnel or their relatives	a) Money Plant Capital Private Limited b) 3Dimension Capital Services Limited

B) Related Party Transactions**(Amount in Hundred)**

Nature of Transactions	Key Management Personnel			Enterprises owned or significantly influenced by key management personnel or their relatives		
	As at 31st March, 2024	During the Year	As at 31st March 2023	As at 31st March, 2024	During the Year	As at 31st March, 2023
Loan Received- /Referral services						
3Dimension Capital Services Limited	-	-	-	-	1500000	-
Moneyplant Capital Private Limited	-	-	-	-	3000000	-
Loan Repaid/ Referral service						
3Dimension Capital Services Limited	-	-	-	-	-	-
Moneyplant Capital Services Private Limited	-	-	-	-	-	
Investment Purchase (Shares)						
Moneyplant Capital Services Private Limited	-	-	-	-	-	-

C) Balances outstanding at the year end

(Amount in Rs)

Nature of Transactions	Key Management Personnel		Enterprises owned or significantly influenced by key management personnel or their relatives	
	As at 31st March, 2024	As at 31st March 2023	As at 31st March, 2024	As at 31st March 2023
Director's Remuneration Payable ASHA JAIN	-	-	-	-
Company Secretary's Remuneration Payable SWATI TOMAR	15000	-	-	-
Chief Financial Officer's Remuneration Payable RAJESH KUMAR	20000	-	-	-

i) No amount has been written off or provided for in respect of transactions with the related Parties.

Note 18 Auditor's Remuneration

Particulars	As at 31st March, 2024	As at 31st March, 2023
	Rs.	Rs.
For Statutory audit	30,000	30,000
Total	30,000	30,000

Note 19

Ratios : -

SL.No.	Ratios	2022-23	2023-24	% Change	Reason
1.	Current Ratio (CA/CL)	920.05	188.92	79.50	due to increase in Current Liability in comparison to current assets this ratio changed more than by 25%
2.	Debt-Equity Ratio (Total Debt/SHF)	0.001	0.005	40.00	due to increase in Liability this ratio changed more than by 25%
3.	Debt Service Coverage Ratio (EBIT/Debt Service)	NA	NA	NA	NA
4.	Return on Equity Ratio (NP/SHF)	-0.410	0.81	297.56	due to increase in revenue from operation this ratio changed more than by 25%
5.	Inventory Turnover Ratio (Sales/Average)	NA	NA	NA	NA

	Inventory)				
6.	Trade Receivable Turnover Ratio (Sale/Average Trade Receivable)	NA	628.77	100	Due to increase in Sundry Debtors this ratio changed more than by 25%
7.	Trade Payable Turnover Ratio (Sales/Average Trade Payable)	NA	NA	NA	NA
8.	Net Capital Turnover Ratio (Net Sales/ Working Capital)	5.32	11.53	116.73	due to decrease in Net Sale/Revenue this ratio changed more than by 25%
9.	Net Profit Ratio (NP/Turnover)	-7.77	7.04	190.59	due to Increase in Net Sale/Revenue this ratio changed more than by 25%
10.	Return on Capital Employed (EBIT/Capital Employed)	-0.413	0.81	296.25	due to increase in Profit this ratio changed more than by 25%
11.	Return on Investment	-0.413	0.81	296.25	due to increase in Profit this ratio changed more than by 25%

Note 20

Figures have been rounded off to the nearest rupee.

Note 21 Previous Year Figures

Previous year figures have been regrouped and/or rearranged wherever considered necessary.

As per our report of even date

For and on behalf of the Board of Directors
of Tarangini Investments Limited

For Manoj Raj & Associates.

Chartered Accountants
Firm Registration No. 017373N

Sd/-
PANKAJ KHETAN
Director
Din no. 01567415

Sd/-
ASHA JAIN
Whole Time Director
(DIN 09197699)

Sd/-
FCA MANOJ KUMAR JAIN
Partner
M.No. 095531
Place: New Delhi
Date: 20.04.2024

Sd/-
Swati Tomar
Company Secretary

Sd/-
Rajesh Kumar
Chief Financial Officer

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Directors have pleasure in presenting the Management Discussion and Analysis report for the year ended on 31st March, 2024.

