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BOARD OF DIRECTORS

Mr. Sugan Choudhary	Managing Director (w.e.f. 26.07.2023)
Mr. Om Pal Yadav	Managing Director (Resigned w.e.f. 16.05.2023)
Mr. Pankaj Chander	Non-Executive Director (Resigned on 28.12.2022 & reappointed on 30.05.2023)
Mr. Ujjwal Narayan	Independent Director
Mr. Sanjay Singh	Independent Director
Mr. Dhananjai Gupta	Non-Executive Director
Mrs. Meenakshi Gupta	Woman Director (Resigned on 28.11.2022)
Ms. Isha Gupta	Woman Director (w.e.f. 28.12.2022)
Mr. Subham Choudhary	E.P.O.

Board of Committees as on March 31, 2023

AUDIT COMMITTEE

Mr. Sugan Choudhary	Chairman
Mr. Pankaj Chander	Member
Mr. Dhananjai Gupta	Member
Ms. Charu Varshney	Secretary

NOMINATION AND REMUNERATION COMMITTEE

Mr. Ujjwal Narain	Chairman
Mr. Sugan Choudhary	Member
Mr. Om Pal Yadav	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Ujjwal Narain	Chairman
Mr. Sanjay Singh	Member
Mr. Sugan Choudhary	Member

RISK MANAGEMENT COMMITTEE

Mr. Sanjay Singh	Chairman
Mr. Ujjwal Narain	Member
Mr. Om Pal Yadav	Member

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Charu Varshney

CORPORATE INFORMATION

CORPORATE IDENTITY NUMBER (CIN)

L74110DL1886PLC025457

BANKERS

Canara Bank,
HDFC Bank Limited

AUDITORS FOR THE FY 2022-23

M/s. SPS Associates
Chartered Accountants
FRN : 011358/N

FOR THE YEAR 2023-24

INTERNAL AUDITOR
M/s Anju Gupta & Company
Chartered Accountants
#155B, Sector 11, HSC
Gurgaon-122001

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

M/s Skyline Financial Services Private Limited
1st Floor, D-153A, Delhi Industrial Area, Phase I,
New Delhi-110020, Tel No. 011-2681 2682,
40460193

REGISTERED OFFICE

H.No. 48, Hasanpur, I.P. Extension,
Delhi East Delhi -110092

37th ANNUAL GENERAL MEETING

Day: Saturday
Date: 30th September, 2023
Time: 10:00 AM
Venue: 48, Hasanpur, I.P. Extension,
Delhi - 110092

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NMS RESOURCES GLOBAL LIMITED
R.O. H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi - 110092
CIN: L74110DL1988PLC025457
Tel. No. +91 011 2248139,
Email id: info@nmsresourcesglobal.com,
Website: www.nmsresourcesglobal.com

NOTICE OF 37TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 37th Annual General Meeting of the Members of NMS Resources Global Limited will be held on Saturday, 30th September, 2023 at H.No 48 , HASANPUR, I.P. EXTENSION EAST DELHI -110092 at 10:00 A.M. to transact the following businesses:

ORDINARY BUSINESSES

ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Company for the financial year ended on 31st March 2023, including Audited Balance Sheet as at 31st March, 2023 and the Profit & Loss Account and Cash Flow Statement for the year ended on that date, together with the report of the Board of Directors and Auditors thereon; and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to section 134 of the Companies Act, 2013, and other applicable provisions of this Act, and rules made thereunder, including any amendment thereto for the time being in force, the annual financial statements for the F.Y 2022-2023 including Balance Sheet as at March 31st, 2023 the Statement of Profit And Loss for the year ending March 31st, 2023 along with the notes appended thereto and the Cash Flow Statement for the year ending March 31st, 2023 and explanatory notes annexed thereto, or forming part of any document referred above be and are hereby received, considered and approved."

ITEM NO. 2-> APPOINTMENT OF MR. DHANANJAI GUPTA (DIN: 09313678), DIRECTOR RETIRE BY ROTATION

"Resolved That pursuant to the provisions of Section 152 & other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014 (as amended) and the rules and regulations framed there under, Mr. Dhananjai Gupta (DIN: 09313678) who retires by rotation at this meeting and being eligible, offered himself for re-appointment, be and is hereby re-appointed as a director of the company, liable to retire by rotation"

ITEM NO. 3 – APPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY :

To appoint Statutory Auditors of the Company, and to fix their remuneration and in this regard to consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139-142 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s AGGARWAL PAWAN, Chartered Accountant, (FRN: 531570N) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office for a term of 1 (ONE) year from the conclusion of this Annual General Meeting till the conclusion of 38th Annual General Meeting of the Company to be held for the financial year 2023-24, at such remuneration and terms and conditions, as set out in the explanatory statement to this notice."

SPECIAL BUSINESS

ITEM NO. 4 - REGULARIZATION OF Mr. PANKAJ CHANDER (DIN: 00053353) AS DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Mr. PANKAJ CHANDER (DIN: 00053353) whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Director of the Company.

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution."

ITEM NO.5 -CHANGE IN DESIGNATION OF MR. SUGAN CHAUDHARY (DIN: 07239488) AND APPOINTMENT AS MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013 and Rules framed there under, including any enactment, re-enactment or modifications thereof, Mr. Sugan Chaudhary (DIN: 07239488) change in Designation from Independent Director to Managing Director of the Company for a term of Five years.

RESOLVED FURTHER THAT any Director of the Company and/or any authorized representative of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution."

ITEM NO. 6:- MERGER OF COMPANIES WITH THEIR WHOLLY OWNED SUBSIDIARIES AND SATURN INFOCOM LIMITED

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

Pursuant to the provisions of section 230 and subject to the approval of the members/creditors and approval by the Hon'ble Tribunal, Bench at New Delhi, the Scheme of Amalgamation/ Merger in terms of the draft produced at the meeting duly initialed by the Chairman for the purpose of identification, be and is hereby approved for amalgamation of the company with:

1. GEO IT & INFRA PVT LTD
2. MIS CORROOR MANAGEMENT PRIVATE LIMITED
3. EBONY & IVORY ADVERTISING INDIA PVT LTD
4. KUBERKISHI ADVISORY SERVICES PRIVATE LIMITED
5. CREDIBLE MANAGEMENT SOLUTIONS-PVT LTD
6. IEM ENTERPRISES PVT LTD
7. M&C-EVI CONSULTING PVT LTD
8. SATURN INFOCOM LIMITED

with effect from 1st April, 2015, being the "Appointed Date",

Mr. Dhananjai Gupta and Mr. Parikaj Chander director of the Company be and here by severally authorized to sign any application, affidavit, petition or any other document as may be required to be signed in connection with the approval of the scheme. They are further authorized to do all such things, deeds and acts as may be deemed necessary and expedient in connection with the approval of the scheme for and on behalf of the company. Further Mr. Dhananjai Gupta and Mr. Parikaj Chander, directors of the company be and here by authorized to appoint and engage any advocata or firm of advocates and solicitors or any other Consultants in this regard to represent the company for approval of the scheme.

ITEM NO.7 Issuance of 37,87,500 Fully Convertible Warrants on Preferential Basis

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

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 52(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed ("Stock Exchange(s)"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI (ICDR Regulations"),

the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines

issued thereon, from time to time, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), consent of the members of the Company be and is

hereby accorded to the Board to create, issue, offer and allot, on a preferential basis up to 37,87,500 Fully Convertible Warrants ("Warrants"), at an issue price of Rs. 20/- per warrant at price determined in accordance with the provisions of Chapter V of SEBI (ICDR) Regulations, aggregating to Rs 7,57,50,000/- to be convertible at an option of Warrant holder(s) in one or more tranches, within 18 (eighteen) months from its allotment date into equivalent number of fully paid-up Equity Shares of face value of Rs. 20/- each, for consideration other than cash (conversion of Debt) and to issue fresh Equity Shares on the conversion of Warrants on such further terms and conditions as may be finalized by the Board of Directors, to the below-mentioned persons belonging to the promoter & promoter group and non-Promoter category, in the manner as follows:

S.NO	Name of Proposed allottee	No. of Warrants proposed to be allotted	Category
1	Eurdev Nassim Foundation	25,00,000	Promoter
2	Rhythm Malik	10,000	Non-Promoter
3	Rakesh Gupta	7,500	Non-Promoter
4	Sachin Gupta	1,25,000	Non-Promoter
5	Komal Aggarwal	10,000	Non-Promoter
6	Chandan Singh	3,250	Non-Promoter
7	Sharifi Hasim	1,750	Non-Promoter
8	Sanjay Vishwakarma	2,525	Non-Promoter
9	Shubhanshu Dixit	10,925	Non-Promoter
10	Sandeep	450	Non-Promoter
11	Anju Choudhary	800	Non-Promoter
12	Anish Kumar Choudhary	800	Non-Promoter
13	Geetaji Mulla	43,000	Non-Promoter
14	Kash Nanda	50,000	Non-Promoter

15	Raja Kamwar	1,25,000	Non-Promoter
16	Rakesh Gupta	50,000	Non-Promoter
17	Manaswini Prasad Singh	15,000	Non-Promoter
18	Aashish Aggarwal	35,000	Non-Promoter
19	SMD Renewable Energy	1,25,000	Non-Promoter
20	Siya Kant Sarvesh	1,50,000	Non-Promoter
21	Banraj Gupta	5,00,000	Non-Promoter
22	Shakuntla Bindal	10,000	Non-Promoter
	Total	3787500	

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Warrants shall be Thursday, 31st August, 2023, being the date 30 days prior to the date of the Annual General Meeting of the shareholders of the Company scheduled to be held, i.e., Saturday, 30th September, 2023.

RESOLVED FURTHER THAT aforesaid issue of Warrants shall be subject to the following terms and conditions:

- a) Each Warrant held by the Proposed Allottee(s) shall entitle such allottee(s) to apply for and obtain allotment of one Equity Share at any time after the date of allotment but on or before the expiry of 18 (eighteen) months from the date of allotment (the "Warrant Exercise Period").
- b) The Proposed Allottee(s) shall, on or before the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI (ICDR) Regulations, 2018 which will be kept by the Company to be adjusted and appropriated against the Warrant Issue Price of the Equity Shares. The balance 75% of the Warrant Issue Price shall be payable by the Warrant Holder at the time of exercising the Warrants.
- c) Warrants, being allotted to the Proposed Allottee(s) and the Equity Shares proposed to be allotted pursuant to the conversion of these Warrants shall be under lock-in for such period as may be prescribed under SEBI (ICDR) Regulations.
- d) Warrants so allotted under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations, except to the extent and in the manner permitted there under.

- e) Warrants shall be issued and allotted by the Company only in dematerialized form.
- f) The consideration for allotment of Warrants and/or Equity Shares arising out of exercise of such Warrants shall be paid to the Company from the bank account of the Proposed Allottee(s).
- g) In the event the Warrant holder(s) do not exercise Warrants within the Warrant Exercise Period, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- h) The Warrants by itself until converted into Equity Shares, do not give to the Warrant Holder any voting rights in the Company in respect of such Warrants."

"RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted upon conversion of Warrants shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Directors and the Chief Financial Officer of the Company be and are hereby authorized severally to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the holder(s) of the Equity Warrants, application to Stock Exchange for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Warrants, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.

ITEM NO. 08 : Change in Name of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 ("The Act") and Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or reenactment thereof for the time being in force) and SEBI (LODR) Regulations, 2015, and subject to the approval of Central Government, Registrar of Companies, NCT of Delhi & Haryana, the Stock Exchanges, where the shares of the company are listed and other Regulatory Authority/ies, as may be required, the consent of the members of the Company be and is hereby accorded to change the

name of the Company from "NMS Resources Global Limited" to "NMS Global Limited" or to such other name as may be approved by the Registrar of Companies, National Capital Territory of Delhi and Haryana.

RESOLVED FURTHER THAT consequent to the aforesaid change, the name "NMS Resources Global Limited" wherever appearing in the Memorandum and Articles of Association of the Company be substituted with "NMS Global Limited" or with such other name as may be approved by the Registrar of Companies, National Capital Territory of Delhi and Haryana.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company.

RESOLVED FURTHER THAT the Board or any Committee thereof be and is hereby authorized to apply for another name in the eventuality the proposed name "NMS Global Limited" is not made available by the Registrar of Companies, National Capital Territory of Delhi and Haryana without requiring the Board to seek any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all the Directors of the Company and/or Mr. SUBHAM CHAUDHARY, CFO of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required including but not limited to delegate all or any of the aforesaid powers in favour of any person / Official / Consultants / Practising Company Secretary / Law firm etc. to act, represent and appear before any Statutory Authority for and on behalf of the Company for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT all the Directors of the Company and/or Mr. SUBHAM CHAUDHARY, CFO of the Company be and are hereby severally authorized to file the necessary forms with the Ministry of Corporate Affairs and to comply with all other requirements and to do all such acts, deeds and things as may be required for the purpose of giving effect to this resolution."

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED

Sd/-

Sugan Chaudhary
Managing Director

Dirn: 07238468

Date : 28.08.2023

Place : Delhi

NOTES:

1. The relevant explanatory statement pursuant to section 102 of the companies act 2013("Act") setting out material facts concerning the business under relevant items of the notice, is annexed hereto. The relevant details, pursuant to regulation 26(4) and 36(4) of SEBI, India(LORD) regulation 2015 ("SEBI Listing Regulations") and secretarial Standard on general meeting issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointments / re-appointment at this Annual General Meeting are also annexed.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act proxy for any other person or member.

3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote on their behalf at this General Meeting.

4. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to keep the information ready at the meeting.

5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.

6. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of the Annual Report to the Meeting.

7. Members who are holding Company's shares in dematerialized form are required to bring details of their Depository Account Number for identification.

8. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 23rd September, 2023 to Saturday, 30th September, 2023(both days inclusive) (both days inclusive) for the purpose of the AGM.

9. The members are requested to intimate changes, if any, in their registered address to the Registrar & Share Transfer Agents for shares held in physical form & to their respective Depository participants for shares held in electronic form.

10. All documents referred to in the accompanying Notice are opened for inspection at the Registered Office of the Company on all working days, except Sunday between 2 P.M. to 4 P.M. upto the date of the Annual General Meeting.
11. Members are requested :
- i) To quote their folio nos. in all correspondence.
 - ii) To note that no gifts will be distributed at the meeting.
 - iii) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.
13. In terms of Section 72 of the Companies Act, 2013, a Member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Member(s) desirous of availing this facility may submit nomination in the prescribed Form SH - 13 to the Company/RTA in case shares are held in Physical form, and to their respective depository participant, if held in electronic form.
14. Members/Promoters holding shares in demat form are requested to submit their Permanent Account Number (PAN), to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details and bank account details as well as to get their shares dematerialized to the company/ RTA, pursuant to SEBI notification number SEBI/LAD-NRC/CN/2018/24 dated June 08, 2018. Please note that as per the aforesaid SEBI's notification, the requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialised form with a Depository. In view of the above all the shareholders holding shares in physical form are requested to open a de-mat A/c with a Depository participants and get their shares dematerialised. Necessary communication in this regard has already been sent separately to the shareholders by the Company.
15. Members/Promoters holding shares, of the Company in demat form shall provide the details of Bank Account details and E-mail id to the RTA i.e., Skyline Financial Services Private Limited having registered office is D-153A, 1st Floor, Okhla Industrial Area, Phase -I, New Delhi - 110020 and those holding shares in physical form will provide their Bank A/c details and E-mail id to the Company. Necessary communication in this regard has already been sent separately to the shareholders by the Company.
16. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
- a. For shares held in electronic form) to their Depository Participants (DPs)
 - b. For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form (SH-1 and other forms pursuant to SEBI Circular No. SEBI/HQ/ MRSD/MRSD_R7448/POR/2011/555 dated November 3, 2011.

17. As per the provisions of Section 71 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Skyline Financial Services Private Limited in case the shares are held in physical form.

18. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSO/FTAMB/P/DIP/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4. It may be noted that any service request can be processed only after the folio is KYC Compliant.

Pursuant to Section 108 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide the e-voting facility to the members to exercise their right to vote by electronic means. The Company has fixed 23rd September, 2023 as a cut-off date to record the entitlement of the shareholders to cast their vote electronically at the 37th Annual General Meeting (AGM) by electronic means under the Companies Act, 2013 and rules thereunder. Consequently, the same cut-off date, i.e., 23rd September, 2023 would record entitlement of the shareholders, who do not cast their vote electronically, to cast their vote at the 37th AGM on 30th September, 2023.

The e-voting period will commence at 09.00 A.M. on 28th September, 2023 and will end at 05.00 P.M. on 29th September, 2023. The Company has appointed Ms. Prachi Bansal & ASSOCIATES (Membership No. A4355 & CP No. 13670) Company Secretary in Practice to act as Scrutinier, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given as Annexure to the Notice.

The Company has engaged the services of Central Depository Services Limited (CDSL) as the Authorised Agency to provide remote e-voting facility.

Date: 28.08.2023

Place: Delhi

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED

Sd/-

Sugan Chauthary

Managing Director

DIN: 07238488

Voting through electronic means :

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The Company has approached CDSL for providing remote e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the AGM of the Company along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evotingindia.com or from companies website www.nmresourcesglobal.com.

