

SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: swatiprojectsltd@gmail.com

Phone: +91 9830077000/9988796071

Website: www.swatiprojects.com

To
The Metropolitan Stock Exchange of India Limited,
The Listing Department,
Building A, Unit 205A, 2nd Floor,
Piramal Agastya Corporate Park, L.B.S Road,
Kurla West, Mumbai - 400 070

1st September, 2023

Dear Sir / Madam,

Sub.: Submission of documents

Ref: Scrip Code: CSE - 029458, BSE- 543914, MSEI Symbol: SWATI, ISIN: INE210F01016

This is to intimate you that we are submitting documents for M/s. Swati Projects Limited as per SEBI (LODR) Regulations, 2015 as follows:

1. Regulation 34 – Annual Report for the year ended 31.03.2023

This is for your intimation and record.

Thanking You.

Yours faithfully,

For Swati Projects Limited



Chief Financial Officer
Name: Shashi Kumar



M/S. SWATI PROJECTS LIMITED

168B, JAMUNALAL BAJAJ STREET

KOLKATA – 700 007

CONSOLIDATED & STANDALONE

ANNUAL AUDIT REPORT

FOR

2022 – 2023

M. Modi & Associates

The Meridian, E-2/5, GP Block, 4th Floor,

Sectot-V, Salt Lake

Kolkata – 700 091



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NOTICE

Notice is hereby given that the **Fortieth (40th)** Annual General Meeting of the members of M/s, Swati Projects Limited will be held on **Wednesday the 27th day of September, 2023** at 1:00 P.M. at the registered office of the Company at 168B, Jamunalal Bajaj Street, Kolkata – 700007 to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements (both consolidated & standalone) of the Company for the financial year ended 31st March, 2023 including the audited Balance Sheet (both consolidated & standalone) as at 31st March, 2023, the Statement of Profit and Loss (both consolidated & standalone) for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To appoint a director in place of Sri Anirag Dasg (DIN: 05239623), who retires by rotation and has offered himself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

***RESOLVED THAT** M/s M. Modi & Associates, Chartered Accountants, (Firm Registration No. 319141E and Membership No. 054366) of Meridian, F-2/4, GP Block, 4th Floor, Sector-V, Salt Lake, Kolkata – 700091 be and are hereby appointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting to next Annual General Meeting of the Company on such remuneration to be mutually decided upon by the Directors and Auditors*.

By Order of the Board of Directors
For Swati Projects Limited

Ravi Todi
Company Secretary
Name: Sri Ravi Todi
19th August, 2023



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Notes:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and all other relevant circulars issued from time to time, physical attendance of the Members to the AGM venue is not required and general meeting be held through video conferencing (VC). Hence, Members can attend and participate in the ensuing AGM through VC.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC and participate there at and cast their votes through e-voting.
3. The Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the



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authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.swatiprojects.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com.
7. AGM has been convened through VC in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020, MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. 2/2021 dated January 13, 2021.

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

The remote e-voting period begins on 24th September, 2023 at 09:00 A.M. and ends on 26th September, 2023 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Registrar of Members/Beneficial Owners as on the record date (cut-off date) i.e., 20th September, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 20th September, 2023.

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are



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allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL. for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdcasDirectReg.jsp.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



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	<p>e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;"></div>
<p>Individual Shareholders holding securities in demat mode with CDSL.</p>	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service</p>



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	<p>providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</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.



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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33

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

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300***



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	and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456(001***

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



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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.



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6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to roshni.gupta0088@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager at evoting@nsdl.co.in



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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to swatiprojectsltd@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to swatiprojectsltd@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step I (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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



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

1. Member will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at swatiprojectsltd@gmail.com. The same will be replied by the company suitably.
6. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 20th September, 2023.
7. The shareholders shall have one vote per equity shares held by them as on the cut-off date of 20th September, 2023. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders.
8. Roshni K Gupta & Associates, Practicing Company Secretary (Membership No. 51189, COP No. 26202) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting



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period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

9. The results shall be declared on or after the AGM of the Company. The results declared shall be placed on the website of Swati Projects Limited within two (2) days of passing of the resolution at the AGM of the Company and will be communicated to The Calcutta Stock Exchange Limited, Metropolitan Stock Exchange of India Limited and BSE Limited.

By Order of the Board of Directors
For Swati Projects Limited

Ravi Todi

Company Secretary
Name: Sri Ravi Todi
19th August, 2023



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Details of Directors seeking appointment/re-appointment at the Annual General Meeting:

Name	Shri Anurag Daga
Date of Birth	30 th April, 1972
Date of Appointment	25 th June, 2012
Qualifications	MS in MIS
Expertise in specific functional areas	Finance
Directorships held in other companies (excluding foreign companies)	M/s. Vinal Investments Limited
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	Nil.
Number of shares held in the Company	3600 Equity shares



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BALLOT FORM

- 1) Name & Registered Address of the Sole/First named member: _____
- 2) Name of the Joint Holder(s), if any: _____
- 3) Registered Folio No. /DP ID No. (Applicable to Investors holding shares in Dematerialized Form): _____
- 4) Number of Ordinary Shares held: _____
- 5) EVEN (e-voting event numbers): _____
- 6) User ID: _____
- 7) Password: _____

Notice is hereby given that the Fortieth Annual General Meeting of the members of M/s. Swati Projects Limited will be held on Wednesday the 27th day of September, 2023 at 1:00 PM at the registered office of the company at 168B, Jamunlal Bajaj Street, Kolkata-700007 to transact the following businesses:

Resolution No.	Description of Resolution	FOR	AGAINST
	Ordinary Business		
1	Adoption of the financial statements (both Consolidated & Standalone) of the Company for the year ended 31 st March, 2023 together with the reports of the Directors' and Auditors' thereon.		
2	Re-appointment of Sri Anurag Duggu (DIN:05239623), who retires by rotation.		
3	Appointment of M. Modi & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.		

Place: Kolkata.

Date: _____

Signature of the Member

Note: Please read the instructions printed below carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot Form is provided for the benefit of the Members who do not have access to e-voting facility.
2. A Member can opt for only one mode of voting i.e., either through e-voting or by Ballot. If a Member cast votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
3. For detailed instructions on e-voting, please refer to the notes appended to the Notice of the AGM.
4. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through Post to declare the final result for each of the Resolutions forming part of the Notice of the AGM.



SWATI PROJECTS LIMITED

CIN: L65993WB1983PLC036332

168-B, JAMUNALAL BAJAJ STREET, KOLKATA-700007

E mail: swatiprojectsLtd@gmail.com

Phone: +91 9830077000 / 9988796071

Website: www.swatiprojects.com

ATTENDANCE SLIP

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

Folio No.: _____ DP-ID No.: _____ Client-ID No. _____

Name of Member(s): _____

Name of the Proxy holder: _____

Registered Address: _____

Number of Shares Held: _____

I hereby record my presence of the 40th Annual General Meeting of the Company held on Wednesday the 27th September, 2023 at 1.00 P.M. at Registered Office of the Company at 168B, Jamunlal Bajaj Street, Kolkata - 700007

Signature of the Member / Representative / Proxy Holder*

*Strike out whichever is not applicable



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(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

FORM OF PROXY

Form No. _____ DIPID No. _____ Client ID No. _____

Name of the Member(s): _____ Email Id: _____

Registered Address: _____

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

1. Name _____ E-mail Id _____
Address: _____ or failing him/her

2. Name _____ E-mail Id _____
Address: _____ or failing him/her

3. Name _____ E-mail Id _____

Address _____

I/We, do hereby proxy to you for me / us, on my / our behalf at the 40th ANNUAL GENERAL MEETING of the Company held on Wednesday, the 27th September, 2023 at 1:00 P.M. and at any adjournment thereof in respect of the following resolutions:

Resolution No.	Description of Resolution	FOR	AGAINST
1.	Adoption of the financial statements (both consolidated & standalone) of the Company for the year ended 31 st March, 2023 together with the reports of the Directors' and Auditors' thereon.		
2.	Re-appointment of Sri Anirag Daga (DIN 03239623), who retires by rotation.		
3.	Appointment of M. Modi & Associates, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration.		