INDUSTRY STRUCTURE AND DEVELOPMENT

The industry is showing some improvement & your Directors are expecting better industrial developments in the coming years.

OPPORTUNITIES AND THREATS

The Company is taking maximum efforts to capitalize on business opportunities & further expect a better outlook in the coming years. The threats to the segment in which the company operates are pricing pressure arising due to competition from low cost service providers, technology up gradation, severe competition and newly emerging competitive nations and strict environment laws.

- **General economic and business conditions**

Company is affected by general economic and business conditions in the markets in which the Company operates.

The Indian economy has grown steadily over the past several years. This improved performance was propelled by the growth in industrial activity and robust services sector. The overall economic growth will therefore impact the results of its operations. The growth prospects of the business of the Company and its ability to implement the strategies will be influenced by macroeconomic growth.

- **Factors affecting industrial activity**

Any change in the factors such as industrial policies, improper relationships with our customers, etc. which may affect our results of operation. The supply of financial services is determined by the cost curves associated with those services which are in turn determined by the cost of the factors of production and the underlying production function. Three aspects of these cost curves have an important effect on the supply of financial services and the structure of the industry — economies of scale, economies of joint production and distribution, and the management of risk. The nature of the cost and production functions underlying the supply of financial services and the structure of the industry is affected by several exogenous factors. Foremost among them are the economy, technology, regulation, and the role of the Federal government in financial service markets.

- **Changes in laws and regulations that apply to the industry**

Our business is subject to numerous laws, regulations and policies. Changes in the laws, regulations and policies, including the interpretation or enforcement thereof, which affect, or will affect, our business. In case of a failure to comply with these laws and regulations or to obtain or renew the necessary permits and approvals our business may be affected.

- **Changes in fiscal, economic or political conditions in India**

External factors such as potential terrorist attacks, acts of war or geopolitical and social turmoil in many parts of the world could constrain our ability to do business, increase the costs and negatively affect our financial performance.

SEGMENT WISE PERFORMANCE

The company works in single business segment. The company has passed through a very unusual phase, any worthwhile comparison of performance between two periods would be inconclusive. There is, yet,

considerable scope for improvement.

OUTLOOK

The company is committed to put continuous efforts for providing superior quality services with research and innovation using best practices, adopting sales and marketing strategies, investment in people development and expansion of investment capacity. The company is confident of continuous good performance of growth by using better technologies and consistent efforts. Fundamental growth drivers of the Indian economy continue to exist. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The overall scenario for economy is showing recovery trends and we believe it will help our industry to grow at a faster rate, and we at Tarangini Investments Limited remains optimistic about our future.

RISKS AND CONCERNS

In conducting its business, Tarangini Investments Limited faces a number of risks and uncertainties, many of which are beyond its ability to control or predict. Due to these risks and uncertainties, actual results may differ materially from those expressed or implied by forward-looking statements, and investors are cautioned not to place undue reliance on such statements, which speak only as of the date hereof. Investors are urged to review the discussion of risk factors associated with the Company's business as set out in the Company's most recent Annual Report as well as the Company's Annual Financial Statements and its other disclosure documents.

Additional risks and uncertainties not currently known to the company or that the company currently deems to be immaterial may also impair the company, and the company's failure to successfully address any such risks and uncertainties could have a material adverse effect on its business, financial condition and/or results of operations. The risks factors outlined in this section and elsewhere in this MDAR should be carefully considered by investors when evaluating an investment in the Company.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has engaged the services of an independent Auditor to carry out the internal audit and ensure that recording and reporting are adequate and proper, the internal controls exist in the system and that sufficient measures are taken to update the internal control system. The system also ensures that all transactions are appropriately authorized, recorded and reported.