The remote e-voting period commences on 09.00 A.M. on 28th September, 2023 and will end at 03.00 P.M. on 29th September, 2023. During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. E-voting shall not be allowed beyond the said date and time. A member may participate in the general meeting even after exercising his right to vote through e-voting but shall not be allowed to vote again in the annual general meeting.

The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut off date, i.e., 23rd September, 2023.

Any person, who acquires shares of the Company and becomes a shareholder of the Company after dispatch of the Notice of AGM and holds shares as of the cut-off date i.e., 23rd September, 2023 may obtain the login ID and password by sending a request at admin@ixyliners.com.

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

- (i) The voting period begins Thursday, 28th September, 2023 at 9:00 A.M. to Friday, 29th September, 2023 at 3:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on cut off date, i.e., 23.09.2023.

(ii) A member may participate in the general meeting even after exercising his right to vote through e-voting but shall not be allowed to vote again in the annual general meeting. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of 23-09-2023 and not casting their vote electronically, may only cast their vote at the 37th Annual General Meeting.

(iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for individual shareholders holding securities in Demat mode (CDSL/NSDL) is given below:

The "EVSIN" of NMS Resources Global Limited is "250801008"

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/mv/easi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LIQUORTIME, 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 https://web.cdslindia.com/mv/easi/registration/EasiRegistration 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 or click on https://evoting.cdslindia.com/Evoting/Evotinglogin. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL iDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL- https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon Under "Login" which is available under "iDeAS" section. A new screen will open. You will have to enter your User ID and

<p>demat mode with NSDL</p>	<p>Password: After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at: https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/ideasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under "Shareholder/Member" section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
<p>Individual Shareholders (holding securities) in demat mode login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 02-23058543-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1030 990 and 1800 22 44 50.

(v) Login method for e-voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 15 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted in an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your ID digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVM for the relevant NVT Resources Global Limited (Formerly IPM Impex Global Limited) on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the Image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than individuals, HUF, NRIs etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporate" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutiner to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: info@nmsresourcesglobal.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutiner to verify the same.

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

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

If you have any queries or issues regarding attending AGM & e-voting from the CDSL e-voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) | Central Depository Services (India) Limited, 4 Wing, 25th Floor, Marathon Futurex, Mafataal Mill Compound, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED

Sd/-

Sugan Chauthary
Managing Director

Dir: 07238488

Date: 28.08.2023

Place: Delhi

Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 2 to 6 of the accompanying Notice:

Item No. 2

The board of directors has as per the applicable provisions of companies act,2013 has decided that Mr. Krishanraj Gupta (DIN: 09313873) who retires by rotation at this meeting and being eligible, offered herself for re-appointment, be and is hereby re-appointed as a director of the company, (able to retire by rotation).

Item NO: 3:

- a) Terms and Conditions of Appointment of Statutory Auditor: Proposed fees payable to the statutory auditor along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change;

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), has recommended for the approval of the Members, for the appointment of M/s. AGGARWAL PAWAN, Chartered Accountant, (FRN: 031370N) as Statutory Auditors, for F.Y 2023-24, to hold office from the conclusion of this Annual General Meeting until the conclusion of Annual General Meeting to be held for F.Y 2023-24. It is proposed to pay remuneration of INR 75,000/- (Rupees Seventy Five Thousand only) plus taxes. The aforesaid fee will be for performing statutory audit, limited review, tax audit (including audit of tax financial) and group audit.

- b) Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.

The Committee considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments, market standing of the firm, clientele served, technical knowledge etc., and found M/s. AGGARWAL PAWAN, Chartered Accountant, (FRN: 031370N) to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), has recommended for the approval of the Members, for the appointment of M/s. AGGARWAL PAWAN, Chartered Accountant, (FRN: 031370N) as Statutory Auditors, for F.Y 2023-24, to hold office from the conclusion of this Annual General Meeting until the conclusion of Annual General Meeting to be held for F.Y 2023-24. It is proposed to pay remuneration of INR 75,000/- (Rupees Seventy Five Thousand only) plus taxes. The aforesaid fee will be for performing statutory audit, limited review, tax audit (including audit of tax financial) and group audit.

None of the Directors and/or Key Managerial Personnel of the Company and/or their respective relatives is concerned or interested, financially or otherwise, in the Ordinary Resolution set out at Item No. 3 of the Notice.

Item No. 4

The board of directors on the recommendation of Nomination and Remuneration Committee, has recommended for the approval of the Members for Mr. Parika Chander (DIN: 00053351) whose term of office as an additional director expires at the conclusion of this Annual General Meeting be and is hereby appointed as the Director of the Company.

Item No. 5

The board of directors has recommended for the approval of the Members for Mr. Sugan Chaudhary (DIN: 07129483) for change in designation from independent Director to Executive Director cum Managing Director.

Item No.6

The Board of Directors in the view to provide growth and economic boost to the company and provide a new line of business the directors has recommended to merge all its present subsidiaries and Satum Infocom Limited as mentioned in item no.5 above, in to one entity i.e. NMS RESOURCES GLOBAL LIMITED for which the approval of members of the company is required.

Item No. 7

The Special Resolution contained in Item No. 7 of the Notice, have been proposed pursuant to the provisions of Sections 42, 62 of the Companies Act, 2013, to issue and allot up-to 37,87,500 Fully Convertible Warrants to the person belonging to Promoter & Promoter Group and Non-Promoter Category, at an issue price of Rs. 20/- (Rupees Twenty Only) per Warrant, in terms of Chapter V of SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013, to raise an aggregate amount of Rs. 7,57,50,000/- (Rupees Seven Crore Fifty Seven Lakh Fifty Thousand Only).

The said proposal has been considered and approved by the Board in their meeting held on 16th July, 2023.

The approval of the members is accordingly being sought by way of a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR) Regulations.

The details of the issue and other particulars as required in terms of Rule 14(2) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Regulation 163 of the SEBI (ICDR) Regulations are set forth below:

I. Objects of the Issue

The funds so infused shall be utilized towards working capital, capital expenditure, business expansion for existing project, new projects funding including research and development, payment of liabilities including settlement with Banks/ financial institutions and such other purpose as the Board may decide.

ii. Particulars of the offer including the maximum number of specified securities to be issued
 Preferential issue of upto 37,87,500 Fully Convertible Warrants ("Warrants"), at an issue price of Rs. 20/- per warrant.

iii. The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer

None of the Promoters, Directors or KMP or their relatives are in any way concerned or interested, financially or otherwise, in the above referred resolutions.

iv. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue is likely to be as follows:-

(1) Category	Pre Issue Shareholding Structure*		Warrants to be allotted	Post Issue Shareholding (Presuming full conversion of Warrants)†	
	No. of Shares	%age		No. of Shares	%age
(A) Promoter Shareholding					
(1) Indian	-	-			
(a) Individuals & HUF	12,00,700	39.95	3,00,000	17,00,700	29.09
(b) Bodies Corporate	3,00,000	9.98	25,00,000	28,00,000	41.22
Sub Total (A)(1)	15,00,700	49.93	30,00,000	4,00,700	66.35
(2) Foreign promoters	-	-	-	-	-
Total Promoter shareholding A=A1+A2	15,00,700	49.93	30,00,000	4,00,700	66.35
(B) Public Shareholding					

B1] Institutional Investors	-	0	-	-	-
B2] Central Govt./Stat. Govt./POI	-	0	-	-	-
B3] Non-Institutional Investors	-	0	-	-	-
Individuals	14,39,855	47.91	6,61,500	21,01,355	50.95
Body Corporate	50,375	1.68	0	50,375	0.74
Others: (Including NRI)	14,662	0.48	1,25,000	1,39,662	2.06
Total Public Shareholding B=B1+B2+B3	15,04,900	50.07	7,87,500	22,91,400	33.75
C] Non-Promoter - Non-Public	0	0	0	0	0
Grand Total (A+B+C)	3005600	100.00	3787500	6793100	100.00

*The pre-issue shareholding pattern is as on the quarter ended at March 31, 2023.

#Post shareholding structure may change depending upon any other corporate action in between.

V. Proposed time limit within which the allotment shall be completed:

In terms of SEBI (ICDR) Regulations, the preferential allotment of said Warrants will be completed within a period of 15 (fifteen) days from the date of passing of special resolution at Item No. 7. Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (Fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

VI. The identity of the natural persons who are the ultimate beneficial owners of the warrants proposed to be allotted and / or who ultimately control the proposed allottee(s):

S. N.	Names of the proposed allottee(s)	Names of ultimate beneficial owners of proposed allottee(s)
1.	Gurdev Narain Foundation	Mr. Dharamraj Gupta
2.	Rhythm Malik	Not Applicable, as the allottee is a natural person.
3.	Rakesh Gupta	Not Applicable; as the allottee is a natural person
4.	Sachin Gupta	Not Applicable, as the allottee is a natural person.
5.	Komal Aggarwal	Not Applicable; as the allottee is a natural person.
6.	Chandan Singh	Not Applicable; as the allottee is a natural person
7.	Sharjil Hasim	Not Applicable, as the allottee is a natural person.
8.	Sanjay Vishwakarma	Not Applicable; as the allottee is a natural person
9.	Shubhanshu Dutt	Not Applicable; as the allottee is a natural person
10.	Sandeep	Not Applicable, as the allottee is a natural person.
11.	Anju Choudhary	Not Applicable; as the allottee is a natural person
12.	Aman Kumar Choudhary	Not Applicable; as the allottee is a natural person
13.	Gaurav Mittal	Not Applicable, as the allottee is a natural person.
14.	Rishi Kanda	Not Applicable; as the allottee is a natural

		person
15.	Raja Karwar	Not Applicable, as the allottee is a natural person
16.	Rajesh Gupta	Not Applicable, as the allottee is a natural person
17.	Ramachand Prasad Singh	Not Applicable, as the allottee is a natural person
18.	Ashtab Aggarwal	Not Applicable, as the allottee is a natural person
19.	EMD Renewable Energy	Mr. Shekhar Agarwal
20.	Siva Kant Sarvesh	Not Applicable, as the allottee is a natural person
21.	Sanjay Gupta	Not Applicable, as the allottee is a natural person
22.	Shakunda Bindal	Not Applicable, as the allottee is a natural person

vii. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue:

Name:	Pre Issue Shareholding Structure:		Warrants to be allotted:	Post Issue Shareholding (Presuming full conversion of Warrants):	
	No. of Shares	%		No. of Shares	%
Gurdev Narain Foundation	0	0	25,00,000	25,00,000	36.80
Rhythm Malik	0	0	10,000	10,000	0.15
Rakesh Gupta	0	0	7,500	7,500	0.11
Sachin Gupta	0	0	1,25,000	1,25,000	1.84

Komal Aggarwal	0	0	10,000	10,000	0.15
Chandan Singh	0	0	5,250	5,250	0.08
Sharif Hasam	0	0	1,750	1,750	0.03
Sanjay Vishwakarma	0	0	1,625	1,625	0.04
Shubkara Dhilli	0	0	10,325	10,325	0.15
Sandeep	0	0	450	450	0.01
Anju Choudhary	0	0	800	800	0.01
Aman Kumar Choudhary	0	0	800	800	0.01
Geetav Mull	0	0	43,000	43,000	0.63
Kush Nanda	0	0	50,000	50,000	0.74
Raja Kamwar	0	0	1,25,000	1,25,000	1.84
Rakesh Gupta	0	0	50,000	50,000	0.74
Ramashish Prasad Singh	0	0	25,000	25,000	0.37
Ashish Aggarwal	0	0	35,000	35,000	0.52
BYD Renewable Energy	0	0	1,25,000	1,25,000	1.84
Diya Kant Sanyesh	0	0	1,50,000	1,50,000	2.21
Sanjay Gupta	0	0	5,00,000	5,00,000	7.36
Shakuntla Bindal	0	0	10,000	10,000	0.15

#For Promoter's the Warrants to be converted over a period of 18 months from the date of allotment and for Non-Promoter's the Warrants to be converted over a period of 06 months from the date of allotment.

As a result of the proposed preferential issue of Warrants and Equity Shares upon conversion of the Warrants, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

VIII. **Undertakings**

- None of the Company, its directors or Promoters are categorized as wilful defaulter(s) or a fraudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India for same. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the Equity Shares have been listed for a period of more than twenty-six weeks as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

IX. **The current and proposed status of the proposed allottees post the preferential issue namely:**

Name	Current Status	Post Status
Gurdev Narain Foundation	Non-Promoter	Promoter
Rhythm Malik	Non-Promoter	Non-Promoter
Rakesh Gupta	Non-Promoter	Non-Promoter
Sachin Gupta	Non-Promoter	Non-Promoter
Kamal Aggarwal	Non-Promoter	Non-Promoter
Chandan Singh	Non-Promoter	Non-Promoter
Sharvil Hadim	Non-Promoter	Non-Promoter
Sandeep Vithwakarma	Non-Promoter	Non-Promoter
Shubhanshu Dixit	Non-Promoter	Non-Promoter
Sandeep	Non-Promoter	Non-Promoter
Anju Choudhary	Non-Promoter	Non-Promoter
Aman Kumar Choudhary	Non-Promoter	Non-Promoter
Geetai Mull	Non-Promoter	Non-Promoter
Rish Nanda	Non-Promoter	Non-Promoter

Raja Ranwar	Non-Promoter	Non-Promoter
Rakesh Gupta	Non-Promoter	Non-Promoter
Rameshch Prasad Singh	Non-Promoter	Non-Promoter
Ajith Aggarwal	Non-Promoter	Non-Promoter
BMD Renewable Energy	Non-Promoter	Non-Promoter
Shya Kant Sarvesh	Non-Promoter	Non-Promoter
Sarjay Gupta	Non-Promoter	Promoter
Shakuntla Bindal	Non-Promoter	Non-Promoter

X. Auditor's Certificate:

The certificate received from Naveen Kumar (Membership No.5557258), Chartered Accountant, being the Practising Chartered Accountant of the Company certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI (ICDR) Regulations, 2018 shall be available for inspection at the Registered office of the Company on all working days (excluding Saturday) during 10:00 A.M. to 5:00 P.M. up to the date of Annual General Meeting and shall also be available during the Annual General Meeting. The copy of said certificate will be available at the website of the Company, till the date of the AGM, at https://www.nimresourcesglobal.com/contact_us.php#.

XI. Lock-in Period:

- i. The Warrants to be allotted, and Equity Shares to be allotted upon conversion of Warrants, shall be subject to 'lock-in' in accordance with Chapter V of the SEBI (ICDR) Regulations.
- ii. The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI (ICDR) Regulations.

XII. Issue price and Relevant Date:

In terms of Regulation 161 of SEBI (ICDR) Regulations, 2018 the Relevant Date has been reckoned as 31st August, 2023 for the purpose of computation of Issue price/Conversion Price of Warrants.

The Equity Shares of the Company are listed on ESE Limited ("BSE") and Metropolitan Stock Exchange of India Limited and are infrequently traded thereat. Thus, in terms of the provisions of Regulation 165 of the SEBI (ICDR) Regulations, 2018, the minimum price is determined through Valuation report of M/s. Subodh Kumar, (Registration No, 1881/RV/05/2019/11705) i.e., Rs. 20/- per unit.

Further, the Articles of Association of the Company are silent on the determination of a floor price/ minimum price of the shares issued on preferential basis.

Based on the above, the minimum price has been computed to Rs. 20/- and the Issue Price for Warrants is Rs.20/- per warrant.

The report of Independent Valuer is available at the website of the Company at https://www.nmsresourcesglobal.com/contact_us.php#.

XIII. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Except the proposed allottees, none of the Directors/ Key Managerial Personnel of the Company/ their relatives is/ are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item no. 7 of this Notice except to the extent of their respective shareholding entitlements in the Company, if any.

The Board of Directors recommends the resolutions as set out in item no. 7 of this notice for the issue of Warrants on a preferential basis, to the persons belonging to the promoter and non-promoter category by way of Special Resolution.

ITEM NO. 08

The Board of Directors of the Company in its meeting decided to change the name of the Company from "NMS Resources Global Limited" to "NMS Global Limited". The proposed new name will truly reflect the nature of business being carried on by the company. The Directors believe that change in the name of the Company which is being undertaken as part of corporate rebranding would make the name of the Company simple, sharp and focused.

In case the aforesaid name will not be made available by the Hon'ble ROC, the Board would again make fresh application to Hon'ble ROC and apply for another name accordingly as per the provisions of Section 23 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 and other applicable provisions.

Further, although the Company has not yet received the approval from Hon'ble ROC for the availability of the proposed name i.e., "NMS Global Limited", still the Board is placing the resolution at item No 08 of the accompanying notice for change of name of company to "NMS Global Limited" or such other name as may be approved by ROC for seeking the approval of members in the ensuing AGM because if the Company does not place the resolution for change of name in the ensuing AGM than in that case the company shall again be required to convene an Extra Ordinary General Meeting of its shareholders to approve some another name as may be made available by the Hon'ble Registrar of Companies, National Capital Territory of Delhi and Haryana resulting in extra financial burden on the Company.