Signed this _____ day of _____, 2023. Signature of Member

Signature of Proxyholder(s) 1 _____ 2 _____ 3 _____

APR
Bhavur
Stamp

NOTE: The Form of Proxy duly completed must be deposited at the Registered Office of the Company, 168-B, Jamunalar Bajaj Street, Kolkata-700007 not later than 48 hours before the time for holding the meeting.



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ANNEXURE TO THE NOTICE FOR THE 40th ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 27th SEPTEMBER, 2023

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID:

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Wednesday , 27th September, 2023 at 1.00 PM. at 168-B, Jamunalal Bajaj Street, Kolkata-700007 and at any adjournment thereof. The Company has engaged the services of NSDL to provide the e-voting facility. The e-voting facility is available at the link evoting@nsdl.co.in.

The Electronic Voting Particulars are set out below:

EVEN (Electronic Voting Event Number)	USER-ID	PASSWORD

The E-voting facility will be available during the following voting period:

Remote e-Voting start on	Remote e-Voting end on
24 th September, 2023 at 9:00 A.M. (IST)	26 th September, 2023 at 5:00 P.M. (IST)

Please read the instructions mentioned in the Notice before exercising your vote.

By Order of the Board
For Swati Projects Limited

Ravi Todi
Company Secretary
Sr. Ravi Todi

Place: Kolkata
Date: 19/08/2023



BOARD OF DIRECTORS

SRI SHREEGOPAL DAGA
Managing Director & Chairman

SRI ANURAG DAGA
Director

SMT. VATSALA DAGA
Women Director

SRI AVINASH JAIN
Independent Director

SRI RISHI KAPOOR
Independent Director

SRI AMIT LAL
Independent Director



**COMPANY SECRETARY
& COMPLIANCE OFFICER**
Sri Ravi TODI

CHIEF FINANCIAL OFFICER
Sri Shashi Kumar

SECRETARIAL AUDITOR
Baid & Bengani Associates LLP

INTERNAL AUDITOR
Ashwani Gupta & Co.

STATUTORY AUDITORS
M Modi & Associates

BANKERS
HDFC Bank Limited
Bank of Baroda

REGISTRAR & SHARE TRANSFER AGENTS
Niche Technologies Pvt. Ltd.

REGISTERED OFFICE ADDRESS
168B, Jamunlal Bajaj Street, Kolkata – 700 007



COMMITTEES OF THE BOARD

AUDIT COMMITTEE

Rishi Kapoor - Chairman

Shreegopal Daga

Avinash Jain

NOMINATION & REMUNERATION COMMITTEE

Rishi Kapoor - Chairman

Avinash Jain

Amit Lal

STACKHOLDERS RELATIONSHIP COMMITTEE

Avinash Jain - Chairman

Shreegopal Daga

Rishi Kapoor



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DIRECTORS REPORT TO THE SHARE HOLDERS

Dear Members,

It is our pleasure in presenting the 40th Annual Report of the business and operations of your Company ("the Company" or "Swati") along with the Audited Financial Statements and the Auditor's Report of the Company for the financial year ending 31st March, 2023. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

Financial Results

The summarized financial results for the year ending 31st March, 2023 are as under:

Financial Highlights

(Amount in Rs.)

Particulars	Standalone		Consolidated	
	As at March 31,		As at March 31,	
	2023	2022	2023	2022
Revenue from operations	1,06,73,697	92,98,216	1,48,65,877	1,03,63,063
Other Income, net	44,750	-	52,614	895
Total Income	1,07,18,447	92,98,216	1,49,18,491	1,03,63,958
Less: Expenditure				
Employee Benefits Expenses	11,56,605	9,70,781	16,81,605	12,70,881
Depreciation	-	-	4,87,058	3,40,606
Other Expenses	9,41,854	15,65,714	20,96,373	23,29,025
Profit / (Loss) before Tax	86,19,988	67,61,721	1,06,53,455	64,23,446
Income Tax	22,01,646	18,04,078	22,01,941	18,04,078
Deferred Tax Assets	-	-	1,46,783	-
Profit / (Loss) after Tax	64,18,342	49,57,643	85,98,297	46,19,368



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Performance Review

During the fiscal year ending 31st March, 2023, Gross revenue grew by 15.27 % and Profit after tax is Rs. 64.18 Lakhs for the year FY 2022-2023 compared to a Profit of Rs. 49.58 Lakhs for the previous year.

State of Company's Affairs

The Company has been registered with the Reserve Bank of India, in terms of Section 45-1A of Reserve Bank of India Act, 1934 and is carrying on NBFC activity of the business of Investment in Shares & Securities and Inter-Corporate & Personal Loan. The Company is non-Deposit taking NBFC Company.

Change in the nature of business

There are no Changes in the nature of business of the company during the year under review.

Share Capital

The Company's Paid-up Share Capital as on 31st March, 2023 was Rs. 10.10 Crores.

Performance & financial position of Subsidiary Company (ies), Associates and Joint Ventures

The Company have one subsidiary companies – Radhashree Roadsters Pvt. Ltd.

Financial Highlights of Radhashree Roadsters Pvt. Ltd.

(Amount in Rs.)

Particulars	As at March 31,	
	2023	2022
Revenue from operations	41,92,180	10,64,847
Other Income, net	7,864	895
Total Income	42,00,044	10,65,742
Less: Expenditure		
Employer Benefits Expenses	5,25,000	3,00,100
Depreciation	4,87,058	3,40,606
Other Expenses	11,54,520	7,63,311
Profit / (Loss) before Tax	20,33,466	(3,38,275)
Income Tax	295	-
Deferred Tax Assets	1,46,783	-
Profit / (Loss) after Tax	21,79,954	(3,38,275)



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Performance Review of Subsidiary Company

During the fiscal year ending 31st March, 2023, Gross revenue grew by 294.09 % and Profit after tax is Rs. 21.80 Lakhs for the year FY 2022-2023 compared to a Loss of Rs. 3.38 Lakhs for the previous year.

Material Changes and Commitments, if any, affecting the Financial Position of the Company which has occurred between the end of the financial year to which the financial statements relate and the date of the report.

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

Transfer to Reserve

During the financial year the Company has transferred Rs. 12,83,669.00 to Statutory Reserves in terms of Section 45-IC of the Reserve Bank of India Act, 1934.

Dividend

The Company has not made any provision for payment of dividend for the year under consideration.

Internal Financial Controls

Your Company has in place an adequate internal control system commensurate with the size of its operations. The internal control system comprising of policies and procedures is designed to ensure sound management of your Company's operations, safekeeping of its assets, optimal utilisation of resources, reliability of its financial information and compliance. Clearly defined roles and responsibilities have been institutionalised. Systems and procedures are periodically reviewed to keep pace with the growing size and complexity of your Company's operations.

During the financial year under review, no material or serious observation has been received from Statutory Auditors and the Internal Auditors of the Company on such controls.