Disclosure Controls and Procedures

The Company's disclosure controls and procedures are designed to provide reasonable assurance that material items requiring disclosure by the Company in its annual filings, interim filings or other reports filed or submitted by it under securities legislation is accumulated and communicated to the Company's management, including its Chief Financial Officer (CFO), as appropriate to allow timely decisions regarding required disclosure.

Internal Control over Financial Reporting

Management is responsible for designing, establishing and maintaining a system of internal controls over financial reporting to provide reasonable assurance that the financial information prepared by the Company for external purposes is reliable and has been recorded, processed and reported in an accurate and timely manner.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

A discussion of year-over-year changes to financial results between the last two preceding years ended March 2023 and 2024. Describing the factors affecting revenue on a segment basis.

The Total Revenue for the year has increased to Rs. 36.19 Lacs in 2023-24 from Rs. 16.55 Lacs in 2022-23,

resulting in a increase of 118.67% in total revenue of Company. The Net Profit for the year increased to Rs. 25.47 Lacs in 2023-24 from Net Loss of Rs. 12.85 Lacs in the Previous Financial Year 2022-23.

We use a combination of financial measures, ratio's, and operational activities to assess the Company's Financial Performance. Our strategy has always been based on long-term fundamentals also there have been no significant changes to our competitive environment since the end of Fiscal 2019.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED.

During the Financial Year 2023-24 the company has taken many steps to retain their man power andfor the welfare of the employee as employee are the back bone of any company and no company cansurvive without the satisfaction of their employees.

DETAILS OF SIGNIFICANT CHANGES (i.e. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFORE

There were no significant changes in the Key Financial Ratios.

DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF.

The Net Worth for the year increase to Rs. 31.42 Lacs in 2023-24 from Rs.31.17 Lacs in the previous year,

CAUTIONARY STATEMENT

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

**BY ORDER OF THE BOARD
FOR TARANGINI INVESTMENTS LIMITED**

Date: 05.09.2024

Place: Delhi

**Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H. No. 15, 1st Floor,
Sector-14, Gurgaon, Haryana- 122001**

**Sd/-
Asha Jain
WholeTime Director
DIN: 09197699
Add: H NO. 1/6817, Street No. 2,
East Rohtash Nagar, Shahdara,
North East Delhi-110032**

COMPLIANCE OF CODE OF CONDUCT

This is to certify that the Company has laid down a Code of Conduct ("the Code") as provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for all Board Members and Senior Management of the Company and copy of the Codes have been placed on Company's website <http://taranginiinvestmentsltd.com/policy/Code-of-Conduct.pdf>

It is further certified that all Directors and Senior Management Personnel of the Company have affirmed compliance with the code of conduct of the Company for the year ended March 31, 2024.

**BY ORDER OF THE BOARD
FOR TARANGINI INVESTMENTS LIMITED**

Date: 05.09.2024

Place: Delhi

**Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H. No. 15, 1st Floor,
Sector-14, Gurgaon, Haryana- 122001**

**Sd/-
Asha Jain
WholeTime Director
DIN: 09197699
Add: H NO. 1/6817, Street No. 2,
East Rohtash Nagar, Shahdara,
North East Delhi-110032**

CERTIFICATION ON FINANCIAL STATEMENTS OF THE COMPANY

We, Pankaj Khetan, Director and Rajesh Kumar, Chief Financial Officer of Tarangini Investments Limited ('the Company'), certify that:

- (a) We have reviewed the financial statements and the cash flow statement of the company for the year ended March 31, 2024 and that to the best of our knowledge and belief:
- i) These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) To the best of our knowledge and belief, no transactions entered into by the company during the year ended March 31, 2024 are fraudulent, illegal or violative to the company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken to rectify these deficiencies.
- (d) During the year:
- i) there has not been any significant change in internal control over financial reporting;
 - ii) there have been no instances of significant fraud of which we are aware that involve management or other employees having significant role in the Company's internal controls system over financial reporting.