Considering the current financial position of the Company, the Board considers that the Company is not in a position to bear the expenses of convening another shareholders' meeting.

Therefore, the Board recommends that the consent of shareholders be obtained for changing the existing name of the Company to "NMS Global Limited" or to any other name as may be approved by the Hon'ble Registrar of Companies, National Capital Territory of Delhi and Haryana in the ensuing AGM only with the power given to Board to apply for some other suitable name in case the proposed name, i.e. "NMS Global Limited" is not made available with Hon'ble ROC without further obtaining the fresh approval/consent from shareholders for change of existing name of the company.

The Board further recommends that the existing name of the company, wherever appearing in the Memorandum of Association and Articles of Association of the company be replaced with the new name, i.e. "NMS Global Limited" or with such other name as may be approved by the Hon'ble ROC, National Capital Territory of Delhi and Haryana.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes. The company has duly complied with Regulation 45(1)(a) of the SEBI (LODR) Regulations, 2015 w.r.t. change of name. However, the provisions of Regulation 45(1)(b) of the SEBI (LODR) Regulations, 2015 are not applicable on the company as it has not changed its activities/business operations. The company is operating in single segment, i.e. pharmaceutical business. A certificate from the Statutory Auditors of the Company certifying the non-applicability of the provisions of Regulation 45(1)(b) of SEBI (LODR) Regulations, 2015 is annexed to the notice.

As per the provisions of Sections 13 of the Companies Act, 2014, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution. Hence, the resolution is put up for shareholders approval. None of the directors, Key Managerial Personnel and their relatives is concerned or interested, financially or otherwise, in the passing of the aforesaid resolution, except to the extent of their shareholding, if any.

The Board recommends the Special Resolution as set out in item no. 08 of the notice for approval of the Shareholders.

Reg. Office:
H.No.48,Hasanpur
I.P. Extension
Delhi-110092
Date : 28.08.2023
Place : Delhi

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED
Sd/-
Sugan Chaudhary
Managing Director
DIN: 07239488

BOARD OF DIRECTORS' REPORT

Dear Stakeholders,

Your directors take pleasure in presenting the 37th Annual Report on the business and operation of the Company, along with Audited Accounts, for the financial year ended 31st March, 2023.

ABOUT YOUR COMPANY

NMS Resources Global Limited is a public limited company, listed on India's premiere Stock Exchange BSE Limited and NSEI (Metropolitan Stock Exchange of India Limited) and engaged in the business of Consultancy, Skill Development, Infrastructure as well as Pay roll services.

FINANCIAL RESULTS

(Rs. in Lakhs)

	Standalone		Consolidated	
	2022-23	2021-22	2022-23	2021-22
Revenue from Operation	102.11	41.01	666.70	173.96
Other Income	0	0.00075	3.43	3.00
Total Expenses	178.42	42.59	629.98	173.23
Profit/(Loss) before depreciation, Finance cost, tax and Exceptional items	23.69	1.43	39.15	3.73
Exceptional items	0	0	0	0
Profit/(Loss) before depreciation, Finance cost, tax (after Exceptional items)	23.69	1.43	39.15	3.73
Less: Finance Cost	0.45	0.11	4.30	0.11
Depreciation	0.80	0.04	11.75	0.09
Profit/(Loss) before tax	23.69	1.45	29.15	3.73
Less: Tax Expenses	(0.15)	0.86	1.41	2.24
Profit/(Loss) After Tax	23.84	0.96	27.74	(1.34)

REVIEW OF OPERATIONS AND FUTURE PROSPECTS

During the year under review, due to COVID-19 setbacks, the company was unable to generate any sufficient revenues from operation and had profit of Rs. 23.84 lacs only. Company is engaged in the multiple

business but due to Covid-19 pandemic business were collapsed and likely to be revived in present and upcoming financial years.

DIVIDEND

In view of losses of the past years, your directors do not recommend any dividend for the financial year ended March 31st, 2023. The Board assures you to present a much strong financial statements in coming years.

TRANSFER TO RESERVES

The profits transferred and other additions to reserves are as follows:-

		Amount in lakhs	
		F.Y. 2022-2023	F.Y. 2021-2022
1.	Capital Reserve	0.00	0.00
2.	Capital Redemption Reserve	0.00	0.00
3.	Securities Premium reserve	0.00	0.00
4.	Debenture Redemption Reserve	0.00	0.00
5.	Revaluation Reserve	0.00	0.00
6.	Shares Option Outstanding Account	0.00	0.00
7.	Other Reserve	0.00	0.00
8.	Surplus (Profit & Loss Account)	(198.78)	(228.97)
	Balance brought forward from previous year		(219.52)
	Less: Tax on Regular Assessment Paid	0.00	0.00
	Add: Profit/Loss for the period		0.56
	Total		(228.96)

MATERIAL CHANGES FROM END OF FINANCIAL YEAR TO DATE OF REPORT

There are no material changes and commitment, affecting the financial position of Company which has occurred between the end of financial year of the Company to which the financial statements relate and the date of this report other than those disclosed in the Annual report.

CHANGE IN NATURE OF BUSINESS

During the period under review, the Company has not changed its nature of business.

AUDITORS

At ensuing Annual General Meeting, the Board recommends the appointment of M/S SPS Associates, Chartered Accountants (FRN:031358N), New Delhi, as Statutory Auditors of the Company for a term of five years from the Financial Years from the financial year 2022-23. However M/e SPS Associates resigned as statutory auditors of the company with completing the tenure on 14.08.23 and the board of directors has appointed M/s. Aggarwal Pawan & Associates FRN – 031570H for the current financial year as the notice of the present AGM.

AUDITORS' REPORT

There are no qualifications in statutory audit report. The comments in the Auditors' Report read with the notes to the accounts on the financial statement for the financial year 2023-24 are self-explanatory and do not call for further explanation.

SECRETARIAL AUDITOR

The Board has appointed M/s Prachi & Associates, Company Secretaries, to conduct Secretarial Audit under the provisions of Section 204 of the Companies Act 2013 for the Financial Year 2023-24. The Secretarial Audit Report for the Financial year ended 31st March 2023 is annexed herewith and marked as Annexure i to this Report.

DIRECTORS

As on March 31st 2023, the Board comprises 6 Directors of i.e., 1 Managing Director, 1 Non-Executive Director and 3 Independent Directors as under:

A) Executive Directors

1. Mr. D. P. Kadam (Managing Director)

B) Non-Executive Director

1. Mr. Isha Gupta

2. Mr. Dharampal Gupta

C) Independent Directors

1. Mr. Ujjwal Narayan

2. Mr. Sugan Choudhary

3. Mr. Sanjay Singh

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CHIEF FINANCIAL OFFICER

Pursuant to the provisions of Section 205 of the Companies Act, 2013, appointment of Mr. Subham Choudhary, Chief Financial Officer was formalized as the Key Managerial Personnel of the Company.

KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 203 of the Act, the following personnel have been designated as the Key Managerial Personnel of the Company as on date of present director's report.

Name	Designation
Sugan Choudhary	Managing Director
Subham Choudhary	Chief Financial Officer
Charu Varshney*	Company Secretary

*Resigned on 1st July 2023

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance and individual directors pursuant to the provisions of the Companies Act, 2013. The performance of the Board was evaluated by the Board on the basis of the criteria such as the Board composition and structure, effectiveness of Board process, information and functioning etc. The Board and Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of individual director to the Board and committee meetings like preparedness on the issue to be discuss meaningful and constructive contribution and inputs in meetings, etc. In a separate meeting of Independent directors, performance of non-independent director, performance of the Board as a whole and performance of Chairman was evaluated.

EFFICIENT INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Adequate internal controls have been laid down by the Company to safeguard and protect its assets as well as to improve the overall productivity of its operations. All the transactions are properly authorized, recorded and reported to the management. The Company is following applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The detailed process of review not only ensures reliability of control systems and legal compliances with applicable legislation, defined policies and processes but also reviews efficiency of systems and ensures safeguarding of tangible and intangible assets.

NOMINATION & REMUNERATION POLICY

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration as required under Section 175 of the Companies Act, 2013. The Nomination & Remuneration Policy of the Company is annexed herewith and marked as Annexure II to this Report.

RISK MANAGEMENT

The Company has a Risk Management Manual in place that defines the policies, lays out the strategies and methodology to decide on the risk-taking ability of the organization.

The Company constantly reviews its exposure to various types of risk, whether it be regulatory, operational, environmental, financial or political. The Company has in place adequate systems to ensure compliance with all regulatory and statutory matters reviews the same on a periodic basis and takes appropriate corrective action when necessary.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under Regulation 34 of the SEBI Listing Regulations, is annexed as Annexure III to this Board Report.

CORPORATE GOVERNANCE REPORT

Your Company believes and preached the Corporate Governance practices which are in line with legal requirements of Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013. The Company has adopted the practices which are prevalent in the industry. Further Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 has exempted certain Companies from mandatory compliance of provision of Regulation 27 of listing agreement under SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015 entered in to with the Stock Exchange where the Share of the Company are listed. In terms of said regulation every Company which has paid up capital less than Rs. 10 Crore and Net worth less than Rs. 25 Crore are exempted from complying with the provisions of Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

The Paid up capital of your company is less than Rs. 10 Crore and Net worth is less than 25 Crore therefore your Company is exempted from the complying with the provision of regulation 27. However your director assure you that your company will continue to follow the good corporate governance practices.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended 31st March, 2023 and state that:-

- a. In the preparation of the annual accounts for the financial year ended on 31st March, 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES

Particulars of employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are required to be annexed to the Board's Report. In accordance with the provisions of Section 136 of the Act, the Annual Report, excluding the aforesaid information is:

being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to The Company Secretary at the Registered Office of the Company.

PARTICULARS OF REMUNERATION

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23:

No Director has drawn any remuneration from the Company during the financial year 2022-23 therefore ratio of remuneration of each director the median remuneration of the employees of the Company is not ascertainable.

ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2022-23 :

Remuneration of Chief Financial Officer and Company Secretaries has not been increased during the financial year 2022-23.

iii) The percentage increase in the median remuneration of employees in the financial year 2022-23

No increase of remuneration of employees during the financial year 2022-23.

iv) The number of permanent employees on the rolls of company: 3(Two)

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

Amount in ₹L

	2022-23	2021-22	Increase/Decrease in %
Average Salary of Employee other than key Managerial Personnel (Per Annum)	N/A	N/A	N/A
Managing Director/Director/CEO	Nil	Nil	Nil

(As the Company has only two permanent employee therefore average salary is not ascertainable)

vi) The key parameters for any variable component of remuneration availed by the Directors:

The key parameters for the variable component of remuneration, if any, availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Nomination & Remuneration Policy for Directors.

vii) Affirmation that the remuneration is as per the remuneration policy of the Company.

Remuneration is paid to the Key Managerial personnel (i.e. CFO and Company Secretary) of the Company. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy of the Company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

There were no contracts or arrangements entered into by the Company in accordance with the Section 188 of the Companies Act, 2013. However, the details of the transactions with related party are provided in the accompanying financial statements. Related party transactions are subject to the Audit Committee and the Board for approval.

The policy on materiality of related party transactions and dealing with related party transactions as approved by the Board can be accessed on the Company's website at the link: www.nmresourcesglobal.com.

GREEN INITIATIVE

Members are aware that the Company had started a sustainability initiative with the aim of going green and minimizing the impact on the environment. Like the previous year, electronic copies of the Annual Report 2022-23 and Notice of the 37th AGM are being sent to all Members whose email addresses are registered with the Company / Depository Participant(s). For Members who have not registered their email addresses, physical copies of the Annual Report 2022-23 and the Notice of the 37th AGM are sent in the permitted mode. Members requiring physical copies can send a request to the Company.

The Company is providing remote e-voting facility to all Members to enable them to cast their votes electronically on all resolutions set forth in the Notice of the AGM. This is pursuant to Section 106 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015 read with Regulation 44 of the SEBI Listing Regulations, 2015. The instructions for remote e-voting are provided in the Notice of the AGM.

LISTING ON THE STOCK EXCHANGE

The Company's shares are listed with BSE Limited and NSE (Metropolitan Stock Exchange of India Limited).

CHANGES IN SHARE CAPITAL

The Authorized Share Capital of the company is Rs. 5,50,00,000 divided into 55,00,000 equity shares of Rs.10/- each. During the period under review, the said capital has not been raised by the company. The Issued, Subscribed & Paid-up Capital remains at Rs. 3,00,56,000/-.

There has been no change in the share capital of the Company during the year.

INTERNATIONAL SECURITY IDENTIFICATION NUMBER (ISIN)

Your Company has admitted its securities with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable our shareholders to hold their shares in Dematerialized form. International Security Identification Number (ISIN) of your Company is **INE169F01014**.

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. The following substantive Committees constituted by the Board function according to their respective roles and defined scope:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee
- Risk Management Committee

DISCLOSURES

A) EXTRACT OF ANNUAL RETURN

Pursuant to Section 91(3) and Section 134(3)(a), extract of the annual return as on March 31, 2023 in form MGT-9 is enclosed as Annexure-IV. The same is also available on company's website at <https://www.nmresourcesglobal.com>.

B) MEETINGS OF THE BOARD

During the financial year ended March 31, 2023, 8 meetings of the Board of Directors were held during the year. None of the two Board Meetings have a gap of more than 120 days between them. The dates of meetings are mentioned below:

Sr.No.	DATE	Sr. No.	DATE
1	16.05.2022	5	01.09.2022
2	30.05.2022	6	14.11.2022
3	18.07.2022	7	28.12.2022
4	11.08.2022	8	13.02.2023

The Audit Committee as on March 31, 2023 comprises of Four members, including one is Managing Director viz. Mr. Sujan Choudhary and one non-executive director viz. Mr. Dharamraj Gupta and other independent director Mr. Ujjwal Narayan and Ms. Chana Karshney is Secretary. Mr. Sujan Choudhary heading the committee.

D) COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee as on date comprises of three members, viz. Mr. Om Raj Taday, Mr. Sujan Choudhary and Mr. Ujjwal Narain. Mr. Ujjwal Narain heading the Committee.

E) COMPOSITION OF STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee as on date comprises of three members: Mr. Ujjwal Narain, Sanjay Singh and Mr. Sagan Choudhary, Mr. Ujjwal Narain is heading the Committee.

F) RISK MANAGEMENT COMMITTEE

The Risk Management Committee as on date comprises of three members, Mr. Sanjay Singh, Mr. Ujjwal Narain and Mr. Om Pal Yadav, Mr. Sanjay Singh is heading the Committee.

G) VIGIL MACHANISM/WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies Act, 2013, the Board of Directors has adopted a vigil mechanism/whistle blower policy of the Company.

The company's attitude towards unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy, is very strict. The Company follows absolute intolerance for such matters and expect the directors and employees to report genuine concerns about such abuse. The vigil mechanism/whistle blower policy can be accessed on the Company's website at the link <http://www.nmresourcesglobal.com>

H) DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at workplace and during the year under review, your Board has constituted an internal Complaints Committee to consider and redress complaints of sexual harassment & also adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

During the financial year 2022-23, the Company has received no complaints on sexual harassment.

I) PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITY PROVIDED

Particulars of loans given, investments made, guarantees given and securities are provided in the financial statements.

J) GENERAL

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 Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. The Managing Directors of the Company did not receive any remuneration or commission from subsidiary.

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.

SUBSIDIARY COMPANY

As on 31.03.2023, the Corporation has Seven subsidiary companies viz:

- I. M'S CORRIDOR MANAGEMENT PRIVATE LIMITED
- II. EBGNY & IVORY ADVERTISING INDIA PRIVATE LIMITED
- III. GEO IT SKILLS PRIVATE LIMITED
- IV. KUBERAKSHI ADVISORY SERVICES PRIVATE LIMITED
- V. CREDIBLE MANAGEMENT SOLUTIONS PRIVATE LIMITED
- VI. IDM ENTERPRISES PRIVATE LIMITED
- VII. MSC-BYI CONSULTING PRIVATE LIMITED

The Annual Accounts of all the subsidiary companies have been audited and finalized and the Consolidated Annual Accounts have been prepared and presented in this Annual Report. A statement containing the salient features of the Financial Statements of subsidiary companies forms part of the Consolidated Annual Accounts 2022-23.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO.

Information required to be given pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule 3(3) of the Companies (Accounts) Rules, 2014 and forming part of the Director's report for the year ended 31st March, 2023 are given below : NIL.

A. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

(i) the steps taken or impact on conservation of energy;

Your Company is primarily engaged in the business of Trading and consultancy which does not require the Electricity or Power consumption on large scale. However, Your Company is conscious about its responsibility to conserve energy, power and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines.

(ii) the steps taken by the company for utilizing alternate sources of energy;

The Company has been taking energy saving measures viz., Use of energy saver electrical equipment's, LED fittings are provided inside the building for common area lighting in the Company, Efficient ventilation system in the office of the Company.

(iii) the capital investment on energy conservation equipment's;

Your company has nil capital investment on energy conservation equipment's.