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Particulars of loans, guarantee or investments

Details of Loans, Guarantees and Investments covered under the Provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

Particulars of Related Party Transaction as per Sec. 188(1)

All the related party transactions are entered on arm's length basis and are in compliance with the applicable provisions of the Act. There are no materially significant related party transactions made by the company with any of its Directors, Key Managerial Personnel or other designated persons which have potential conflict of interest of the company at large. All related party transactions as required under the provisions of Companies Act, 2013 are provided in FORM - AOC 2 as Annexure II to this report.

Deposits

The Company did not accept any deposits during FY 2022-2023, falling within the purview of section 73 of the Companies Act, 2013.

Board Evaluation

The Board of Directors has carried out an annual evaluation of its own performance, Board, Committees and Individual Directors pursuant to the provisions of the Companies Act, 2013.

In a separate meeting of Independent Directors held on 7th February, 2023 performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, considering the views of Executive Directors and Non-Executive Directors.

The Board in their meeting held on 7th February, 2023 took note of the Performance evaluation carried out by Independent Directors and also evaluated the performance of Independent Directors, excluding the Independent Directors being evaluated.

Board and Committees

The Board meets at regular intervals to discuss and decide on the Company's performance and strategies. During the financial year under review, the Board met 7 (Seven) times. The dates on which the meeting of the board was held during the year are as follows:



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Sl. No.	Date of Meeting	No. Of Directors	Sl. No.	Date of Meeting	No. Of Directors
1	25.04.2022	6	6	07.02.2023	6
2	26.05.2022	6	7	03.03.2023	6
3	30.05.2022	6			
4	13.08.2022	6			
5	14.11.2022	6			

The Company does not pay any sitting fees or remuneration to Non-executive Director and Independent Director during the FY 2022-2023.

All necessary information which is required to be placed before the board as stipulated in Companies Act, 2013 & rules made thereunder has been placed before the board for its review and consideration.

Audit Committee

During the financial year under review, the Audit Committee reviewed the internal controls put in place to ensure that the accounts of your Company are properly maintained and that the accounting transactions are in accordance with prevailing laws and regulations. In conducting such reviews, the Committee found no material discrepancy or weakness in the internal control system of your Company. The Committee has also reviewed the procedures laid down by your Company for assessing and managing the risks.

During the financial year under review, the Audit Committee met 4 (Four) times to deliberate on various matters and the gap between any two Meeting was not more than 120 (One Hundred Twenty) days. The required quorum was present in all the Meetings.

During the financial year under review, Audit Committee Meeting was held on 30th May, 2022, 13th August, 2022, 14th November, 2022, and 7th February, 2023.



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The composition, attendance and sitting fees paid are as follows:

Name of Members	Designation	No. of meeting held during the period		Sitting Fees Paid
		Held	Attended	
Sri. Rishi Kapoor	Independent Director	4	4	-
Sri Avinash Jain	Independent Director	4	4	-
Sri Shreegopal Daga	Managing Director	4	4	-

Nomination and Remuneration Committee

The Committee comprises of 3 (Three) Members are Independent Directors.

During the financial year under review, the Committee met once on 30th May, 2022 and all the members were present.

Management Discussion and Analysis Report

As required under clause 49 of the Listing Agreement with the Stock Exchanges, the Management Discussion and Analysis Report is enclosed as Annexure III to this report.

Declaration by Independent Directors

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013. The declaration of Independent Directors is enclosed with this Report.



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Details of Directors/KMP who have appointed or resigned during the year

Sri Avinash Jain was appointed as Additional Independent Director in Board Meeting held on 30th May, 2022 and regularize as an Additional Independent Director to Independent Director of the Company in the Annual General Meeting held on 8th September, 2022.

Sri Shiv Mani Ojha was resigned for post of Independent Director from the office of Board of Directors of the Company w.e.f 30th May, 2022.

Sri Anurag Daga retires by rotation at the ensuing AGM and, being eligible, seeks reappointment; based on the performance evaluation and recommendation of the nomination and remuneration committee, the Board recommends his reappointment.

Details of Commission received by MD or WTD of the company during the financial year 197(14).

During the financial year, none of the Directors or Key Managerial Persons (KMP) has received any commission from the Company.

Key Managerial Personnel

In terms of the provisions of Section 2(51) and 203 of the Act, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Sri Shashi Kumar, Chief Financial Officer (CFO) and Sri Ravi Todi, Company Secretary (CS), are the Key Managerial Personnel of the Company.

Extracts of Annual Return for the financial year as per Section 92(3), MGT-9

As required pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT 9 as a part of the Annual Report Annexure I.

A copy of the Annual Return will be hosted on the website of the Company as <https://www.swatiprojects.com>.



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Details regarding conservation of energy, technology absorption, foreign exchange earnings and outgo

Information required under Section 134(3) (m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

Details of Vigil Mechanism

In compliance with the provisions of Section 177(9) & (10) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, the Company has formulated a vigil mechanism for Directors and Employees to report genuine concerns.

Corporate Governance

Your Company believes Corporate Governance is at the core of shareholder satisfaction. Your Company's governance practices are described separately in this Annual Report. Your Company has obtained a certification from M Modi & Associates, Chartered Accountants, on our compliance with Listing Agreement read with SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 with Indian Stock Exchanges. This certificate is attached to the Report on Corporate Governance.

Auditors

a) Statutory Auditors:

M/s. M Modi & Associates, Chartered Accountants (Firm Reg. No. 319141E & Membership No. 054366), Statutory Auditors of the Company, holds office till the conclusion of the ensuing Annual General Meeting and is eligible for re-appointment. They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment.



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b) Secretarial Auditor:

Pursuant to the requirements of Section 204(1) of the Act read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Baid & Bengani Associates LLP, a practicing Company Secretary (COP No. 12365, Membership No. 33446 & Peer Review Certificate No. 2362/2022) to conduct the Secretarial Audit for the financial year under review.

The Secretarial Audit Report in Form MR-3 for the financial year under review, as received from Dipi Dasgupta, a practicing Company Secretary, is attached as **Annexure IV** of the Board's Report.

c) Internal Auditor:

Pursuant to the provisions of Section 138 of the Act read with the Companies (Accounts) Rule, 2014, the Company has appointed M/s. Ashwani Gupta & Co., Chartered Accountants (Firm Reg. No. 003386N & Membership No. 082127), as Internal Auditor of the Company.

Audit Observations

Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

Auditors' Report

The Auditor's of the Company has not made any qualification, reservation or adverse remark or disclaimer in his Audit Report for the relevant financial year.

Reporting of Frauds by Auditors

During the year under review, neither the Statutory Auditors and Internal Auditors nor the Secretarial Auditors has reported to the Audit Committee, under Section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.



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Corporate Social Responsibility

Pursuant to the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Corporate Social Responsibility (CSR) is not applicable to the Company.

Particular of Employees

Disclosure pertaining to remuneration and other details, as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

i. Remuneration paid to Managing Director:

1. Sri Shreegopal Daga – Rs. 2,46,000.00 p.a.

ii. Remuneration paid to Other Directors is NIL.

iii. Remuneration paid to KMP:

1. Sri Ravi Todi, Company Secretary – Rs. 6,00,000.00 p.a.

2. Sri Shashi Kumar, Chief Financial Officer – 3,10,605.00 p.a.

iv. The number of permanent employees on the payroll of the Company is NIL.

v. The average increase of remuneration of employees is normal.

vi. The variation in the market capitalization is nil. As there is no change in market quotation of shares of the company during the year, as no trade in shares took place.

vii. The remuneration has been paid as per remuneration policy of the Company.

viii. No employee of the company employed throughout / part of the financial year was paid monthly salary more than Rs. 5 Lakh per month or Rs. 60 Lakhs in aggregate.