**Sd/-
Pankaj Khetan
Director
(DIN 01567415)**

**Place: New Delhi
Date: 05.09.2023**

**Sd/-
Rajesh Kumar
Chief Financial Officer**

TARANGINI INVESTMENTS LIMITED

CIN: L67190DL1982PLC013486

**Regd. Office: K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station,
New Delhi-110048**

Tel.:+91(011) 42657135, Website: www.taranginiinvestmentsltd.com

Email:tarangini0123@gmail.com

PROXY

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT-11

42nd Annual General Meeting- September 30th 2024

Name of Members	
Registered Address	
E Mail Id	
Folio No. / DP ID- Client ID	

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

1. Name:.....Address:.....
:.....

E-mail Id: Signatureor failing him

2. Name:.....Address:.....
.....

E-mail Id: Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 42nd Annual General Meeting of the Tarangini Investments Limited, to be held on Monday, 30th September, 2024 at 03.00 P.M. at the registered office of the Company situated at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048 or at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Ordinary Business	Optional	
		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2024 which includes Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement as at that date, the Auditors Report and Board's Report thereon.		
2.	To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.		
3.	To ratify the appoint the Statutory Auditors of the Company.		

		Optional	
Item No.	Spacial Business	For	Against
1.	Regularization of Additional Director, Mr. Rajender Pal Chandel (DIN: 09523927) as Independent Director of the company		

Signed this day of 2024.

Affix Re. 1/- Revenue Stamp

Signature of Member

Signature of Proxy holder(s)

Note:

- This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- For the Resolutions and Notes please refer to the Notice of the 42nd Annual General Meeting.
- It is optional to put an 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
- Please complete all details including detail of member(s) in above box before submission.

..... Cut from here

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ATTENDANCE SLIP

TARANGINI INVESTMENTS LIMITED

CIN: L67190DL1982PLC013486

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New Delhi-110048**

Tel.:+91(011) 42657135, Website: www.taranginiinvestmentsltd.com;

Email: tarangini0123@gmail.com

DP ID	
Folio No. / Client ID	
No. of Shares	

Name and Address of the Registered Shareholder

I /We hereby record my presence at the **42nd Annual General Meeting** of the Company to be held at its Registered Office situated at K-37/A, Basement, Kailash Colony, Near Kailash Colony Metro Station, New Delhi-110048_on Monday, 30th September, 2024 at 03.00 P.M. or at any adjournment thereof.

Signature of the Shareholder/Proxy

Note:

1. Please fill this attendance slip and hand it over at the **ENTRANCE OF THE MEETING ROOM**.
2. Electronic copy of the Annual Report for the financial period ended on 31.03.2024 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.

TARANGINI INVESTMENTS LIMITED

CIN: L67190DL1982PLC013486

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Tel.:+91(011) 42657135, Website: www.taranginiinvestmentsltd.com

Email: tarangini0123@gmail.com

BALLOT FORM

1.	Name of the Sole/ First Named Member	
2.	Name(s) of the Joint holder(s), if any	
3.	Address	
4.	Registered Folio No./ DP Id/ Client Id No.* (*Applicable to Investors holding shares in dematerialized form)	
5.	No. of Shares held	

I/We hereby exercise my/our vote in respect of the Resolution(s) as specified in the Notice of the 42nd Annual General Meeting (AGM) of Tarangini Investments Limited to be held on Monday, 30th September, 2024 at 03.00 P.M by sending my/our assent or dissent to the said Resolutions by placing the tick (☐) mark at the appropriate box below:

S. No.	Description of Resolution	No. of Shares for which votes cast	(FOR)	(AGAINST)
			I / we assent to the Resolutions	I /We dissent to the Resolutions
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2024 which includes Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement as at that date, the Auditors Report and Board's Report thereon.			
2.	To appoint a Director in place of Mr. Pankaj Khetan (DIN 01567415), who retires by rotation at this Annual General Meeting and being eligible, offershimself for re-appointment.			
3.	To ratify the appoint the Statutory Auditors of the Company			

BOOK POST

If Undelivered, please return to:

TARANGINI INVESTMENTS LIMITED

K-37/A, Basement, Kailash Colony, Near KailashColony Metro Station, New Delhi-110