B. Technology absorption-

- (i) the efforts made towards technology absorption; N.A.
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; N.A.
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- N.A.
 - (a) the details of technology imported; N.A.
 - (b) the year of import; N.A.
 - (c) whether the technology been fully absorbed; N.A.
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development. N.A.

C. FOREIGN EXCHANGE EARNINGS & OUTGO

Foreign Exchange Earnings & Outgo- Nil

ACKNOWLEDGEMENT

Directors wish to place on record their deep thanks and gratitude to:

- a) The Government as well as their respective Departments connected with the business of the Company, Bankers of the Company for their co-operation and continued support.
- b) The Shareholders, Suppliers and Contractors for the trust and confidence reposed and to the Customers for their valued patronage.
- c) The Board also takes this opportunity to express its sincere appreciation for the efforts put in by the officers and employees at all levels in achieving the results and hopes that they would continue their sincere and dedicated endeavor towards attainment of better working results during the current year.

Date : 28.08.2023

Place : Delhi

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED
Sd/-

Sugan Chaudhary
Managing Director
CIN: 07256488

ANNEXURE (1) TO BOARD OF DIRECTORS REPORT

MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

(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

NMS RESOURCES GLOBAL LIMITED

H.No. 48, Hasankpur, I.P. Extension Delhi-110092.

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by NMS RESOURCES GLOBAL LIMITED (CIN: L74110DL1996PLC025457) (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 my opinion thereon.

Based on our verification of the NMS Resources Global Limited'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 31st March, 2023, 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 NMS Resources Global Limited for the financial year ended on 31st March, 2023 according to the provisions of (to the extent applicable):

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under -
Not applicable to the Company during the Audit Period.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under-
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to
The extent of Foreign Direct Investment, Overseas Direct Investment and External
Commercial Borrowings- Not applicable to the Company during the Audit Period.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz. :-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - (c) The Securities and Exchange Board of India (Issue of Capital) and Disclosure Requirements) Regulations, 2009. Not applicable to the Company during the Audit Period.

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014. - Not applicable to the Company during the Audit Period.
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. - Not applicable to the Company during the Audit Period.
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. - Not applicable to the Company during the Audit Period.
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. - Not applicable to the Company during the Audit Period.
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) Indian Stamp Act, 1899;

(vii) Indian Contract Act, 1872;

(viii) Income Tax Act, 1961 and indirect tax laws;

(x) Other applicable Laws;

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Listing agreements entered into by the Company with the Bombay Stock Exchange.

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

I further Report that compliance of applicable financial laws including Direct and Indirect Tax Laws by the Company has not been reviewed in this audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I further Report that: -

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 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. But some documents, registers, files are needed to be maintained in more improvised and updated manner.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

Place: - Faridabad

Date: - 25.07.2023

UDIN: - A0433558000874843

FOR PRACHI BANSAL & ASSOCIATES

(PRACHI BANSAL)

Proprietor

Membership No. - A4335

COP No: -25670

This report is to be read with my letter of even date which is annexed as Annexure 1 and forms an integral part of this report.

'ANNEXURE 1' TO THE SECRETARIAL AUDIT REPORT

To
The Members
NMS RESOURCES GLOBAL LIMITED
H.No. 48, Hazarpur, I.P. Extension Delhi-110092

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

1. Maintenance of secretarial record and devise proper systems to ensure compliance with the provisions of all applicable laws and regulations is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records, standards and procedure followed by the Company with respect to secretarial compliances.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.

Disclaimer:

The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: - Faridabad
Date: -25.07.2023
UDIN: - A0433558000674843

FOR PRACHI BANSAL & ASSOCIATES
(PRACHI BANSAL)
Proprietor
Membership No: - A4358
COP No: -23670

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause 10(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of

NIMS RESOURCES GLOBAL LIMITED

H.No. 48, Hasanpur, I.P. Extension Delhi-110092.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of NIMS Resource Global Limited (hereinafter referred to as "the Company") having CIN L74110DL1986PL0025457 and having registered office at H.No. 48, Hasanpur, I.P. Extension Delhi-110092, 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(1) 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 Directors 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 ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S.No.	Name of Director	DIN	Date of appointment in company	Date of Resignation in company
1.	Sarjay Singh	09513879	04/03/2022	-
2.	Ujjwal Marayan	03097661	11/11/2020	-
3.	Dhanrajal Gupta	09533878	04/03/2022	-
4.	Om Pal Yadav*	01807006	31/10/1999	-
5.	Sujan Chaudhary	07139488	13/11/2011	-
6.	Usha Gupta	07741561	28/12/2022	-
7.	Meenakshi Gupta	01161976	04/03/2022	28/12/2022
8.	Pankaj Chander**	00053353	11/11/2020	28/12/2022

* After the year under review Mr. Om Pal Yadav was resigned from the Company w.e.f 15/05/2023

**After the year under review Mr. Pankaj Chander was appointed as Director of the Company w.e.f 30/05/2023

Ensuring the eligibility 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.

Place: - Faridabad

Date: -25.07.2023

UDIN: - A0433558000674843

FOR PRACHI BANSAL & ASSOCIATES

(PRACHI BANSAL)

Proprietor

Membership No: - A4333

COP No: -23670

**ANNEXURE [II] TO BOARD OF DIRECTORS' REPORT
NOMINATION AND REMUNERATION POLICY**

I. GUIDING PRINCIPLES

The Policy ensures that:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

II. ROLE OF THE COMMITTEE

The role of the Committee inter alia will be the following:

- To formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- Formulate criteria for evaluation of Independent Directors and the Board.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of every Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- To devise a policy on Board diversity.

III. FREQUENCY OF THE MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

IV. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.

- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such matter indicating the justification for extension of appointment beyond seventy years.

Term / Tenure:

Managing Director/Whole-time Director/Manager (Managerial Person):

- The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1st October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation:

- The Committee shall carry out evaluation of performance of every Director,
- KMP and Senior Management on yearly basis or as when required.

Removal

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

V. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT

- **General:**
 - The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
 - The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
 - Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.
- **Remuneration to Managerial Person, KMP and Senior Management:**
 - **Fixed pay:**
Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force and also depend on the financial position of Company.
 - **Minimum Remuneration:**
if, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.
 - **Provisions for excess remuneration:**

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

- **Remuneration to Non-Executive / Independent Director:**

- **Remuneration / Commission:**

The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

- **Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

- **Limit of Remuneration /Commission:**

Remuneration /Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

- **Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

VI. REVIEW AND AMENDMENT

- The Committee or the Board may review this Policy as and when it deems necessary.

- The Committee may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.

- This Policy may be amended or substituted by the Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.

**ANNEXURE (III) TO BOARD OF DIRECTORS' REPORT
MANAGEMENT DISCUSSION & ANALYSIS REPORT (MDAR)**

CHINA DOWN TREND

The Company's operations span across various business segments comprising of Trading and Consultancy Services in the field of Contractual Services like Civil Construction, Pre-Engineered Buildings, Skill Development, Financial Consultancy, Engineering Services & Publication, manpower hiring and Advertising.

The Company has significant presence across India. The vast experience of the Directors of the Company in the sector of Civil Construction, Banking, Finance, Engineering & Advertising Services is an added advantage for the Company. The management of NMS understands the frequent modulations in the field of construction industry and hence take up the projects engaging different technologies like pre-engineered buildings, monolithic, EPS and LESP along with RCC frame structure.

The economy of the China is going through the down trend. Housing, manufacturing, automobiles, all sectors in China is going through the negative phase. On the other hand India has become the most favoured nation and attractive destination for the foreign investments and manufacturing. Now the India has become the fastest growing economy of the world and industrial revolution has just begun. We the NMS looking this as a big opportunity and ready to expand our presence PAN India basis by providing our full services and consultation to establish new industries in India.

We are committed to provide high quality work that meets international standards. At all stages of our work, we stay in close touch with our clients to ensure the work progress in accordance with their expectations.

OPPORTUNITIES

The Service sector is not only a dominant sector in India's GDP, but has also attracted significant foreign investment flows, contributing significantly to exports as well as providing large-scale employment. India needs adequate Infrastructure, Research & Development and Skill Development.

Threats

There are many players in the market providing consultancy in the field of finance, accounting as well as taxation.

Today's financial firms face unprecedented pressure to cut costs and improve capital deployment—while fighting financial crime, improving operational and cyber resilience, and meeting evolving regulations.

Costs for compliance are very high, and financial institutions should frequently restructure, to keep in compliance and future-proof the enterprise. Most institutions struggle to balance compliance and operating concerns with their need to craft a strong reputation as a desirable employer and good corporate citizen.

Initiatives Taken By the Company

After Deep analyzing the present world scenario after the epidemic of Covid-19, The company is giving its best efforts to flourish its business and works. it has a strong perception that the business will grow in upcoming years. The company has launch its own Online Skill Education Platform with same and style of NMSkar, NMS (Kaushal And Roogar).

The company has successfully signed various MOU's and agreement with its well-known clients for supporting and developing the infrastructure to EV charging stations, battery Swapping business, Infrastructure development and arranging the human resources. Further company is providing financial, Infrastructure and development consultation to establish new entities in India.

FUTURE OUTLOOK

Presently the company has seven subsidiaries, expert in their core field of business with vast knowledge of key management. The Indian economic situation is at upward trend but due to Russia and Ukraine war prices of the commodity has been increased substantially, which is impacting the cost factor of service industry. However, the company and management is still in view that even after the high cost or inflation, development and progress will continue with high pace.

CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good corporate governance is about maximizing shareholder value on a sustainable basis while ensuring fairness to all stakeholders: Customers, vendor-partners, investors, Employees, Government and Society.

The Company believes that Corporate Governance is a set of processes, customs, policies, rules, regulation and laws for ensuring transparency, professionalism and accountability in its dealings with its customers, principal, employees, shareholders and with every individual who comes in contact with the Company. The Company's philosophy on Corporate Governance is bounded upon a rich legacy of fair ethical governance practices which has been in practice since the beginning. In fact the company has long been a staunch supporter of this code even before it became mandatory. Integrity, transparency, accountability and compliance with laws which are columns of good governance have always been the hallmark of company. The Company is in full compliance with the requirements of Corporate Governance under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges and in this regard, submits a report on the matters mentioned in the said clause and also the practices followed by the Company as stated below:

BOARD COMPOSITION

Size and Composition of Board of Directors

The composition of Board of Director's for the FY. 22-23 as detailed below is in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(Read with the resignation and re-appointment as informed in the directors report)

Sl. No.	Name of Director	DIN	Category
1	Mr. O. P. Yadav	01607006	Managing Director
2	Mr. Pankaj Chander	00053351	Non-Executive Director
3	Mrs. Meenakshi Gupta	01261976	Non-Executive Director
4	Mr. Ujjwal Karayan	01097661	Independent Non-Executive Director
5	Mr. Hari Prakash Gupta	05847381	Independent Non-Executive Director
6	Mr. Dhyanraj Gupta	09313876	Non-Executive Director
7	Mr. Sugan Choudhary	07239483	Independent Non-Executive Director
8	Mr. Sanjay Singh	03313879	Independent Non-Executive Director
9	Ms. Isha Gupta	07741551	Non-Executive Director

Board of Directors

- I. The Company has 8 Directors out of which 1 Managing Director, 3 Non-Executive Directors and 4 Independent Director as on March 31, 2023. The composition of the Board is in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the stock Exchanges.
- II. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanship / Memberships held by them in other companies is given below. Other directorships include alternate directorships, Directorships of Private Limited Companies, section 8 companies, and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

III.

Name of Director	Number of the board of meetings held during the year 2022-23		Whether attended last AGM held on 30th September, 2022	No. of Directorship in other Companies
	Held	Attended		
Mr. O. P. Yadav (DIN: 01607006)	8	8	Yes	1

Mr. Parul Chander (DIN: 00053351)	8	8	Yes	16
Ms. Meenakshi Gupta (DIN: 01261976)	4	4	Yes	8
Mr. Dilip Narayan (DIN: 01097561)	8	8	Yes	3
Mr. R.P. Prakash (DIN: 06847881)	4	4	Yes	0
Mr. Sugan Choudhary (DIN: 07239438)	8	8	Yes	10
Mr. Sakaj Singh (DIN: 09313879)	8	8	No	1
Mr. Dhanshaj Gupta (DIN: 09313878)	8	5	No	3
Ms. Isha Gupta (DIN: 07741551)	2	1	No	0

Dr. Pal Yadav is son of Late Sh. S.K. Yadav, Managing Director of the company, as defined in Section 2(77) of Companies Act, 2013 and Rule 4 of the companies (Specification of definitions details) Rule 2014

Eight (8) Board Meetings were held during the year and the gap between two meetings did not exceed four months. Further some of the directors were presented in the meeting through video conferencing. The dates on which the Board Meetings were held are as follows:

Sr. No.	DATE	Sr. No.	DATE
1	28.05.2022	6.	14.11.2022
2	30.05.2022	7.	28.12.2022
3	18.07.2022	8.	15.02.2022
4	31.08.2022		
5	01.09.2022		

The company issued formal letters of appointment to independent directors in the manner as provided in the Companies Act, 2013.

The company has formulated a policy to familiarise the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes.

Code of Conduct for Board members and Senior Management

The Board of Directors has laid down the code of conduct for all the Board members and members of the Senior Management of the Company. Additionally all independent directors of the company shall be bound by duties of independent directors as set out in the Companies Act, 2013 read with the Schedules and Rules there under.

All the Board members and Senior Management personnel have affirmed compliance with the code of conduct.

The Code of Conduct is available on the website of the company.

BOARD COMMITTEES

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has four committees (i.e. Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee). All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

AUDIT COMMITTEE

The audit committee was constituted in accordance with the provisions of Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The major tasks performed by the audit committee may be grouped under the following heads:

Statutory audit, Internal audit, reporting and other aspects:

- I. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Committee acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to the financial information.
- II. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible and ensuring timely submission to statutory authorities.
- III. Reviewing the Management Discussion & Analysis of financial and operational performance.
- IV. Reviewing with the management, the quarterly financial statements and annual financial statements and auditor's report thereon before submission to the board for approval.
- V. Review the adequacy and effectiveness of the company's system and internal control.
- VI. Evaluation of internal financial controls and risk management systems.
- VII. To review the functioning of the Whistle Blower mechanism.

Audit & other duties

- I. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- II. Discussion with internal auditors of any significant findings and follow up there on.
- III. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and Internal Auditors considering their independence and effectiveness and their replacement and removal.
- IV. To recommend to the Board the remuneration of the Statutory Auditors and Internal auditors.
- V. To grant approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

Composition of Audit Committee and attendance of each Director during the meetings held in financial year 2022-23 are given below:

Four Audit Committee meetings were held during the year and the gap between two meetings never exceeded four months. The dates on which such meetings were held are as follows:

30.05.2022, 11.08.2022, 14.11.2022, 13.02.2023

Name	Status	Category	No. of meeting Attended during the year 2022-23
Mr. Suman Choudhary	Chairman	Independent Non-Executive Director	4
Mr. Parikaj Chander	Member	Managing Director	3
Mr. Ujjwal Narayan	Member	Independent Non-Executive Director	4
Mr. Dhananjai Gupta	Member	Non-Executive Director	4

NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of the committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity.
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

The remuneration policy as adopted by the company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

Although no remuneration is paid to any director at present the company retains the option to do so in future. As and when it is done it shall be revealed in the report.

The details of the composition of the Nomination and Remuneration Committee are as under:

During 2022-23 four meeting were held as under:

30.05.2022, 11.08.2022, 14.11.2022, 13.02.2023

Name	Status	Category	No. of meeting Attended during the year 2022-23
Mr. Ujwal Narain	Chairman	Independent Non-Executive Director	4
Mr. Sujan Choudhary	Member	Independent Non-Executive Director	4
Mr. Om Pal Yadav	Member	Managing Director	4

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company.

The Committee performs following functions:

Transfer/Transmission of shares

1. Issue of Duplicate Share Certificates.
2. Review of Share dematerialization and rematerialization.
3. Monitoring the expeditious Redressal of Investor Grievances.
4. Monitoring the performance of company's Registrar & Transfer Agent.
5. All other matters related to the shares.

During 2022-23 four meeting were held as under:

30.05.2023, 11.08.2023, 14.11.2023, 30.01.2024

The details of the composition of the Stakeholders Relationship Committee are as under:

Name	Status	Category	No. of meeting Attended during the year 2022-23
Mr. Ujwal Narain	Chairman	Independent Non-Executive Director	4
Mr. Sanjay Singh	Member	Independent Non-Executive Director	4
Mr. Sujan Choudhary	Member	Independent Non-Executive Director	4

RISK MANAGEMENT COMMITTEE

The Risk Management Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company.

Role & Responsibilities of Risk Management Committee

ROLES:

- To assess the Company's risk profile and key areas of risk in particular.
- To recommend the Board and adoption of risk assessment and rating procedures.
- To articulate the Company's policy for the oversight and management of business risks.
- To examine and determine the sufficiency of the Company's internal processes for reporting on and managing key risk areas.
- To assess and recommend the Board acceptable levels of risk.
- To develop and implement a risk management framework and internal control system.
- To review the nature and level of insurance coverage.
- To have special investigations into areas of corporate risk and break-downs in internal control.
- To review management's response to the Company's auditors' recommendations those are adopted.
- To report the trends on the Company's risk profile, reports on specific risks and the status of the risk management process.