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Disclosure about Cost Audit

Cost Audit and maintenance of cost records is not applicable to the Company.

Compliance with Secretarial Standards

The Company is in adherence of applicable Secretarial Standards.

Directors Responsibility Statements

Pursuant to Section 134(5) of the Companies Act, 2013 Director of your company hereby state and confirm that: -

- a. In the preparation of the annual accounts for the year ended 31st March 2023, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for the same period;
- c. The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. They have prepared the annual accounts on a going concern basis;
- e. They have laid down internal financial controls in the company that are adequate and were operating effectively;
- f. They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Statutory Disclosure

None of the Directors of your Company are disqualified as per provisions of Section 164(2) of the Companies Act, 2013.



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Disclosures under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has zero tolerance for sexual harassment at the workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at the Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder. The Policy aims to promote a healthy work environment and to provide protection to employees at the workplace and redress complaints of sexual harassment and related matters thereto.

Significant & Material Orders Passed by the Regulators

During the financial year there were no orders from regulators or courts affecting the going concern of the company. There were no disputes/appeals with various statutory authorities impacting the financial position of the company.

Acknowledgements and Appreciation

Your directors take this opportunity to thank the customers, shareholders, employees, lender and bankers for their consistent support and encouragement to the Company. We are sure you will join our directors in conveying our sincere appreciation to stakeholder of the Company and Associates for their hard work and commitment. Their dedication and competence have ensured that the Company will be a significant player in Business.

Place: Kolkata
Date: 30th May, 2023

By Order of the Board of Directors
For and on behalf of Swati Projects Limited




Shreegoopi Daga
Managing Director
DIN: 00397379


Anurag Daga
Director
DIN: 05239623


Rihi Kapoor
Independent Director
DIN: 08422654


Avinash Jain
Independent Director
DIN: 09629214

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GENERAL SHAREHOLDER INFORMATION

Company Registration Details

The Company is registered in the State of West Bengal, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L65993WB1983PLC036332.

Maintenance of Shares

The Company's Registrar & Transfer Agent is M/s. Niche Technologies Private Limited having their registered office at 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata – 700 017.

Annual Report

The Annual Report containing inter alia, Audited Annual Accounts, Director's Report, Auditor's Report and other important information is circulated to members and other entitled thereto.

Listing on Stock Exchange

The Company's Shares are listed on Calcutta Stock Exchange of India Limited (CSE) and Metropolitan Stock Exchange of India Limited (MSEI).

Payment of Listing Fees & Depository Fees

Annual Listing Fees for the year 2022-23 was paid on 21st April, 2022 to the Metropolitan Stock Exchange of India (MSEI) and 14th September, 2022 to the Calcutta Stock Exchange of India Limited (CSE).

Annual Custody/Issuer fee for the year 2022-23 was paid on 26th April, 2022 by the Company to National Securities Depositories Limited (NSDL) and 9th April, 2022 by the Company to Central Depository Services (India) Limited (CDSI).



SWATI PROJECTS LIMITED

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Phone: +91 9830077000/9988796071, Website: www.swatiprojects.com

SEBI Complaints Redress System (SCORES)

The investor complaints are processed in a centralized web-based complaints redress system by Securities Exchange Board of India for debt listing. The salient features of this system are centralized database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status. Till the date of the report the status of the investor compliance is Nil.

Green Initiative

The Ministry of Corporate Affairs had taken the Green Initiative in Corporate Governance by allowing paperless compliances by Companies through electronic mode.

Your Company supports the Green Initiative and has accordingly decided to send all communications to its shareholders to their respective registered E-mail addresses.

Your Company appeals to you, its shareholders, who are yet to register your E-mail addresses that they take necessary steps for registering same so that you can also become a part of the initiative and contribute towards a greener environment.

Distribution of Equity Shares

Distribution of Holdings (No. of Shares)					
Sl. No.	No. of Shares	No. of Holders	% To Total	Total Shares	% of Total
1.	1 - 500	556	49.9551	1,17,360	1.1620
2.	501 - 1000	533	47.8886	3,70,920	3.6725
3.	1001 - 5000	3	0.2695	6,000	0.0594
4.	5001 - 10000	0	0.0000	0	0.0000
5.	10001 - 50000	0	0.0000	0	0.0000
6.	50001 - 100000	3	0.2695	2,20,080	2.1790
7.	100001 - And Above	18	1.6173	93,85,640	92.9271
TOTAL		1,113	100.0000	1,01,00,000	100.0000



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Annexure I Form No.MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

*(Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014)*

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L65993WB1983PLC036332
ii.	Registration Date	20 th May, 1983
iii.	Name of the Company	M/s. Swati Projects Limited
iv.	Category/Sub-Category of the Company	Company limited by Shares / Non-govt. Company
v.	Address of the Registered office and contact details	168B, Jamunalal Bajaj Street, Kolkata - 700007
vi.	Whether listed company	Yes Calcutta Stock Exchange (CSE) Metropolitan Stock Exchange (MSEI)
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Niche Technologies Pvt. Ltd. 3A, Auckland Place, 7 th Floor, Room No. 7A & B, Kolkata-700017 Phone: 033-22357270/7271 Email: nichetechpl@nichetechpl.com



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II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services.	NIC Code of the Product/ service	% to total turnover of the company
1	NBFC – Non Deposits Taking Providing Loans	6492	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of The Company	CTN/GLN	Holding/ Subsidiary /Associate	% of Shares Held	Applicable Section
1	Radhashree Roadsters Private Limited	U63030WB2016PTC215627	Subsidiary	100%	



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IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
<i>1) Indian</i>									
a) Individual/HUF	16,72,200	-	16,72,200	16.556	16,72,200	-	16,72,200	16.556	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
e) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	7,37,120	-	7,37,120	7.298	7,37,120	-	7,37,120	7.298	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1) :-	24,09,320	-	24,09,320	23.855	24,09,320	-	24,09,320	23.855	-
<i>2) Foreign</i>									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-



i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total(A)(2): -	-	-	-	-	-	-	-	-	-
Total Promoter Shareholding (A)=(A)(1) + (A)(2)	24,09,320	-	24,09,320	23,855	24,09,320	-	24,09,320	23,855	-
B. Public Shareholding Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	36,00,120	-	36,00,120	35,645	36,00,120	-	36,00,120	35,645	-
(ii) Overseas	-	-	-	-	-	-	-	-	-



b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	4,90,560	4,90,560	4,857	-	4,90,560	4,90,560	4,857	-
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	36,00,000	-	36,00,000	35,644	36,00,000	-	36,00,000	35,644	-
c) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	72,00,120	4,90,560	76,90,680	72,00,120	72,00,120	4,90,560	76,90,680	76,145	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	72,00,120	4,90,560	76,90,680	72,00,120	72,00,120	4,90,560	76,90,680	76,145	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	96,09,440	4,90,560	1,01,00,000	100,000	96,09,440	4,90,560	1,01,00,000	100,000	-



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ii. Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Amurag Daga (ADWPD3057D)	3600	0.036	-	3600	0.036	-	-
2.	Shreegopal Daga (AALHS2654D)	81480	0.807	-	81480	0.807	-	-
3.	Shreegopal Daga (ADWPD30611F)	64200	0.636	-	64200	0.636	-	-
4.	Suffia Daga (ADWPI1069G)	940200	9.309	-	940200	9.309	-	-
5.	Vatada Daga (ADPPM4670C)	582720	5.770	-	582720	5.770	-	-
6.	Vital Investments Limited (AABCV1553F)	237120	2.348	-	237120	2.348	-	-
7.	Ganpati Stocks Private Limited.	500000	4.950	-	500000	4.950	-	-
	Total	2409320	23.855	-	2409320	23.855	-	-



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iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sr. no	Shareholding at the beginning of the year	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company
		No. of shares	% of total shares of the company
	At the beginning of the year	2409320	23.855
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	-	-
	At the End of the year	2409320	23.855



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V. INDEBTEDNESS: NIL

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total(i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
- Addition				
- Reduction				
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	-



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VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites u/s 17(2) Income Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	Shreegopal Daga (Managing Director)	2,46,000.00 - -
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - Others, specify....	-	-
5.	Others, please specify	-	-
6.	Total(A)	2,46,000.00	2,46,000.00
	Ceiling as per the Act (5% of Net Profit)	3,20,917.00	3,20,917.00



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B. Remuneration to other directors: NIL

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
	<u>Independent Directors</u>	-	-	-
	- Fee for attending board, committee meetings	-	-	-
	- Commission	-	-	-
	- Others, please specify	-	-	-
	Total(1)	-	-	-
	<u>Other Non-Executive Directors</u>	-	-	-
	- Fee for attending board, committee meetings	-	-	-
	- Commission	-	-	-
	- Others, please specify	-	-	-
	Total(2)	-	-	-
	Total(B)-(1+2)	-	-	-



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C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Sl no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (Ravi Todi)	CFO (Shashi Kumar)	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	6,00,000.00	3,10,605.00	9,10,605.00
	(b) Value of perquisites w/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary w/s 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify ...	-	-	-	-
5.	Others, please specify	-	-	-	-
6.	Total	-	6,00,000.00	3,10,605.00	9,10,605.00



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VII. PENALTIES/PUNISHMENT/COMPOUNDING OFFENCES:

Type	Section of the Companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fines imposed	Authority (RD /NCLT /Court)	Appeal made. If any (give details)
A. Company					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	Section 204	Section 204 for the contravention of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, FY 2014-15	1,00,000.00	RD	Order Received
B. Directors					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	Section 204	Sec - "A" above	1,00,000.00 (Managing Director)	RD	Sec - "A" above
C. Other Officers in Default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-



For Swati Projects Limited

[Signature]

Managing Director

Annexure - II

Form No. AOC-2

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto:

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

- (a) Name(s) of the related party and nature of relationship - N.A.
- (b) Nature of contracts/arrangements/transactions - N.A.
- (c) Duration of the contracts / arrangements/transactions- N.A.
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any - N.A.
- (e) Justification for entering into such contracts or arrangements or transactions- N.A.
- (f) Date(s) of approval by the Board - N.A.
- (g) Amount paid as advances, if any - N.A.
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188- N.A.

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

S.N.	Particulars	Details
(a)	Name(s) of the related party and nature relationship	
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts arrangements/transactions	N.A.
(d)	Salient terms of the contracts or arrangements or transaction including the value, if any.	
(e)	Date(s) of Approval by the Board	N.A.
(f)	Amount paid as advance, if any	N.A.

Place : Kolkata

Date : 30th May, 2023



For and on behalf of the Board of Directors
For Swati Projects Limited



Managing Director

Annexure - III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Pursuant to Clause 49 of Listing Agreement, a Management Discussion & Analysis report is given below: -

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

The performance of the Company was satisfactory during the year under review. Your Company incurred profit Rs.64,48,312/- during the financial year 2022-2023. Your directors are hopeful to achieve better results in future.

2. OUTLOOK ON OPPORTUNITIES, THREATS, RISK AND CONCERNS

As far as the future outlook is concerned, the Company is expected to increase the scope of the NBFC Business in the future, considering the fact that industrial growth picks up.

The Company is in position to compete with its competitors by better customer services.

3. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company is committed to maintaining high standards of internal controls designed to provide accuracy of information, efficiency of operations, and security of assets. The company has adequate internal controls commensurate with the size and nature of its operations to ensure orderly and efficient conduct of business. These controls ensure the safeguarding of assets, prevention and detection of fraud and error, the accuracy and completeness of the accounting records, timely preparation of reliable financial information and adherence to companies' policies, procedures and legal obligations. The audit committee of the Board of Directors meets periodically to review the performance as reported by the auditors.

4. FINANCIAL PERFORMANCE

The company's revenue from operations for the financial year 2022-2023 is Rs. 1,06,73,697/- as compared to the previous year of Rs. 92,98,216/-. The profit made for the current Financial Year is Rs. 64,18,342/- The margin earned during the year is thin as compared to the previous year due to the reason of stiff competition & Global recessionary trend. The Directors expect better results in the next coming year.

5. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT

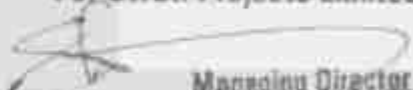
There has been no development on the Human Resource/ Industrial Relations Front during the year.

6. CAUTIONARY STATEMENT

Management Discussion and Analysis report are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized by the Company. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operation include global and Indian market conditions, changes in the Government Regulations, Tax regimes, WTO Regulations and such other factor. The Company assumes no responsibility to publicly amend, modify or revise any of these statements on the basis, of any subsequent developments, information or events.

Date: 30th May, 2023



For Swati Projects Limited

Managing Director

BAID & BENGANI ASSOCIATES LLP,

COMPANY SECRETARIES
FIRM REGISTRATION NO. L2021WB010400



Century Plaza, 81, N.S. Road, 2nd Floor, R.N.217, Kolkata-700001, West Bengal, India.
E-mail: baidbengani@yaho.com; Ph: +91- 9831115563, 9748819844

FORM NO.3 MR-3 SECRETARIAL AUDIT REPORT For the financial year ended 31st March, 2023

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

To,

The Members,
Swati Projects Limited
(CIN: L65993WB1983PLC036332)
168 B Jamunahal Bajaj Street
Kolkata-700007

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Swati Projects Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of M/s. Swati Projects Limited 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 and the representations and clarifications made by the Company. We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2022 generally 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 made available to us and maintained by M/s. Swati Projects Limited for the financial year ended on 31st March, 2022 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;



BAID & BENGANI ASSOCIATES LLP,

COMPANY SECRETARIES

FIRM REGISTRATION NO. L2021WB010400



Century Plaza, 81, R.S.Road, 2nd Floor, R.N.217, Kolkata-700001, West Bengal, India.
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- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") viz: -
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Not applicable to the Company during audit period);
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Applicable to the Company during audit period);
 - The Securities and Exchange Board of India (Share Base Employee Benefits) Regulations, 2014 (Not applicable to the Company during audit period);
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during audit period);
 - The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during audit period); and
 - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during audit period);
 - The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- vi. Other Laws that are applicable to the Company, as per the representation made by the management.

We have also examined compliance with the applicable clauses of the Following: -

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- Listing Agreements entered into by the company with CSE Limited and MSEI Limited.

We report that during the year review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines and Standards mention above.

We Further report that, the compliance by the company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professional.