RESPONSIBILITY:

- To define the risk appetite of the organization.
- To exercise oversight of management's responsibilities, and review the risk profile of the organization to ensure that risk is not higher than the risk appetite determined by the board.
- To ensure that the Company is taking appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.
- To assist the Board in setting risk strategies, policies, frameworks, models and procedures in liaison with management and in the discharge of its duties relating to corporate accountability and associated risk in terms of management assurance and reporting.
- To review and assess the quality, integrity and effectiveness of the risk management systems and ensure that the risk policies and strategies are effectively managed.
- To review and assess the nature, role, responsibility and authority of the risk management function within the Company and outline the scope of risk management work.

The Risk Management Committee as on date comprises of three members; including one is Independent Director Mr. Sanjay Singh and two other Director viz. Mr. Gijwal Narain and Mr. Om Pal Yadav. Mr. Sanjay Singh is heading the Committee.

Ms. Akasha Trivedi was appointed as a Company Secretary & Compliance officer on 04th March 2022 and resigned on 15.07.2022. Later on Ms. Charu Varshney was appointed in place of Ms. Akasha Trivedi from 18.07.2022. She performed the functions of monitoring the Complaints received vis-a-vis share transfer and other related processes and reported them to the Board. She also carried out his responsibility as liaison officer with the investors and regulatory authorities, such as SEBI, Stock

exchange, Registrar of Companies, RBI in respect of implementing laws, rules and regulations and directives of such authorities concerning investor service and complaints.

No complaints were received from the shareholders during the year.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the independent Directors met on March 31st, 2023, inter alia to discuss:

- I. Review the performance of non-independent directors and the Board as a whole;
- II. Review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- III. Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

RELATED PARTY TRANSACTIONS

All transactions entered into with Related Parties as defined under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arm's length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosures as required by the Accounting Standards (AS19) has been made in the notes to the Financial Statements.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

DISCLOSURES

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

In accordance with requirement of Companies Act as well as listing agreement a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. A link to such policy is also provided in the website of the company.

Compliance, rules & regulations as laid down by various statutory authorities has always been observed by the company since each change over both in letter as well as in spirit.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the company at large.

Compliance with Accounting Standard

In the preparation of the financial statements, the Company has followed the accounting standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 1956 read with General Circular 3/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

GENERAL BODY MEETING

The details of last three Annual General Meeting of the Company held are given below :

Financial Year	Location of the Meeting	Date	Time
2019-20	H. No. 48 Hasarpur, I/F Extension, Delhi-110092	30/12/2020	09:30 AM
2020-21	H. No. 48 Hasarpur, I/F Extension, Delhi-110092 Through Video conferencing	30/09/2021	10:30 AM
2021-22	H. No. 48 Hasarpur, I/F Extension, Delhi-110092 Through Video conferencing	30/09/2021	10:30AM

No Extraordinary General Meetings of the Members was held during the year 2022-23.

MEANS OF COMMUNICATION

The quarterly and half yearly un-audited and annual results were published in a National level English newspaper(s) as well as regional language newspaper circulating in the state of New Delhi. The results are also displayed on the Company's website (www.nmsresourcesglobal.com).

SHAREHOLDER INFORMATION

Registered Office

H.No. 48, Hasarpur, I/F, Extension Delhi
East Delhi Dc, 110092 (IN)

E-mail: info@nmsresourcesglobal.com; corp.affairs.ifm@gmail.com

Websites: www.nmsresourcesglobal.com

Registrar and Transfer Agent

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company:

Skyline Financial Services Private Limited

D-153, 1st Floor, Okhla Ind. Area, Phase-1, New Delhi-110020

Telephone No: 011-26812682/3

Fax: 011-30857661

E Mail: admin@skyfinert.com

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

Compliances

Mandatory Requirements

The company has fully complied with the applicable mandatory requirements of Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital for the quarter ended June 2022, September 2022 is being carried out by M/s ANKUR SINGH & ASSOCIATES, Company Secretaries (OP No. 22620) and for Quarter Ended March 2023, December 2022 is being carried out by M/s Prachi Bansal & Associates, Company Secretaries with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditors Certificate in regard to the same is submitted to BSE Limited & Metropolitan Stock Exchange of India Limited.

A Secretarial Audit Report for the year 2022-23 carried out by M/s Prachi Bansal & Associates, Company Secretaries is annexed to the Directors Report and forms a part of the Annual Report.

Adoption of non-mandatory requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Shareholders Rights:

The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website www.nimresourcesglobal.com. Hence, these are not individually sent to the Shareholders.

General Shareholders Information

Annual General Meeting

Date: 30th September, 2023
Day: Saturday
Time: 10:00 A.M.
Venue: H.No. 48, Hasenpur, I.P. Extension,
Delhi - 110092

FINANCIAL CALENDAR

a. Financial Year: 1st April to 31st March

Tentative Calendar for the financial year ending 31st March, 2024

Financial Reporting for the	Tentative time frame
First quarter ended 30th June, 2023	First fortnight of August 2023*
Second quarter ending 30th September, 2023	First fortnight of November, 2023*
Third quarter ending 31st December, 2023	First fortnight of February, 2024*
Fourth quarter ending 31st March, 2024	By the end of May, 2024*

Book Closure

From 13th September, 2023 to 30th September, 2023 (both days inclusive) for the purpose of 37th Annual General Meeting.

LISTING ON STOCK EXCHANGE

The shares of the Company are at present listed on BSE Limited and Metropolitan Stock Exchange of India Limited (MSEI).

SHARE TRANSFER SYSTEM

The Company's shares are available in Demat mode. ISIN allotted to company is INE169P01014. The shares received for transfer in physical mode are registered and returned within a period of 13 days from the date of receipt, if the documents are clear in all respect.

Distribution of Shareholding as on 31st March, 2023

Shareholding of Nominal value of Rs. 10/-	No. of Shareholders	% of Shareholders	No. of Shares Held	% to total
Up To 5,000	5773	88.71	5350340.00	17.80
5001 To 10,000	265	8.11	1201390.00	7.33
10001 To 20,000	119	2.75	1812910.00	8.03
20001 To 30,000	42	0.95	1066230.00	3.55
30001 To 40,000	12	0.28	417670.00	1.39
40001 To 50,000	93	0.31	575040.00	1.91
50001 To 1,00,000	14	0.33	963690.00	3.21
1,00,000 and Above	16	0.38	17557730.00	58.73
Total	4259	100.00	30056000.00	100.00

Categories of Equity shareholder as on March 31, 2023

Category	No. of Shares	%age
(A) Promoter Shareholding		
(1) Indian	-	-
(a) Individuals & HUF	12,00,700	39.95
(b) Bodies Corporate	3,00,000	9.98

Sub Total (A)(1)	15,00,700	49.93
(2) Foreign promoters	-	-
Total Promoter shareholding A=A1 +A2	15,00,700	49.93
(B) Public Shareholding		
B1) Institutional Investors	-	-
B2) Central Govt./Stat Govt./POs	-	-
B3) Non-Institutional Investors	-	-
Individuals	14,39,895	47.91
Body Corporate	60,375	1.68
Others (including IRI)	34,522	0.45
Total Public Shareholding B=B1+B2+B3	15,04,900	50.07
(C) Non-Promoter - Non-Public	0	0
Grand Total (A+B+C)	30,05,600	100.00

Physical/NSDL/CDSL/Summary Report as on 31st March, 2023

PARTICULARS	SHARES	PERCENTAGE (%)
PHYSICAL	1069900	35.6
NSDL	520831	17.33
CDSL	1414888	47.07
TOTAL	3005600	100

ADDRESS OF CORRESPONDENCE

Shareholders may contact:

Mr. Subham Shrivastava
(Chief Financial Officer)

NMS RESOURCES GLOBAL LTD
H.No. 48, Hasaspur, I.P. Extension, Delhi
East Delhi - 110093

E-mail: info@nmsresourcesglobal.com; corp.affairs.nms@gmail.com

Website: www.nmsresourcesglobal.com

CEO/CFO Certification

The Board of Directors:

NMS Resources Global Limited

Dear Members of the Board,

I, Subham Choudhary, Chief Financial Officer of NMS Resources Global Limited, to the best of our knowledge and belief, certify that:

1. I have reviewed the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement of the Company and all the notes on accounts and the Board's report.
2. These Statement do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and/or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics, except as disclosed to the Company's auditors and the Company's audit Committee of the Board of Directors.
5. We have also indicated to the Auditor and the Audit Committee
 - Significant changes in Internal Controls with respect to financial reporting during the year.
 - Significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.
6. To the Best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

Place: New Delhi

Date: 03.06.2023

Sd/-

Subham Choudhary
Chief Financial Officer



THE INDEPENDENCE SCHOOL DISTRICT

Financial Statements

FINANCIAL STATEMENTS AS OF DECEMBER 31, 2022

Description	Total 2022	As of December 31, 2022	As of December 31, 2021
ASSETS			
(1) Investments			
(a) Capital Investment Securities	0	0.00	0.00
(b) Capital Investment Program			
(c) Investment Trusts			
(d) Cash			
(e) Other Investment Assets			
(f) Available for Sale Investment Securities	100	100.00	100.00
(g) Deferred Tax Assets (net)			
(h) Receivable Assets			
(i) Prepayments	0	0.00	0.00
(j) Trade Receivables			
(k) Loans	0	0.00	0.00
(l) Deferred Tax Assets (net)	0	0.00	0.00
(m) Other Non-Current Assets	0	0.00	0.00
Total Non-Current Assets		<u>100.00</u>	<u>100.00</u>
(2) Current Assets			
(a) Accounts Receivable	0	0.00	0.00
(b) Prepaid Assets			
(c) Inventories			
(d) Trade Receivables	100	100.00	100.00
(e) Cash and Cash Equivalents	100	100.00	100.00
(f) Cash Advances from Other Parties			
(g) Loans			
(h) Other	100	100.00	100.00
(i) Current Tax Assets (net)			
(j) Other Current Assets	0	0.00	0.00
Total Current Assets		<u>200.00</u>	<u>200.00</u>
Total Assets and Liabilities		<u>300.00</u>	<u>300.00</u>
LIABILITIES AND EQUITY			
Equity			
(a) Equity Share Capital	100	100.00	100.00
(b) Reserves	100	100.00	100.00
Total Equity		<u>200.00</u>	<u>200.00</u>
Liabilities			
(1) Non-current Liabilities			
(a) Financial Liabilities			
(i) Derivatives	0	0.00	0.00
(ii) Lease Liabilities			
(iii) Trade Payables	100	100.00	100.00
(iv) Total Accounting Loss of Assets and Non-current Liabilities			
(v) Other Accounting Loss of Assets and Non-current Liabilities			
(vi) Other Financial Liabilities (other than lease liabilities and (iv) as specified)			
(b) Other			
(c) Deferred Tax Liabilities (net)			
(d) Other non-current Liabilities			
Total Non-Current Liabilities		<u>100.00</u>	<u>100.00</u>
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Derivatives			
(ii) Lease Liabilities			
(iii) Trade Payables			
(iv) Total Accounting Loss of Assets and Non-current Liabilities			
(v) Other Accounting Loss of Assets and Non-current Liabilities			
(vi) Other Financial Liabilities (other than lease liabilities and (iv) as specified)			
(b) Other	100	100.00	100.00
(c) Deferred Tax Liabilities (net)			
(d) Other Current Liabilities	100	100.00	100.00
Total Current Liabilities		<u>100.00</u>	<u>100.00</u>
Total Liabilities and Equity		<u>300.00</u>	<u>300.00</u>

Significant Accounting Policies and Other Accounting Data are set out in the Notes to the Financial Statements.

2-04

As prepared by the auditors attached

As audited by the Royal Chartered
Firm Independent Accountants

FOR THE BOARD:

Chairman

Director

Director

Director

Director

Director

Director

Director

Director

Director

Raymond Davidson

Director

Director

Chris Jackson

CEO

Director

Charles Clark

Director

Director

Richard Davidson

CEO

Director

THE UNIVERSITY OF ALABAMA SYSTEM			
STATEMENT OF FINANCIAL POSITION AS OF DECEMBER 31, 2015			
ASSETS			
	2015	2014	2013
	(\$)	(\$)	(\$)
Current assets			
Cash and cash equivalents	100	100	100
Accounts receivable	100	100	100
Inventory	100	100	100
Prepaid expenses and other assets	100	100	100
Total current assets	400	400	400
Non-current assets			
Property, plant, and equipment, net	1,000	1,000	1,000
Intangible assets	100	100	100
Investments	100	100	100
Deferred tax assets	100	100	100
Total non-current assets	1,300	1,300	1,300
Total assets	1,700	1,700	1,700
Current liabilities			
Accounts payable	100	100	100
Deferred revenue	100	100	100
Total current liabilities	200	200	200
Non-current liabilities			
Long-term debt	1,000	1,000	1,000
Total non-current liabilities	1,000	1,000	1,000
Total liabilities	1,200	1,200	1,200
Equity			
Capital stock	100	100	100
Retained earnings	500	500	500
Total equity	600	600	600
Total liabilities and equity	1,700	1,700	1,700

THE UNIVERSITY OF ALABAMA SYSTEM		STATEMENT OF FINANCIAL POSITION AS OF DECEMBER 31, 2015	
ASSETS		LIABILITIES AND EQUITY	
	2015	2014	2013
	(\$)	(\$)	(\$)
Current assets			
Cash and cash equivalents	100	100	100
Accounts receivable	100	100	100
Inventory	100	100	100
Prepaid expenses and other assets	100	100	100
Total current assets	400	400	400
Non-current assets			
Property, plant, and equipment, net	1,000	1,000	1,000
Intangible assets	100	100	100
Investments	100	100	100
Deferred tax assets	100	100	100
Total non-current assets	1,300	1,300	1,300
Total assets	1,700	1,700	1,700
Current liabilities			
Accounts payable	100	100	100
Deferred revenue	100	100	100
Total current liabilities	200	200	200
Non-current liabilities			
Long-term debt	1,000	1,000	1,000
Total non-current liabilities	1,000	1,000	1,000
Total liabilities	1,200	1,200	1,200
Equity			
Capital stock	100	100	100
Retained earnings	500	500	500
Total equity	600	600	600
Total liabilities and equity	1,700	1,700	1,700

Note : 54 Intangible Assets Under Development
As at 31 March 2021

Sr. No.	Particulars	C/o	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Debit/Retirement during the year	Value at the end	Value at the beginning	Addition during the year	Debit/Retirement during the year	Value at the end	WDV as on 31.03.2021	WDV as on 31.03.2020
1	<u>Intangible Assets Under Development</u>											
	Software		18.20	-	-	18.20	-	-	-	-	18.20	18.20
	Total		18.20	-	-	18.20	-	-	-	-	18.20	18.20

Intangible Assets Under Development ageing Schedule:

Sr. No.	Amount in CNY for a period of				Total	More than 3 years
	Intangible assets under Development	Less than 1 year	1-2 years	2-3 years		
1.	Software	-	-	-	-	18.20

As at 31 March 2022

Sr. No.	Particulars	C/o	Gross Block				Depreciation				Net Block	
			Value at the beginning	Addition during the year	Debit/Retirement during the year	Value at the end	Value at the beginning	Addition during the year	Debit/Retirement during the year	Value at the end	WDV as on 31.03.2022	WDV as on 31.03.2021
1	<u>Intangible Assets Under Development</u>											
	Software		18.20	-	-	18.20	-	-	-	-	18.20	18.20
	Total		18.20	-	-	18.20	-	-	-	-	18.20	18.20

Sr. No.	Amount in CNY for a period of				Total	More than 3 years
	Intangible assets under Development	Less than 1 year	1-2 years	2-3 years		
1.	Software	-	-	-	-	18.20

Note : 57 Deferred Tax Assets

Particulars	As on 31 March 2021	As on 31 March 2022
Deferred Tax Assets	11.49	-21
	11.49	-21

2019-2020 Financial Statements of the Corporation

Page 2 Investments

Particulars	As at March 31, 2020	As at March 31, 2019
Investments in Equity Instruments		
Investments in Debt Instruments		
Investments in Government Securities		
Investments in Deposits of Banks		
Investments in Mutual Funds		
Investments in Corporate Bonds		
Investments in Subsidies and Grants	100.00	10.00
Investment in Equity of State's Investment Company (Publicly Traded Subsidy)	1.00	1.00
Investment in Equity of State and Local Government (Publicly Traded Subsidy)	1.00	1.00
Investment in Equity of State of California (Publicly Traded Subsidy)	11.00	11.00
Investment in Equity of State of California (Publicly Traded Subsidy)	11.00	11.00
Investment in Equity of State of California (Publicly Traded Subsidy)	1.00	1.00
State Investment Accounts	4.00	1.00
Investment in Equity of Governmental Securities (Publicly Traded Subsidy)	10.00	1.00
Investment in Equity of State of California (Publicly Traded Subsidy)	11.00	1.00
Total Investments	139.00	38.00