BAID & BENGANI ASSOCIATES LLP,

COMPANY SECRETARIES

FIRM REGISTRATION NO. L2021WB010400



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

Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on Agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that, based on the information provided and representation made by the company and also on the review of compliance certificate / reports taken on record by the Board of directors of the company, in our opinion there are adequate systems and process in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For Baid & Bengani Associates LLP

Rishabh Baid

Rishabh Baid
(Designated Partner)

Place: Kolkata

Member No.: 33446 CP No.:12365

Date: 30/06/2023

Udin: A033446E000526268



BAID & BENGANI ASSOCIATES LLP,

COMPANY SECRETARIES

FIRM REGISTRATION NO. L2021WB010400



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'Annexure A'

To,
The Members,
Swati Projects Limited

(CIN: L65993WB1983PLC036332)

(a) The listed entity has complied with the provisions of the above Regulations and circulars/
guidelines issued thereunder, except in respect of matters specified below:

Sr No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
	LODR Regulation	46	Delay Filing of Annual Secretarial Report	MS ME	PENALTY	Delay Filing of Annual Secretarial Report by 1 day	2360	Company has paid the penalty	Company has paid the penalty	-



BAID & BENGANI ASSOCIATES LLP,

COMPANY SECRETARIES

FIRM REGISTRATION NO. L2021WB010400



Century Plaza, 81, N.S.Road, 2nd Floor, R.N.217, Kolkata-700001, West Bengal, India.
E-mail: baidbenganillp@yahoo.com; Ph- +91- 9831115563, 9748819844

Annexure "B"

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	PTI Regulation	Reg 3	Delay in filing Trading Application for shares issue as Bonus Shares	MSME	Fine	Delay in filing Trading Application for shares issue as Bonus Shares	47,200	Company has paid the penalty	Company has paid the penalty	-
2	LODR Regulation	Reg 42	Non-filing of Notice Of Book Closure	MSME	Fine	Non-compliance with Regulation 42 of LODR regarding Notice of Book Closure	11,800	Company has paid the penalty	Company has paid the penalty	-



BAID & BENGANI ASSOCIATES LLP,

COMPANY SECRETARIES

FIRM REGISTRATION NO. L2021WB010400



Century Plaza, 81, N.S.Road, 2nd Floor, R.N.217, Kolkata-700001, West Bengal, India.

E-mail: baidbengani@yaho.com; Ph- +91- 9831115563, 9748819844


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

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedure on test basis.

The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Baid & Bengani Associates LLP


Rishabh Baid
(Designated Partner)
Place: Kolkata
Member No.: 33446 CP No.:12365



Date: 30/06/2023
Udin: A033446E000526268

Managing Director and CFO Certification
To Whom It May Concern

We, Shreegopal Daga, Chairman & Managing Director and Shashi Kumar, Chief Financial Officer certify that:

1. We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2023 and to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
2. To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2023 are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
4. i) There has not been any significant change in internal control over financial reporting during the year under reference;
ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place: Kolkata

Date: 30th May, 2023


(Shreegopal Daga)

Chairman & Managing Director



(Shashi Kumar)

Chief Financial Officer





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

To,
The Members of
Swati Projects Limited
168B, Jamunlal Bajaj Street,
Kolkata - 700 007

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Swati Projects Limited (CIN: L65993WB1983PLC036332) having registered office at 168 B Jamunlal Bajaj street Kolkata- 700007 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors 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,

Sr. No.	Name of Directors	DIN	Date of appointment in Company
1	SHREEGOPAL DAGA	00397329	01/08/2014
2	ANURAG DAGA	05239623	25/06/2012
3	RISHI KAPOOR	08427654	07/05/2019
4	VATSALA DAGA	00820036	14/09/2020
5	AMIT LAL	09469579	15/01/2022
6	AVINASH JAIN	09629214	30/05/2022

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

Place: Kolkata
Date: 24th August, 2023
UDIN: A038797E000856713


SHRUTI AGARWAL
Practising Company Secretary
ACQ: 38797 C.P.No.14602
PR No.0206/2023

RISHI KAPOOR

Independent Director

1013X-5, GALI KHATIKAN, BAZAR DHAB KHATIKAN,
AMRITSAR-143001, PUNJAB, INDIA

Email: rishibegmbc@gmail.com

Phone: 8725056320

Declaration from Independent Director pursuant to Section 149(7) of the Companies Act, 2013

I, Rishi Kapoor, Son of Late Shri Brij Lal Kapoor born on 27th August, 1974, resident of S/o. Late Brij Lal Kapoor, 1013X-5, Gali Khatikan, Bazar Dhab Khatikan, Amritsar – 143001, Punjab, India, do hereby declare that I am not disqualified to act as an Independent Director of M/s. Swati Projects Limited and further declare that:

- A. I am a person of integrity and possess relevant expertise and experience.
- B. i) I am not a Promoter of the Company or its holding, subsidiary or associate Company.
ii) I am not related to Promoters or Directors in the Company, its holding, subsidiary, or associate Company.
- C. I have no pecuniary relationship with the company, its holding, subsidiary, or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year.
- D. None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors amounting to two percent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower during the two immediately preceding financial years or during the current financial year;
- E. I neither myself nor any of my relatives:
 - a. Holds or held the position of a key managerial personal or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;
 - b. Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of –
 - 1. Firm of auditors or company secretaries in practice or cost auditor of the company or its holding, subsidiary or associate company; or
 - 2. Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;



RISHI KAPOOR

Independent Director
1013X-5, GALI KHATIKAN, BAZAR DHAB KHATIKAN,
AMRITSAR-143001, PUNJAB, INDIA
Email: rishibegmbts@gmail.com
Phone: 8725056320

3. I do not hold together with my relative's two percent or more of the total voting power of the company; or
 4. I am not a Chief Executive or Director, by whatever name called of any non-preorganization that receives twenty five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; and
- F. I possess such other qualifications as may be prescribed.

Date: 30th May, 2023

Place: Kolkata



Signature

Name: Rishi Kapoor

Designation: Independent Director



Avinash Jain

Independent Director

S/o: Pawan Kumar, H No409/7, Jain Gali, Bikanerian Bazzar, Amritsar-II, Amritsar G. P. O, Amritsar-143001, Punjab, India

Email: avinashjain520@gmail.com

Phone: 8725056319

Declaration from Independent Director pursuant to Section 149(7) of the Companies Act, 2013

I, Avinash Jain (DIN: 09629214) residing at S/o. Pawan Kumar, H No409/7, Jain Gali, Bikanerian Bazzar, Amritsar-143001, do hereby declare that I am not disqualified to act as an Independent Director of M/s. Swati Projects Limited and further declare that:

- A. I am a person of integrity and possess relevant expertise and experience.
- B. i) I am not a Promoter of the Company or its holding, subsidiary or associate Company.
ii) I am not related to Promoters or Directors in the Company, its holding, subsidiary, or associate Company.
- C. I have no pecuniary relationship with the company, its holding, subsidiary, or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year.
- D. None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors amounting to two percent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower during the two immediately preceding financial years or during the current financial year;
- E. I neither myself nor any of my relatives:
 - a. Holds or held the position of a key managerial personal or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;
 - b. Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of -
 - 1. Firm of auditors or company secretaries in practice or cost auditor of the company or its holding, subsidiary or associate company; or



Avinash Jain

Independent Director

S/o: Pawan Kumar, H No-409/7, Jain Galli, Bikanerian Bazaar, Amritsar-II, Amritsar G. P. O, Amritsar-143001, Punjab, India

Email: avinashjain520@gmail.com

Phone: 8725056319

2. Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;
3. I do not hold together with my relative's two percent or more of the total voting power of the company; or
4. I am not a Chief Executive or Director, by whatever name called of any non-preorganization that receives twenty five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; and

F. I possess such other qualifications as may be prescribed.

Date: 30th May, 2023

Place: Kolkata



Signature 

Name: Avinash Jain

Designation: Independent Director

AMIT LAL

Independent Director

House No. 57, Gali No. 18/3, New Dashmesh Nagar

Jaura Phatak, Amritsar - 143001

Email: amit_lal@yaho.co.in

Phone: 8725056315

Declaration from Independent Director pursuant to Section 149(7) of the Companies Act, 2013