Page 3 Loans

Particulars	As at March 31, 2020	As at March 31, 2019
Investment in Loans		
State Bank Loans (to and from)	10.00	10.00
State Bank Loans (to and from)	100.00	100.00
Total	110.00	110.00

Particulars	Classification	Amount of Total of Advances to the amount of Loans	Percentage in the Total Loans and Advances to the amount of Loans
Loans	Advances of Loans		
Loans	Advances of Loans		
Loans	Advances of Loans		
Total Loans	Advances of Loans	110.00	100.00
Total		110.00	

Page 4 Other Total Government

Particulars	As at March 31, 2020	As at March 31, 2019
Other Government		
Other Government	10.00	10.00
Total	10.00	10.00

Page 5 Investments

Particulars	As at March 31, 2020	As at March 31, 2019
Investments		
Total	1.00	1.00

Page 6 Total Government

Particulars	As at March 31, 2020	As at March 31, 2019
Investment in Loans (to and from)		
State Bank Loans	10.00	10.00
State Bank Loans (to and from)	100.00	100.00
Total	110.00	110.00

Trade Receivables aging schedule
As at 03/31/2022

Particulars	Outstanding in following periods from due date of payment					
	Less than 30 days	31-60 days	61-90 days	91-120 days	More than 120 days	Total
01. Unpaid Trade Receivables - unexpired year	25,000	10,000	-	-	-	35,000
02. Unpaid Trade Receivables - expired but reclassified current assets	-	-	-	-	-	-
03. Unpaid Trade Receivables - unexpired year	-	-	-	-	-	-
04. Unpaid Trade Receivables - expired but reclassified current assets	-	-	-	-	-	-
05. Unpaid Trade Receivables - unexpired year	-	-	-	-	-	-

By maturity

Particulars	Outstanding in following periods from due date of payment					
	Less than 30 days	31-60 days	61-90 days	91-120 days	More than 120 days	Total
01. Unpaid Trade Receivables - unexpired year	25,000	10,000	-	-	-	35,000
02. Unpaid Trade Receivables - expired but reclassified current assets	-	-	-	-	-	-
03. Unpaid Trade Receivables - unexpired year	-	-	-	-	-	-
04. Unpaid Trade Receivables - expired but reclassified current assets	-	-	-	-	-	-
05. Unpaid Trade Receivables - unexpired year	-	-	-	-	-	-

Note 01 - Cash and cash equivalents

Particulars	As at March 31, 2022	As at March 31, 2021
Terminals	1,000	-
Exchangeable Certificates of Deposit	-	1,000
Commercial Bank of Canada	1,000	1,000
Customer funds	1,000	1,000
	<u>3,000</u>	<u>3,000</u>

Note 02 - Bank balances other than cash

Particulars	As at March 31, 2022	As at March 31, 2021
Bank deposits held in trust for the benefit of a vendor	0	0
	<u>0</u>	<u>0</u>

Note 03 - Other Current Financial Assets

Particulars	As at March 31, 2022	As at March 31, 2021
Current Accounts	1,000	1,000
Due Interest	1,000	1,000
Subscribed for Deposits other than insured portion	1,000	1,000
	<u>3,000</u>	<u>3,000</u>

Note 04 - Other current assets

Particulars	As at March 31, 2022	As at March 31, 2021
Prepaid Expenses	0	0
Prepaid Insurance	0	0
Prepaid Rent	1,000	1,000
	<u>1,000</u>	<u>1,000</u>

Note 10) Equity (continued)

Particulars	As at March 31, 2022	As at March 31, 2021
Authorized capital		
The authorized capital consists of 1,000,000 Equity Shares of Rs 10/- each	1,00,00,000	1,00,00,000
Issued capital		
The issued capital consists of 1,00,00,000 Equity Shares of Rs 10/- each	1,00,00,000	1,00,00,000
Reserve & Surplus		
	<u>1,00,00,000</u>	<u>1,00,00,000</u>
4) Decrease/increase of the number of shares		
Details of the change in the number of shares:		
The number of shares	1,00,00,000	1,00,00,000
Decrease/increase	(100,00,000)	(100,00,000)
5) Dividend declared for the year		
The amount of dividend		
Dividend declared		
Dividend paid at the end of the year		
The amount of dividend	<u>1,00,00,000</u>	<u>1,00,00,000</u>
Dividend received	<u>(100,00,000)</u>	<u>(100,00,000)</u>
6) Rights, preferences and restrictions attached to shares		
The company has a class of equity shares having a par value of Rs 10 per share. Such shares have a right to receive dividend and to vote in the event of liquidation of the company. The holder of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, the stock-purchaser of shares will be entitled. The distribution will be in proportion to the number of equity shares held by the shareholder.		

Note 11) Other Equity Instruments Issued by the Company in 2022

The company has issued the following instruments of preference as under -

Shares held by promoters at the end of year

As at March 31, 2022

Particulars	As at March 31, 2022	As at March 31, 2021	Change During the Year
1. 8% Fixed	10,000	10,000	0
2. Non-Cumulative	10,000	10,000	0
3. Convertible Preference Shares	1,00,000	1,00,000	0

The details of shares held by shareholders holding more than 1% of the aggregate shares in the Company are:

Name of shareholder	As at March 31, 2022		As at March 31, 2021	
	holding %	No. of Shares	holding %	No. of Shares
8% Fixed	0.01%	10,000	0.01%	10,000
Non-Cumulative	0.01%	10,000	0.01%	10,000
Convertible Preference Shares	1.00%	1,00,000	1.00%	1,00,000

Note 12) Other Equity

Particulars	As at March 31, 2022	As at March 31, 2021
Reserve & Surplus		
Opening Balance	(100,00,000)	(100,00,000)
Cost of Shares Issued	10,00,000	0
Cost of Shares Repurchased	(10,00,000)	0
Closing Balance	<u>(100,00,000)</u>	<u>(100,00,000)</u>
Cost of Other Equity Instruments Issued (OCI)		
Reassessment of shares issued in 2022	<u>100,00,000</u>	<u>(100,00,000)</u>

Note 13) Reserves

Particulars	As at March 31, 2022	As at March 31, 2021
Reserve Funds		
1) Shareholders' Fund		
a) Shareholders' Fund	100,00,000	100,00,000
b) Shareholders' Fund	0	0
2) Other Reserves		
a) Other Reserves	100,00,000	100,00,000
b) Other Reserves	0	0
Total	<u>200,00,000</u>	<u>200,00,000</u>

Note 14) Other Reserves to be disclosed as:

Particulars	As at March 31, 2022	As at March 31, 2021
1) Shareholders' Fund	-	-
2) Other Reserves	-	-
3) Other Reserves	100,00,000	-
4) Other Reserves	100,00,000	-
5) Other Reserves	-	-
6) Other Reserves	-	-
7) Other Reserves	-	-
8) Other Reserves	-	-
9) Other Reserves	100,00,000	100,00,000

Part 10 - Trade Payables

Particulars	Year ended 31/12/2020	Year ended 31/12/2019
Trade payables	100	100
At 1st January	100	100
At 31st December	100	100

Part 11 - Trade Receivables

Particulars	Statement of Financial Position			
	Year ended 31/12/2020	31/12/2019	31/12/2018	Total
Trade receivables	100	100	100	300
Allowance for doubtful debts	(10)	(10)	(10)	(30)
Trade receivables net	90	90	90	270

Part 12 - Other Current Liabilities

Particulars	Year ended 31/12/2020	Year ended 31/12/2019
Other current liabilities	100	100
At 1st January	100	100
At 31st December	100	100

Part 13 - Other Current Assets

Particulars	Year ended 31/12/2020	Year ended 31/12/2019
Other current assets	100	100
At 1st January	100	100
At 31st December	100	100

Part 14 - Prepayments

Particulars	Year ended 31/12/2020	Year ended 31/12/2019
Prepayments	100	100
At 1st January	100	100
At 31st December	100	100

Part 15 - Depreciation

Particulars	Year ended 31/12/2020	Year ended 31/12/2019
Depreciation	100	100
At 1st January	100	100
At 31st December	100	100

Part 16 - Provision for expenses

Particulars	Year ended 31/12/2020	Year ended 31/12/2019
Provision for expenses	100	100
At 1st January	100	100
At 31st December	100	100

Note 21 - Other income

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Interest income	₹ 80	₹ 0
Dividend income		
Other Non-Financial Income		
	<u>₹ 80</u>	<u>₹ 0</u>

Note 22 - Depreciating Expenses

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Depreciation	₹ 22.07	₹ 0
	<u>₹ 22.07</u>	<u>₹ 0</u>

Note 23 - Depreciation related expenses

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Depreciation on assets	₹ 22.07	₹ 0
Depreciation on production plant & Tool Layout	₹ 0	₹ 0
Other assets (plant & machinery, etc.)	₹ 0	₹ 0
Plant & tool expenses	₹ 0	₹ 0
	<u>₹ 22.07</u>	<u>₹ 0</u>
Depreciation on Project vehicles		
Depreciation	₹ 0	₹ 0
Costs	₹ 0	₹ 0

Note 24 - Provisions

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Provision	₹ 0	₹ 0
Provision on Contingent Liabilities		
Provision on Income tax (₹ 20000) in an administrative dispute against Direct Revenue Dept		
Bank Charges	₹ 0	₹ 0
	<u>₹ 0</u>	<u>₹ 0</u>

Note 25 - Other expenses

Particulars	Year ended March 31, 2022	Year ended March 31, 2021
Audit Fee	₹ 0	₹ 0
Operational Expenses	₹ 0	₹ 0
Traveling Expenses	₹ 0	₹ 0
Tax	₹ 0	₹ 0
Direct Printing & Distribution	₹ 0	₹ 0
Direct Marketing Expenses	₹ 0	₹ 0
Regulatory fees	₹ 0	₹ 0
Operational Interest	₹ 0	₹ 0
IT Expenses	₹ 0	₹ 0
Legal & Professional	₹ 0	₹ 0
Bank Charges Fee	₹ 0	₹ 0
Bank Charges	₹ 0	₹ 0
Advertisement Expenses	₹ 0	₹ 0
Business Development Expenses	₹ 0	₹ 0
Printing & Distribution	₹ 0	₹ 0
Transportation Expenses on transport	₹ 0	₹ 0
Office & other expenses	₹ 0	₹ 0
IT Expenses	₹ 0	₹ 0
Telephone Charges	₹ 0	₹ 0
IT Expenses	₹ 0	₹ 0
Other Expenses	₹ 0	₹ 0
Printing Expenses	₹ 0	₹ 0
Travel & Other Expenses	₹ 0	₹ 0
Interest paid	₹ 0	₹ 0
	<u>₹ 0</u>	<u>₹ 0</u>
Depreciation	₹ 0	₹ 0
a) Taxes and Tax expenses includes of Bank Charges		
b) Legal and professional charges include on legal and professional expenses		
- Statutory Audit Fee	₹ 0	₹ 0
- Tax Audit Fee		
- Other taxes (including service tax)		
- Amortization of expenses	₹ 0	₹ 0

Note 18: Other disclosures

Note - 18: Financial risk management

(F) Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to manage the exposure to all financial markets and aim to maximize potential returns while at the same time minimizing the risk of financial performance. The Company's primary financial objectives when this document is complete concerning: trade and other receivables and financial guarantees. The main purpose of these financial objectives is to manage financial for the Company's operations. The Company has (and will continue to have) trade and other receivables, trade and other receivables, and cash and balances. It also has other financial assets and liabilities. The Company's activities expose it to a variety of financial risks:

(i) Market risk

Market risk is the risk that the fair value of financial instruments will fluctuate because of changes in market prices. Market prices are just one type of risk category and risk includes price risk and other price risk, whether open price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments and derivatives financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

(ii) Credit risk

Credit risk is the risk that a counterparty will not fulfil its obligations under a financial instrument or that it will default on its financial obligations.

(iii) Liquidity risk

The Company's objective is to ensure that sufficient liquidity is available to meet its cash and collateral requirements. The Company uses a mix of bank borrowings, deposits and other financing facilities to meet its needs for funds. The current committed cash of assets is sufficient to meet its short-term cash requirements. The Company monitors closely its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom to its financial obligations. Management believes at all times that the Company does not breach borrowing limits or covenants (where applicable) in any of its financing facilities.

Capital Structure

The Company's capital structure is a mix of equity and debt. The Company's capital structure is as follows:

Note 20: Earnings per share

The following is a reconciliation of the equity amount used in the computation of basic and diluted earnings per share:

Particulars	Number of Shares	
	Year Ended March 31, 2023	Year Ended March 31, 2022
Issued equity shares	1000000	1000000

Equity Shares Company's issued as percentage of GDP

Weighted average number of Shares Diluted

May performance in equity amount used in the computation of basic and diluted earnings per share determined as follows:

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
Profit/Loss after Tax	11.54	88
Less: Payment for recognition of stock options	00	00
Profit/Loss after Tax for EPS - B	11.54	88
Basic earnings per share - B/A	0.11	0.08
Diluted earnings per share - B/A	0.10	0.08

Note: The company is planning to issue preference shares of 1000000 shares of 10% Dividend of 1000000000.

Item 10 Related Party Transactions

In accordance with the requirement of SOX 404, as stated party disclosure, none of the stated party, stated party relationship, investment and ownership interest involving companies whose names and role have been mentioned.

Subsidiaries (including any other subsidiaries) of holding company

- MSI Controls (Singapore) Pte Ltd
- MSI Controls (International) Pte Ltd
- MSI IT Data Pte Ltd
- MSI-OTI Controls Pte Ltd
- MSI Control (Japan) Service Pte Ltd
- MSI Control (Singapore) Service Pte Ltd
- MSI Employee Ltd

Key Management personnel, Director and their related to

- Dr. Ai Yoke (Managing Director)
- Phan Thanh (Director)
- Chinnat Gupta (Director)
- Kevin Singh (Independent Director)
- Harshita Gupta (Former Director)
- Yong Hanan (Independent Director)
- Rajan Chandra (Independent Director)
- Kishan Chandra (CEO)
- Chin Teohing (Finance Director)

Item 11 Foreign Exchange Earning and Expenditure

	31 st March 2023	31 st March 2022
A) Earnings in Foreign Exchange:		
Export of goods measured in USD Bn	100	90
Revenue from bank, Refinance and Clearance Fee Income etc	10	10
B) Expenditure in Foreign Exchange:		
Value of Import measured in USD Bn	100	90
Revenue from bank, Refinance and Clearance Fee Income etc	10	10
Other Expenses including Traveling and Transportation, etc	10	10

Item 12 Share Accounting under the Malacca Stock

There is no common share accounted after issuing about five crore shares through the company's prospectus.

Item 13 Share Pledged Comparison

The persons provide from the book entitled "Share Pledge and Stock Account" is attached to the prospectus alonged to company's Annual Report.

NMS Resources Global Limited
(Incorporated in India)

**NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE
YEAR ENDED MARCH 31, 2023**

1 Corporate information

The Company is a limited liability company, incorporated and domiciled in India.

There have been no significant changes in the nature of the principal activities of the Company during the financial year.

The Registered office of the Company is located at H. No. 48, Hasanpur, I.P. Extension New Delhi.

2 Basis of preparation and use of estimates

2.1 Basis of preparation of financial statements

The financial statements (FS) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) as applicable to the financial statements.

2.2 Use of estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities as at the date of the financial statements and the reported amount of revenues and expenses during the reporting period/year. The difference between the actual result and estimates are recognize in the year in which the results are known/materialize.

All Assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies act 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization cash and cash equivalent, the Company has ascertained it operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

3 Significant accounting policies

3.1 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to sold or consumed in normal operating cycle

- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.2 Fair value measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The fair value of plants and equipment as at transition date have been taken based on valuation performed by an independent technical expert. The Company used valuation techniques which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

3.3 Property, plant and equipment

On transition to IND AS the Company has adopted optional exception under IND AS 16 to measure Property, Plant and Equipment at fair value. Consequently, the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is

probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Assets are depreciated to the residual values on a straight-line basis over the estimated useful lives based on technical estimates which is different from one specified in Schedule II of the Companies Act, 2013. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Free hold land is not depreciated.

- Computer, Printer & Office Equipment 3-5 Years
- Furniture, Fittings and Electric Installations 10 Years
- Plant and Machinery 15 Years

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

3.4 Research & Development cost

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the company can demonstrate:

- The technical feasibility of completing the intangible assets so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset.
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognized in the statement of profit and loss.

3.5 Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services

rendered in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantee, security deposit or letter of credit which can be called upon if the counter party is in default under the terms of the agreement.

3.6 Investments in Subsidiaries

Subsidiaries are those entities (including special purpose entities) in which the Company has an interest of more than one half of the voting rights or otherwise has power to govern the financial and operating policies. Their existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the company controls another entity.

Investment in subsidiaries is shown at cost. Where the carrying amount of the investment is greater than its estimated recoverable amount it is written down immediately to its recoverable amount and the difference is transferred to the statement of profit and loss. On disposal of the investment, the difference between the net disposal proceeds and the carrying amount is charge or credited to profit or loss.

3.7 Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

3.8 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

19 Provisions, Contingent Liabilities, Contingent Assets and Commitments

I) General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

II) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognized, but are disclosed in the notes. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

3.10 Share capital and share premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

3.11 Revenue recognition

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue is recognized at the fair value of consideration received or receivable and represents the net invoice value of goods supplied to third parties after deducting discounts, volume rebates and outgoing sales tax and are recognized either on delivery or

on transfer of significant risk and rewards of ownership of the goods.
Revenue is inclusive of excise duty.

Sale of Services:

Revenue recognition of services depends as the service is performed. This is further divided into two ways:

(a) Proportionate Completion Method: This method of accounting recognizes revenue in the statement of profit & loss proportionately with the degree of completion of each service.

Here the service completion consists of the execution of more than one act. Revenue is recognized with the completion of each such act.

(b) Completed Service Contract Method: This method of accounting recognizes revenue in the statement of profit & loss only when the rendering of services under a contract is completed or substantially completed.

Generally we follow proportionate completion method for recognition.

Interest income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

3.12 Employee benefits:

Short term employee benefits:

Short - term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Long-term employee benefits:

The Company's net obligation in respect of long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement is recognized in Statement of Profit and Loss in the period in which they arise.

Post-employment benefits-Defined contribution plans:

The Company's contributions to defined contribution plans are charged to the income statement in the period to which they relate. Once the contributions have been paid, the Company has no further payment obligations. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of an employee's employment as a result of either:

- (a) An entity's decision to terminate an employee's employment before the normal retirement date; or
- (b) An employee's decision to accept an offer of benefits in exchange for the termination of employment.

3.13 Taxes

Income tax expense comprises current and deferred tax. It is recognized in statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and liabilities are offset only if the Company:

- has a legally enforceable right to set off the recognized amounts; and
- intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

The company has opted for taxation under section 115BAC of the Income Tax Act, 1961, as introduced by the Finance Act, 2020, with effect from the assessment year 2023-24. Accordingly, the company has recognized the provision for income tax and deferred tax assets and liabilities based on the rates prescribed in the said section. The company has also disclosed the impact of this option on its current and deferred tax expenses and its earnings per share in the notes to accounts. The option under section 115BAC is irrevocable and the company will continue to be taxed at the rates specified in that section unless it withdraws from the option in a future year.

3.14 Earning per Share

As per Ind AS 33 'Earning Per Share', Basic earnings per share are computed by to the shareholders' and weighted average number of shares outstanding during the year. The weighted average numbers of shares also includes fixed number of equity shares that are issuable on conversion of compulsorily convertible preference shares, debentures or any other instrument, from the date consideration is receivable (generally the date of their issue) of such instruments. Diluted earnings per share is computed using the net profit for the year attributable to the shareholder'

and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

4. Critical accounting estimates, assumptions and judgments

a. Property, plant and equipment

The Company regularly reviews the estimated useful lives of property, plant and equipment based on factors such business plan and strategies, expected level of usage and future technological development. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction of estimated lives of property, plant and equipment would increase the recorded depreciation and decrease the value of property, plant and equipment.

b. Intangibles

Internal technical or user team assesses the remaining useful lives of Intangible assets. Management believes that assigned useful lives are reasonable.

To

Board of Directors

Opinion

We have audited the accompanying quarterly and year to date consolidated financial results of (the Company) for the quarter and financial year ended 31st March 2023 (the Statement), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the Listing Regulations).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditor on the separate audited financial statements of the associate, the Statement

- i. includes the results of NMF Resources Global Limited and its Subsidiary companies i.e. NFB Corridor Management Private Limited, Ebony Ivory Advertising India Pvt. Ltd, Get it Skills Private Limited, Kuberatachi Advisory Services Private Limited, MSC-EAI Consulting Private Limited, Credible Management Solutions Private Limited and DM Enterprises Private Limited but does not include the share of Profit/Loss from its Associate M/s NMF Enterprises Private Limited;
- ii. is presented in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard subject to our observations mentioned below; and
- iii. gives a true and fair view in conformity with the applicable accounting standards, and other accounting principles generally accepted in India subject to our observations mentioned below, of the consolidated net profit and other comprehensive income and other financial information of the subsidiaries for the quarter ended 31st March 2023 and for the year ended 31st March, 2023.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(12) of the Companies Act, 2013, as amended (the Act). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Results" section of our report. We are independent of the Company and its associate 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics except that our audit fee for the previous financial year is not cleared till signing of this report. We believe that the audit evidence obtained by us and other auditors in terms of their report referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

The Statement has been prepared on the basis of the consolidated financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net Profit and other comprehensive income and other financial information of the Company and its Associate in accordance with the applicable accounting standards prescribed under Section 132 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Board of Directors of the Company and its Associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for ascertaining of the assets of the Company and its Associate and for preventing and detecting frauds and other

irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Statement by the Directors of the Company, as disclosed.

In preparing the Statement, the respective Board of Directors of the Company and its Associate are responsible for assessing the ability of the Company and its Associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Company and its Associate are also responsible for overseeing the financial reporting process of the Company and its Associate.

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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 Statement, whether due to fraud or error, design and perform built-in 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 145(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company and its associate has adequate internal financial controls with reference to 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 Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability and its Associate 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 results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of auditor's report. However, future events or conditions may cause the Company and its Associate to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Statement, including the disclosures and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/ financial information of the Company of which we are the independent auditors, to express an opinion on the statement. We are responsible for the direction, supervision and performance of the audit of the financial information of such entity included in the Statement of which we are the independent auditors. For the other entity included in the Statement, which have been audited by other auditor, such other auditor remains responsible for the direction, supervision and performance of the audit carried out by them. We remain solely responsible for our audit opinion.

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

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

We also performed procedures in accordance with Circular No. CIR/CFD/CMD-144/2019 dated 29th March 2019 issued by the Securities Exchange Board of India under Regulation 33 (3) of the listing Regulations, to the extent applicable.

1. The Statement includes the results for the quarter ended 31st March, 2023 being the balancing figure between the audited figures in respect of the full financial year ended 31st March 2023 and the published unaudited year-to-date figures up to the third quarter of the current financial year which were subjected to limited review by us.
2. The financial statements and other financial information of subsidiary companies have been audited by other auditors whose report has been furnished to us, and our opinion on the consolidated annual financial results to the extent they have been derived from such annual financial statements is based solely on the report of such auditor.
3. The audited financial statements of Associate Company M/s MMS Enterprises Private Limited in which the Group holds 23.08 % shares were not available till our completion of audit and therefore, the Share of Profit (Loss) from Associate is not incorporated in the Consolidated Financial Statements.
4. Party Balances related to Borrowings, Advances given, Trade Receivables, Trade Payables, Advances Received etc. were not confirmed from parties and these are taken at book value. We cannot comment on the actual amount in this regard.
5. The balance of Banks stated in financial statements is on the basis of Bank Statement received till 31st March 2023 in respect of current accounts mentioned. We cannot comment if any other facility taken from Banks/ other financial institutions.
6. Investments made in shares of subsidiary company at cost of Rs. 110.48 Lakhs was not discharged through Bank payment. The liability payable towards all investments was standing as payable in Books as on 31st March 2023 in the name of Seller.
7. Advance for Capital W/P Rs. 16.25 Lakhs was paid by the company in FY 2019-20. There is no apparent expenditure on the development of any software in last three years. The company has represented that there is no impairment on this payment and no provision for impairment was booked. However, we did not find any convincing evidence in this regard.
8. Physical verification of inventory was not conducted as the material was already sold before the date of our audit. This has been taken on the basis of Management representation.
9. The company has not made any provision for retirement benefits in accordance with INDAS-19. Therefore, the profit of the company is understated by the corresponding amount. As we did not have any reasonable measurement basis or actuarial report, we cannot quantify the same.
10. The company has taken loan of Rs. 20 Lacs from HDFC Bank for the purpose of purchase of two motor vehicles. This loan was taken in due course by the company and Charges were also created with RDC. However actual value of Motor Vehicles acquired were amounting Rs. 8.40 lacs and the balance amount taken was used for other business purpose. This has also been reflected in its financial statements.
11. Disclosures of Trade Receivables, Borrowings, Advances, Capital Work in Progress, Borrowed Funds utilization is not mentioned as per Schedule III of the Companies Act 2013.
12. Disclosures in relation to INDAS or Related Party Transactions, Segmental Reporting, Impairment, Leases, share based payments, Contract with Customers are not found in conformity of Schedule III.
13. Company has not assessed the amount involved for Contingent Liability and no disclosure has been shown in its financial statements. We cannot reliably measure the value of such liabilities.
14. Company has recognised Unbilled Revenue of Rs. 20 Lakhs in FY 2021-22 which was expected to be billed during current financial year 2022-23. However, this was neither billed nor derecognized by company during current year.
15. Investment in M/s Juberakshi Advisory Services Private Limited was made during the year for Rs. 50 Lakhs by the company. The Net worth of this company on the date of acquisition was less than investment amount. Company did not

provide us any valuation report for this purpose. Therefore, we cannot comment about actual fair value of these investments which are reported at cost price.

13. There were defaults in payment of statutory dues including GST, TDS, ESIC etc. Company has not made any provision or contingent liability in respect of penalties or interest payable on these dues.

Attention is also drawn to our audit report issued under the Companies Act for other observations including Internal Financial Control over financial reporting.

Our report on the Statement is not modified in respect of above matters.

Chartered Accountants
Firm No. 01235391
Firm Regn No. 01235391
Firm Name
M No. 529935
UDIN: 23529935BGYGLC1340

Chartered Accountants
Firm Regn No. 01235391
Firm Name
M No. 529935
UDIN: 23529935BGYGLC1340

FINANCIAL STATEMENTS			
CONSOLIDATED STATEMENTS OF INCOME AND RETAINED EARNINGS			
Periods	Year To	For Year Ended At	For Year Ended At
		2022	2021
Income Statement			
Revenue		100.0	100.0
Cost of Sales		(40.0)	(40.0)
Gross Profit		60.0	60.0
Operating Expenses		(20.0)	(20.0)
Operating Income		40.0	40.0
Other Income		5.0	5.0
Income Before Income Taxes		45.0	45.0
Income Tax Expense		(9.0)	(9.0)
Net Income		36.0	36.0
Retained Earnings Statement			
Retained Earnings, Beginning of Year		100.0	100.0
Net Income		36.0	36.0
Dividends Paid		(10.0)	(10.0)
Retained Earnings, End of Year		126.0	126.0

Approved on behalf of Board of Directors of
 ABC COMPANY INCORPORATED

Chief Executive Officer
 Name: _____
 Title: CEO

Chief Financial Officer
 Name: _____
 Title: CFO

Account	2018	2017
Total	1,000,000	1,000,000
Assets		
Cash	100,000	100,000
Accounts Receivable	150,000	150,000
Inventory	200,000	200,000
Property, Plant, and Equipment	550,000	550,000
Liabilities		
Accounts Payable	100,000	100,000
Long-Term Debt	400,000	400,000
Equity	500,000	500,000
Equity		
Common Stock	100,000	100,000
Retained Earnings	400,000	400,000
Total	1,000,000	1,000,000

THE ACCOUNTS DOCUMENT
ACCOUNTS DOCUMENT
ACCOUNTS DOCUMENT

1/1/2018

Accounting Changes in the current period 2018/2019

Balance at the beginning of the current period	Change in Accounting Policy in the current period	Balance at the end of the current period	Change in Accounting Policy in the current period	Balance at the end of the current period
0.00				0.00

Balance at the beginning of the current period	Change in Accounting Policy in the current period	Balance at the end of the current period	Change in Accounting Policy in the current period	Balance at the end of the current period
0.00				0.00

Accounting Changes in the current period 2018/2019

Description	Balance at the beginning of the current period	Change in Accounting Policy in the current period	Balance at the end of the current period	Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Total
				Income Statement	Balance Sheet	Income Statement	Balance Sheet	Income Statement	Balance Sheet	Income Statement	Balance Sheet			
Balance at the beginning of the current period	0.00													0.00
Change in Accounting Policy in the current period		0.00	0.00											0.00
Balance at the end of the current period	0.00	0.00	0.00											0.00
Income Statement														
Balance Sheet														

Description	Balance at the beginning of the current period	Change in Accounting Policy in the current period	Balance at the end of the current period	Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Change in Accounting Policy in the current period		Total
				Income Statement	Balance Sheet	Income Statement	Balance Sheet	Income Statement	Balance Sheet	Income Statement	Balance Sheet			
Balance at the beginning of the current period	0.00													0.00
Change in Accounting Policy in the current period		0.00	0.00											0.00
Balance at the end of the current period	0.00	0.00	0.00											0.00
Income Statement														
Balance Sheet														

Financial Accounting Statement (Income Statement) for the Period 2018/2019

Income Statement for the Period

Income Statement
 Current period
 2018/2019

Income Statement
 Current period
 2018/2019

Financial Accounting Statement (Balance Sheet) for the Period 2018/2019

Balance Sheet for the Period

Balance Sheet
 Current period
 2018/2019

1/1/2018

Income Statement
 Current period
 2018/2019

Income Statement
 Current period
 2018/2019

Item 75A Capital Assets Register
As at 30 March 2022

S/n	Particulars	Use	Gross Book				Depreciation			Net Book	
			Value at the beginning	Added during the year	Deleted during the year	Value at the end	Value at the beginning	Added during the year	Deleted during the year	Value at the end	WWT Value at 30/03/2022
1	Intangible Assets under Development Software		22.22	0	0	22.22	0	0	0	22.22	22.22
	TOTAL		22.22	0	0	22.22	0	0	0	22.22	22.22

Details from the Register against Schedule

S/n	Amount in CPFR for a period of				Total	Situation
	Intangible assets under development	Less than 1 year	1-3 years	3-5 years		
1	Software	-	-	-	-	22.22

As at 30 March 2022

S/n	Particulars	Use	Gross Book				Depreciation			Net Book	
			Value at the beginning	Added during the year	Deleted during the year	Value at the end	Value at the beginning	Added during the year	Deleted during the year	Value at the end	WWT Value at 30/03/2022
1	Intangible Assets under Development Software		22.22	-	-	22.22	-	-	-	22.22	22.22
	TOTAL		22.22	-	-	22.22	-	-	-	22.22	22.22

S/n	Amount in CPFR for a period of				Total	Situation
	Intangible assets under development	Less than 1 year	1-3 years	3-5 years		
1	Software	-	-	-	-	22.22

Item 75C Other Intangible Assets
As at 30 March 2022

S/n	Particulars	Use	Gross Book				Depreciation			Net Book	
			Value at the beginning	Added during the year	Deleted during the year	Value at the end	Value at the beginning	Added during the year	Deleted during the year	Value at the end	WWT Value at 30/03/2022
1	Other Intangible Assets Trademark		27	-	-	27	22	-	-	5	5
	Goodwill		10.00	-	22.22	32.22	2.00	-	-	30.22	32.22
	TOTAL		37.00	0	22.22	59.22	24	0	0	35.22	37.22

As at 30 March 2022

S/n	Particulars	Use	Gross Book				Depreciation			Net Book	
			Value at the beginning	Added during the year	Deleted during the year	Value at the end	Value at the beginning	Added during the year	Deleted during the year	Value at the end	WWT Value at 30/03/2022
1	Other Intangible Assets Trademark		27	-	-	27	22	-	-	5	5
	Goodwill		10.00	16.22	0	26.22	0	-	-	26.22	26.22
	TOTAL		37.00	16.22	0	53.22	22	0	0	31.22	31.22

Note 2	Investments		
	Dividends	As at March 31, 2020	As at March 31, 2019
		200	100

Investments in Equity Instruments		
Investments in Debt Instruments		
Investments in Government Securities		
Investments in Corporate Bonds		
Investments in Mutual Funds		
Investments in Derivatives		
Investments in Subordinated and Convertible		200
Investments in Equity of Certain Foreign Government Entities (Fully Owned Subsidiary)		
Investments in Equity of Certain Non-Financial Enterprises (Fully Owned Subsidiary)	200	100
Investments in Equity of Certain Financial Enterprises (Fully Owned Subsidiary)	200	100
Investments in Equity of 100% Wholly Owned Subsidiary (Fully Owned Subsidiary)		
Less: Dividends Received		
Investments in Equity of Certain Non-Financial Enterprises (Fully Owned Subsidiary)		
Investments in Equity of Certain Financial Enterprises (Fully Owned Subsidiary)		
Total Investments	200	100

Note 3	Loans		
	Dividends	As at March 31, 2020	As at March 31, 2019
		200	100

Overhead Loans		
Less: Related Party (As per Note 12)	0	100
Less: Other Related Party	200	100
Total	200	100

Type of Security	Classification	Amount of Loan as at March 31, 2020 or the value of loan as at March 31, 2019	Carrying Amount of Loan as at March 31, 2020 or the value of loan as at March 31, 2019
Dividends	Fully Secured Loans		
Dividends	Other		
Other	Fully Secured Loans		
Other	Other		
Related Party	Fully Secured Loans		
Related Party	Other		
Total		0	

Note 4	Other Pay Current Assets		
	Dividends	As at March 31, 2020	As at March 31, 2019
		200	100

Other Pay Current Assets		
Other Pay Current Assets	200	100
Total	200	100

Note 5	Investments		
	Dividends	As at March 31, 2020	As at March 31, 2019
		200	100