I, Amit Lal (DIN: 09469579) residing at House No. 57, Gali No. 18/3, New Dashmesh Nagar, Jaura Phatak, Amritsar-143001 do hereby declare that I am not disqualified to act as an Independent Director of M/s. Swati Projects Limited and further declare that:

- G. I am a person of integrity and possess relevant expertise and experience.
- H. i) I am not a Promoter of the Company or its holding, subsidiary or associate Company.
ii) I am not related to Promoters or Directors in the Company, its holding, subsidiary, or associate Company.
- I. I have no pecuniary relationship with the company, its holding, subsidiary, or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year.
- J. None of my relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors amounting to two percent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower during the two immediately preceding financial years or during the current financial year.
- K. I neither myself nor any of my relatives:
- Hold or held the position of a key managerial personal or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed;
 - Is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which I am proposed to be appointed, of—
 - Firm of auditors or company secretaries in practice or cost auditor of the company or its holding, subsidiary or associate company; or



AMIT LAL

Independent Director

House No. 57, Gali No. 18/3, New Dashmesh Nagar

Jaura Phatak, Amritsar - 143001

Email: amit_lal4u@yahoo.co.in

Phone: 8725056315

1. Any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;
 2. I do not hold together with my relative's two percent or more of the total voting power of the company, or
 3. I am not a Chief Executive or Director, by whatever name called of any non-prerogation that receives twenty five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company; and
- L. I possess such other qualifications as may be prescribed.

Date: 30th May, 2023

Place: Kolkata



Signature *Amit Lal*

Name: Amit Lal

Designation: Independent Director





Independent Auditors' Certificate on Compliance with the Conditions of Corporate Governance as per Provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, (as amended)

To
The Members
Swati Projects Limited
168B, Jannanahil Bajaj Street,
Kolkata - 700007, India

1. The Corporate Governance Report prepared by Swati Projects Limited (the Company), contains details as stipulated in regulations 17 to 27, clauses (b) to (f) of regulation 46(1) and para C and D of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the Listing Regulations) (applicable criteria) with respect to Corporate Governance for the year ended March 31, 2023.

Managements' Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditors' Responsibility

4. Our responsibility is to provide a reasonable assurance in the form of an opinion with the conditions of Corporate Governance as stipulated in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India (ICAI). The Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review of Historical Financial Information, and Other Assurance and Related Service Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include but not limited to verification of secretarial records and financial information of the Company and obtained necessary representations and declarations from directors including independent directors of the Company.



8. The procedures also include examining evidence supporting the particulars in the Corporate Governance Report on test basis. Further, our scope of work under this report did not involve us
9. performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

10. Based on the procedures performed by us as referred in paragraph 7 and 8 above and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable for the year ended March 31, 2023, referred to in paragraph 1 above.

Other Matters and Restriction on Use

11. This report neither in assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
12. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other purpose. Accordingly, we do not accept or assume any liability in any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Place: Kolkata

Date: 30th Apr, 2023

For M MODI & ASSOCIATES
Chartered Accountants
FRN: 319161E



Kateek Modi

(KATEEK MODI)
Partner

Membership No. 244112

UDIN: Z33e1018BHANLFAC28

M/S. SWATI PROJECTS LIMITED	
1688, JAMUNALAL BAJAJ STREET, KOLKATA-700007	
General Information about Company	
BSE Scrip code	543914
CSE Scrip code	029458
NSE Symbol	NOTLISTED
MSEI Symbol	SWATI
ISIN	INE210F01016
Name of the entity	SWATI PROJECTS LIMITED
Date of start of Financial Year	01-04-2022
Date of end of Financial Year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per Immediate previous Financial Year	Any Other



Notes

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been convened in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the related L-Obj has no related party transactions, the word "NA" may be indicated.
2. If status is "Yes" details of the conditions may be given here.

A. Governance

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Yes**

2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- Audit Committee **Yes**

- Remuneration & nomination committee **Yes**

- Stakeholder relationship **Yes**

3. The management expenses are applicable to the top 100 listed companies. **NA**

4. The company members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Yes**

5. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **Yes**

6. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/resolutions of Board of Directors may be mentioned here. **Yes**

Name & Designation: **Mr. Raju Thakur, Company Secretary**

Company Secretary / Compliance Officer / Managing Director / CEO

Notes

Information of Table I and II above need to be necessarily given in 30 quarter of each financial year. However if there is no change of information to substantiate quarterly of two financial years, the information may not be given by listed entities and financial institutions "same as previous quarter" may be given.



Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	48(2)	YES
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.
- If the Listed Entity would like to provide any other information the same may be indicated here.

Name & Designation : Mr. Ravi Todi, Company Secretary

Company Secretary / Compliance Officer / Managing Director / CEO



Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item		Compliance status (Yes/No/NA)refer note below
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and/or their associates		NA
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange		NA
New name and the old name of the listed entity		NA
Advertisements as per regulation 47(1)		Yes
Credit rating or revision in credit rating obtained		NA
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year		Yes
Whether company has provided information under separate section on its website as per Regulation 46(2)		Yes
Materiality Policy as per Regulation 30		Yes
Dividend Distribution policy as per Regulation 43A (as applicable)		NA
It is certified that these contents on the website of the listed entity are correct		Yes
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Independent director(s) have been appointed in terms of specified criteria of 'Independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	NA
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum number of Directorship	17A	Yes



Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	18(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of risk management committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24A	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	NA
Meeting of Independent directors	25(3) & (4)	Yes
Familiarization of Independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive	26(4)	NA
Policy with respect to Obligations of directors	26(2) & 26(5)	Yes
<p>Note</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>III Affirmations:</p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied Yes</p>		
<p>Name & Designation: Mr. Ravi Todl, Company Secretary Company Secretary / Compliance Officer / Managing Director / CEO</p>		





M MODI & ASSOCIATES

CHARTERED ACCOUNTANTS

H.O. The Meridian, E-25, CP Block, 4th Floor, Sector-V, Salt Lake, Kolkata - 700 061, M : 9830378215/9831522608, e-mail : mmodi@accountants.com, www.mmodi.in

AUDITOR'S REPORT

To,
The Board of Directors,
Swin Projects Limited,
16/16, Jangrahal Bagh, Swin,
Kolkata-700007

As required under Non-Banking Financial Companies Auditors' Report (Reserve Bank) Directions and on the basis of information and explanation given to us, I report that:

3.1)

- 1) The Company is engaged in the business of Non-Banking Financial Institution and it has obtained a certificate of registration from Reserve Bank of India.
- 2) On basis of our examination of current year ended Balance Sheet and Profit and Loss Account we hereby report that company is entitled to continue to hold its certificate of registration in terms of its assets income pattern as on 31st March, 2023.
- 3) On the basis of our examination of current year ended Balance Sheet we report that the Company be Classified based on its assets as INVESTMENT & LOAN COMPANY.