Investments		
Investments	200	100
Total	200	100

Note 6	Trade Receivables		
	Dividends	As at March 31, 2020	As at March 31, 2019
		200	100

Trade Receivables		
Trade Receivables	200	100
Total	200	100

Trade Receivables (continued)

As at 31/12/2022

Particulars	Reconciliation to underlying operations					
	2022 (RMB million)	2021 (RMB million)	2020 (RMB million)	2019 (RMB million)	2018 (RMB million)	2017 (RMB million)
Trade receivables	2,225	2,125	-	-	-	2,125
Trade receivables - impairment losses	-	-	-	-	-	-
Trade receivables - impairment losses - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal - reversal - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal - reversal - reversal - reversal	-	-	-	-	-	-

As at 31/12/2021

Particulars	Reconciliation to underlying operations					
	2021 (RMB million)	2020 (RMB million)	2019 (RMB million)	2018 (RMB million)	2017 (RMB million)	2016 (RMB million)
Trade receivables	2,125	-	-	-	-	2,125
Trade receivables - impairment losses	-	-	-	-	-	-
Trade receivables - impairment losses - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal - reversal - reversal	-	-	-	-	-	-
Trade receivables - impairment losses - reversal - reversal - reversal - reversal - reversal	-	-	-	-	-	-

Note 10: Cash and cash equivalents

Particulars	As at 31/12/2022	As at 31/12/2021
Cash	1,200	1,200
Bank deposits	1,200	1,200
Other cash equivalents	1,200	1,200
Total	3,600	3,600

Note 11: Bank borrowings

Particulars	As at 31/12/2022	As at 31/12/2021
Bank borrowings	1,200	1,200
Total	1,200	1,200

Note 12: Current financial assets - loans and receivables

Particulars	As at 31/12/2022	As at 31/12/2021
Loans and receivables	1,200	1,200
Loans and receivables - impairment losses	1,200	1,200
Loans and receivables - impairment losses - reversal	1,200	1,200
Total	3,600	3,600

Note 13: Other current financial assets

Particulars	As at 31/12/2022	As at 31/12/2021
Other current financial assets	1,200	1,200
Other current financial assets - impairment losses	1,200	1,200
Other current financial assets - impairment losses - reversal	1,200	1,200
Other current financial assets - impairment losses - reversal - reversal	1,200	1,200
Total	4,800	4,800

Note 14: Other financial assets

Particulars	As at 31/12/2022	As at 31/12/2021
Other financial assets	1,200	1,200
Other financial assets - impairment losses	1,200	1,200
Other financial assets - impairment losses - reversal	1,200	1,200
Total	3,600	3,600

Item	Description	Unit	Quantity	Price	Total
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100

Other Disclosures

Note 30 Financial risk management

(i) Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to strengthen the operationality of financial markets and aim to minimize potential adverse effects on its financial performance.

The Company's principal financial liabilities, other than derivatives, comprise borrowings, trade and other payables, and financial guarantee contracts. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company has loan and other receivables, trade and other receivables, and cash and short-term deposits that arise directly from its operations. The Company's activities expose it to a variety of financial risks:

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and equity price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Credit risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or a contract contract, leading to a financial loss.

Liquidity risk

The Company's objective is to at all times maintain sufficient levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital markets and access operating cash flows to meet its needs for funds. The current committed lines of credit are sufficient to meet its need to maintain term deposits needs. The Company maintains a mix of assets of its liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that the Company does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities.

Trade Receivables

The Company extends credit to customers in normal course of business. The Company monitors factors such as credit risk spread in the region and past delinquency for treatment of credit to customers. The Company maintains the percentage limit credit of the customers. Outstanding customer receivables are regularly monitored. The Company evaluates the concentration of risk with respect to trade receivables.

Note 31 Earnings per share

The following is an illustration of the equity shares used in the computation of basic and diluted earnings per equity shares (Number of Shares)

Particulars	Year Ended	
	March 31 2023	March 31 2022
Issued equity shares	200000	200000

Equity Shares Computationally treated as convertible of DCD

Weighted average shares - Basic & Diluted

Net profit available to equity shareholders of the company used in the basic & diluted earnings per share determined as follows -

Particulars	Year Ended	
	March 31 2023	March 31 2022
Profit: Loss after Tax	27.74	.88
Less: Provision on redemption of debentures	.88	.88
Profit: Loss after Tax for EPS - B	27.74	.88
Basic earnings per share - (B/A)	0.14	0.04
Diluted earnings per share - (B/A)	0.14	0.04

Note: The company is planning to issue preferential issue of equity, hence Diluted earning of Basic has been adjusted.

Note 10 Related party Transactions

In accordance with the requirement of IAS 24, all related party transactions, nature of the related party, related party relationship, transaction and accounting treatment including settlement where material and not from management.

Related party name and relationship

Subsidiaries (including any other subsidiaries) of holding company

- MSI Controls (Singapore) Pte Ltd
- MSI Controls (International) Pte Ltd
- MSI IT Data Pte Ltd
- MSI-IT Control Pte Ltd
- MSI Control (Japan) Service Pte Ltd
- MSI Control (Singapore) Service Pte Ltd
- MSI Employee Ltd

Key Management personnel, Director and shareholders

- Dr. Ai Yoke (Managing Director)
- Phan Thanh (Director)
- Chinnat Gupta (Director)
- Kevin Singh (Independent Director)
- Harshad Gupta (Former Director)
- Yong Huanan (Independent Director)
- Ngan Chee Hin (Independent Director)
- Krishan Srinivasan (CEO)
- Chen Yanning (Finance Director)

Note 11 Foreign Exchange Rate and Exposure

a) Exposure in Foreign Exchange

	31 st March 2023	31 st March 2022
Exposure of assets measured in USD Euro	100	100
Exposure (Euro Euro) Refinancing and Cashflow (Euro Euro) in	100	100

b) Exposure in Foreign Exchange

	31 st March 2023	31 st March 2022
Value of Exposure measured in USD Euro	100	100
Exposure (Euro Euro) Refinancing and Cashflow (Euro Euro) in	100	100
Other Exposure including Treasury and Derivatives, etc.	100	100

Note 14 Share accounting under the Malacca Stock

There is no common share accounted after issuing about 500 shares to the Singapore company.

Note 15 Other Financial Instruments

The financial products from various capital markets, insurance, bank accounts, is subject to the provisions related to assets, liabilities, financial instruments.

NMS Resources Global Limited
(Incorporated in India)

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED
MARCH 31, 2023**

1 Corporate information

The Company is a limited liability company, incorporated and domiciled in India. There have been no significant changes in the nature of the principal activities of the Company during the financial year.

The Registered office of the Company are located at H. No. 48, Hasanpur, I.P. Extension New Delhi.

2 Basis of preparation and use of estimates

2.1 Basis of preparation of financial statements

The financial statements (FS) of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) as applicable to the financial statements.

2.2 Use of estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities as at the date of the financial statements and the reported amount of revenues and expenses during the reporting period/year. The difference between the actual result and estimates are recognize in the year in which the results are known/materialize.

All Assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the schedule III to the Companies act 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization cash and cash equivalent, the Company has ascertained it operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

3 Significant accounting policies

3.1 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is

- Expected to be realized or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period
- All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.2 Fair value measurement

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The fair value of plants and equipment as at transition date have been taken based on valuation performed by an independent technical expert. The Company used valuation techniques which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

3.3 Property, plant and equipment

On transition to IND AS, the Company has adopted optional exception under IND AS 16 to measure Property, Plant and Equipment at fair value. Consequently, the fair value has been assumed to be deemed cost of Property, Plant and Equipment on the date of transition. Subsequently Property, Plant and Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Assets are depreciated to the residual values on a straight-line basis over the estimated useful lives based on technical estimates which is different from one specified in Schedule II of the Companies Act, 2013. Assets residual values and useful lives are reviewed at each financial year and considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Free hold land is not depreciated.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss on the date of disposal or retirement.

3.4 Intangible Assets:

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses. Costs include expenditure that is directly attributable to the

- acquisition of the intangible assets.
- (i) **Subsequent expenditure**
Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, are recognized in profit or loss as incurred.
- (ii) **Amortization of Intangible assets with finite useful lives**
Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use. The estimated useful lives for the current and previous years are as follows:-

3.5 Research & Development cost

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the company can demonstrate:

- The technical feasibility of completing the intangible assets so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset.
- How the asset will generate future economic benefits
- The availability of resources to complete the asset.
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortization and accumulated impairment losses. Amortization of the asset begins when development is complete and the asset is available for use. It is amortized over the period of expected future benefit. Amortization expense is recognized in the statement of profit and loss.

3.6 Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. For some trade receivables the Company may obtain security in the form of guarantees, security deposit or letter of credit which can be called upon if the counter party is in default under the terms of the agreement.

3.7 Investments

Non-current Investments are carried at cost less any other than temporary diminution in, determined on specific identification.

Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is carried out separately in respect of each investment.

Profit and loss on sale of investment is determined as the difference between the sale price and carrying value of investment, determined individually for each investment.

3.8 Trade and other payables:

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

3.9 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash on hand and at bank, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and are held for the purpose of meeting short-term cash commitments.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

3.10 Provisions, Contingent Liabilities, Contingent Assets and Commitments

i) General

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognized in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

ii) Contingencies

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognized, but are disclosed in the notes. However, when the realization of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognized as an asset.

3.11. Share capital and share premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Fair value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

3.12. Borrowing costs

Borrowing costs specifically relating to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporary deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the incurs in connection with the borrowing of funds.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.

3.13. Revenue recognition

Sale of goods

Revenue from the sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on delivery of the goods. Revenue is recognized at the fair value of consideration received or receivable and represents the net invoice value of goods supplied to third parties after deducting discounts, volume rebates and outgoing sales tax and are recognized either on delivery or on transfer of significant risk and rewards of ownership of the goods. Revenue is inclusive of excise duty.

Sale of Services

Revenue recognition of services depends as the service is performed. This is further divided into two ways:

(a) **Proportionate Completion Method:** This method of accounting recognizes revenue in the statement of profit & loss proportionately with the degree of completion of each service.

Here the service completion consists of the execution of more than one act. Revenue is recognized with the completion of each such act.

(b) **Completed Service Contract Method:** This method of accounting recognizes revenue in the statement of profit & loss only when the rendering of services under a contract is completed or substantially completed.

Generally we follow proportionate completion method for recognition.

Interest income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

3.14 Employee benefits

Short term employee benefits:

Short - term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Long-term employee benefits:

The Company's net obligation in respect of long term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement is recognized in Statement of Profit and Loss in the period in which they arise.

Post-employment benefits-Defined contribution plans:

The Company's contributions to defined contribution plans are charged to the income statement in the period to which they relate. Once the contributions have been paid, the Company has no further payment obligations. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Termination benefits

Termination benefits are employee benefits provided in exchange for the termination of an employee's employment as a result of either-

- (a) An entity's decision to terminate an employee's employment before the normal retirement date, or
- (b) An employee's decision to accept an offer of benefits in exchange for the termination of employment.

3.15 Taxes

Income tax expense comprises current and deferred tax. It is recognized in statement of profit and loss except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and liabilities are offset only if the Company-

- has a legally enforceable right to set off the recognized amounts; and
- intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Inventories

As per Ind AS 1 Inventories, Stocks are valued at cost or net realisable value whichever is lower.

Costs comprise direct materials cost and, applicable direct labour costs and related overheads which have been incurred in bringing the inventories to their present location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

4. Critical accounting estimates, assumptions and judgments**a. Property, plant and equipment**

The Company regularly reviews the estimated useful lives of property, plant and equipment based on factors such business plan and strategies, expected level of usage and future technological development. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction of estimated lives of property, plant and equipment would increase the recorded depreciation and decrease the value of property, plant and equipment.

b. Intangibles

Internal technical or user team assesses the remaining useful lives of intangible assets. Management believes that assigned useful lives are reasonable.

NMS RESOURCES GLOBAL LIMITED

R.O. H.No. 48, Hazarpur, I.P. Extension Delhi East Delhi - 110091

CIN: L74110DL1980PC0029457

Tel. No. +91 011 22248129

Email id: info@nmsresourcesglobal.com

Website: www.nmsresourcesglobal.com

Form No. MGT-12

Sr. No. _____

BALLOT PAPER

37th Annual General Meeting of the Members of NMS RESOURCES GLOBAL LIMITED will be held on Saturday, 30th September, 2013 at 10:00 A.M. at H.No. 48, Hazarpur, I.P. Extension, East Delhi DL 110091

Folio No. (DPID & Client ID)	
No. of Shares held	
Name of the Shareholder or name of the Proxy	

S. No.	Brief of Resolutions	In favor of resolutions*	Against the Resolutions
1.	Adoption of Audited Financial Statements, Board and Auditors' Report for the Financial Year 2012-2013.		
2.	To appoint a Director in place of Mr. DHANANJAI GUPTA (DIN: 03913878), Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013		
3.	Appointment of Statutory Auditor of the Company		
4.	Regularization Of Mr. Parisa) Chander (DIN: 00253351) As Director Of The Company		
5.	Change in Designation of Mr. Supan Chaudhary (DIN: 07238488) And Appointment as Managing Director of The Company.		
6.	Merger Of Companies with Their Wholly Owned Subsidiaries and Saturn Infocom Limited		
7.	Issuance of 37,87,500 Fully Convertible Warrants on Preferential Basis		
8.	Change in Name of the Company		

Signature of Member(s)/proxy

* Please tick in the appropriate column

NMS RESOURCES GLOBAL LIMITED

P.O. H.No. 48, Hazanpur, I.P. Extension Dahi East Delhi - 110093

CIN: L741150DL1986PP10025457

Tel. No: +91 011 23348132

Email id: info@nmsresourcesglobal.com

Website: www.nmsresourcesglobal.com

Form No. MGT - 11

PROXY FORM

(Pursuant to section 105(5) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

NMS RESOURCES GLOBAL LIMITED

Name of Member(s):	
Registered Address	
Folio No./DP ID Client Id:	
Email Id:	

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

Name	
Address	
Email Id	
Signature	

Or failing him/her

Name	
Address	
Email Id	
Signature	

Or failing him/her

Name	
Address	
Email Id	
Signature	

As my/our proxy to attend and vote (or a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company to be held on Saturday, 30th September 2013 at 10.00 A.M. at H.No: 48, Hazanpur, I.P. Extension, East Delhi - 110093 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No	Brief of Resolutions	In favor of resolutions*	Against the Resolutions
1.	Adoption of Audited Financial Statements, Board and Auditors' Report for the Financial Year 2022-2023.		
2.	To appoint a Director in place of Mr. DHANANJAI GUPTA (DIN: 09313878), Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.		
3.	Appointment of Statutory Auditor of the Company.		
4.	Regularization Of Mr. Parag Chander (DIN: 00033351) As Director Of The Company		
5.	Change In Designation Of Mr. Sugan Chaudhary (DIN: 07239488) And Appointment As Managing Director Of The Company		
6.	Merger Of Companies With Their Wholly Owned Subsidiaries And Saturn Infocom Limited		
7.	Issuance of 22,87,500 Fully Convertible Warrants on Preferential Basis		
8.	Change In Name of the Company		

Signed this _____ day of _____ 2023.

Signature of Shareholder

Signature of Proxy holder/s

Mr. P. i. Revenue, Stamp.

Notes:

* This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.

*A Proxy need not be member of the Company.

*In case of joint holders, the signature of one holder will be sufficient, but names of all joint holders should be stated.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. 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, however, such person shall not act as proxy for any other person or Shareholder.

NMS RESOURCES GLOBAL LIMITED

[Formerly 'NFM IMPEX GLOBAL LTD']

P.O. H No. 48, Hazarpur, I.P. Extension Delhi East Delhi - 110093

CIN: L741150DL1985PP10025457

Tel. No: +91 011 22248139,

Email id: info@nmsresourcesglobal.com

Website: www.nmsresourcesglobal.com

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

37th ANNUAL GENERAL MEETING

(We hereby record my/our presence at the 37th Annual General Meeting of the Company held on Saturday, 30th September, 2023 at 10.00 A.M. at H.No. 48, Hazarpur, I.P. Extension, East Delhi - 110093

Full Name of the Member

(in BLOCK LETTERS)

Regd. Firm/In

Client, for

No. of Shares held

DP Id*

Full Name of the Proxy (in BLOCK LETTERS)

Member's/Proxy's Signature

* Applicable for members having shares in electronic form.

NOTES:

- 1) Members/Proxies are requested to bring the duly signed attendance slip to the meeting and hand it over at the entrance.
- 2) Corporate members intending to send their authorized representatives to attend the meeting are requested to send, to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- 3) For the convenience of Members, persons other than Members/Proxies will not be admitted.

ROUTE MAP TO THE VENUE OF 37th ANNUAL GENERAL MEETING:

Address of venue of AGM:

48, Hazarpur, (P) Extension, East Delhi Distt 110085



BOOK POST

If undelivered please returns to:
NMS RESOURCES GLOBAL LIMITED
H.No. 48, Hazarpur, I.P. Extension
Delhi East Delhi - 110082