3.2)

- 1) The Board of Directors has passed a resolution for Non-Acceptance of any Public Deposit.
- 2) The Company has not accepted any Public Deposit during the year ended 31st March, 2023.
- 3) The Company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.
- 4) The Company is not a creditably important Company as defined in paragraph 2(1)(a) of the Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

Place: Kolkata

Date: 30th May, 2023



For M MODI & ASSOCIATES
Chartered Accountants
FRN: 319143E

(PRATEEK MODI)
Partner

Membership No: 30103E

UDIN: 232010183HAWLK7576



Independent Auditors' Report

To,
The Members of M/s. Swan Projects Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of M/s. Swan Projects Limited (the Company), which comprise the Standalone Balance Sheet as at March 31, 2023, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the Act) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (Ind AS) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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





Other Information

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

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

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

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

Managements and Board of Directors' Responsibilities for the Standalone Financial Statements

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

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

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





Auditors' Responsibilities for the Audit of the Standalone Financial Statements

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

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

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





Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonable, knowledgeable user of the standalone financial statements may be influenced. We consider quantitative, qualitative and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work, and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(1) of the Act, based on our audit, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Standalone Balance Sheet, the Statement of Profit and Loss (including other comprehensive incomes), the Standalone Statement of Changes of Equity and the Standalone Cash Flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act.
 - e. On the basis of the written representations received from the directors of the Company as on March 31, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 16(2) of the Act.





M MODI & ASSOCIATES

Chartered Accountants

107, 108, 109, 110, 111, 112, 113, 114, 115, 116, 117, 118, 119, 120, 121, 122, 123, 124, 125, 126, 127, 128, 129, 130, 131, 132, 133, 134, 135, 136, 137, 138, 139, 140, 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 154, 155, 156, 157, 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212, 213, 214, 215, 216, 217, 218, 219, 220, 221, 222, 223, 224, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 245, 246, 247, 248, 249, 250, 251, 252, 253, 254, 255, 256, 257, 258, 259, 260, 261, 262, 263, 264, 265, 266, 267, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 278, 279, 280, 281, 282, 283, 284, 285, 286, 287, 288, 289, 290, 291, 292, 293, 294, 295, 296, 297, 298, 299, 300, 301, 302, 303, 304, 305, 306, 307, 308, 309, 310, 311, 312, 313, 314, 315, 316, 317, 318, 319, 320, 321, 322, 323, 324, 325, 326, 327, 328, 329, 330, 331, 332, 333, 334, 335, 336, 337, 338, 339, 340, 341, 342, 343, 344, 345, 346, 347, 348, 349, 350, 351, 352, 353, 354, 355, 356, 357, 358, 359, 360, 361, 362, 363, 364, 365, 366, 367, 368, 369, 370, 371, 372, 373, 374, 375, 376, 377, 378, 379, 380, 381, 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, 397, 398, 399, 400, 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, 411, 412, 413, 414, 415, 416, 417, 418, 419, 420, 421, 422, 423, 424, 425, 426, 427, 428, 429, 430, 431, 432, 433, 434, 435, 436, 437, 438, 439, 440, 441, 442, 443, 444, 445, 446, 447, 448, 449, 450, 451, 452, 453, 454, 455, 456, 457, 458, 459, 460, 461, 462, 463, 464, 465, 466, 467, 468, 469, 470, 471, 472, 473, 474, 475, 476, 477, 478, 479, 480, 481, 482, 483, 484, 485, 486, 487, 488, 489, 490, 491, 492, 493, 494, 495, 496, 497, 498, 499, 500, 501, 502, 503, 504, 505, 506, 507, 508, 509, 510, 511, 512, 513, 514, 515, 516, 517, 518, 519, 520, 521, 522, 523, 524, 525, 526, 527, 528, 529, 530, 531, 532, 533, 534, 535, 536, 537, 538, 539, 540, 541, 542, 543, 544, 545, 546, 547, 548, 549, 550, 551, 552, 553, 554, 555, 556, 557, 558, 559, 560, 561, 562, 563, 564, 565, 566, 567, 568, 569, 570, 571, 572, 573, 574, 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, 596, 597, 598, 599, 600, 601, 602, 603, 604, 605, 606, 607, 608, 609, 610, 611, 612, 613, 614, 615, 616, 617, 618, 619, 620, 621, 622, 623, 624, 625, 626, 627, 628, 629, 630, 631, 632, 633, 634, 635, 636, 637, 638, 639, 640, 641, 642, 643, 644, 645, 646, 647, 648, 649, 650, 651, 652, 653, 654, 655, 656, 657, 658, 659, 660, 661, 662, 663, 664, 665, 666, 667, 668, 669, 670, 671, 672, 673, 674, 675, 676, 677, 678, 679, 680, 681, 682, 683, 684, 685, 686, 687, 688, 689, 690, 691, 692, 693, 694, 695, 696, 697, 698, 699, 700, 701, 702, 703, 704, 705, 706, 707, 708, 709, 710, 711, 712, 713, 714, 715, 716, 717, 718, 719, 720, 721, 722, 723, 724, 725, 726, 727, 728, 729, 730, 731, 732, 733, 734, 735, 736, 737, 738, 739, 740, 741, 742, 743, 744, 745, 746, 747, 748, 749, 750, 751, 752, 753, 754, 755, 756, 757, 758, 759, 760, 761, 762, 763, 764, 765, 766, 767, 768, 769, 770, 771, 772, 773, 774, 775, 776, 777, 778, 779, 780, 781, 782, 783, 784, 785, 786, 787, 788, 789, 790, 791, 792, 793, 794, 795, 796, 797, 798, 799, 800, 801, 802, 803, 804, 805, 806, 807, 808, 809, 810, 811, 812, 813, 814, 815, 816, 817, 818, 819, 820, 821, 822, 823, 824, 825, 826, 827, 828, 829, 830, 831, 832, 833, 834, 835, 836, 837, 838, 839, 840, 841, 842, 843, 844, 845, 846, 847, 848, 849, 850, 851, 852, 853, 854, 855, 856, 857, 858, 859, 860, 861, 862, 863, 864, 865, 866, 867, 868, 869, 870, 871, 872, 873, 874, 875, 876, 877, 878, 879, 880, 881, 882, 883, 884, 885, 886, 887, 888, 889, 890, 891, 892, 893, 894, 895, 896, 897, 898, 899, 900, 901, 902, 903, 904, 905, 906, 907, 908, 909, 910, 911, 912, 913, 914, 915, 916, 917, 918, 919, 920, 921, 922, 923, 924, 925, 926, 927, 928, 929, 930, 931, 932, 933, 934, 935, 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 947, 948, 949, 950, 951, 952, 953, 954, 955, 956, 957, 958, 959, 960, 961, 962, 963, 964, 965, 966, 967, 968, 969, 970, 971, 972, 973, 974, 975, 976, 977, 978, 979, 980, 981, 982, 983, 984, 985, 986, 987, 988, 989, 990, 991, 992, 993, 994, 995, 996, 997, 998, 999, 1000

f. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure A'. Our report expresses no statistical opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 143(3)(d) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanation given to us:

(i) The Company did not have any pending litigations which may have an impact on the financial position of the Company in its standalone financial statements.

(ii) The Company did not have any long-term contracts (including derivative contracts) for which there are any material foreseeable losses.

(iii) The Company is not required to transfer any amount to the Investor Education and Protection Fund.

2. As required by the Companies (Auditor's Report) Order, 2020 (the Order) issued by the Central Government in terms of Section 143(1) of the Act, we give in 'Annexure B' a statement on the matters specified in Paragraphs 3 and 4 of the Order.

Place: Kolkata

Date: 07 May 2023



For M MODI & ASSOCIATES

Chartered Accountants

FRN: 319411E

PRATEEK MODI

Partner

(Membership No.: 301013)

UDIN: 23301018BHANTLD9708



Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1(d) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of **M/s. Swati Projects Limited** of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (d) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

We have audited the internal financial controls with reference to standalone financial statements of **M/s. SWATI PROJECTS LIMITED** (the Company) as of March 31, 2023, in conjunction with our audit of the standalone financial statements of the Company as at and for the financial year that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31 March, 2023, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note').

Managements and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibilities

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





Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

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

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

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





M MODI & ASSOCIATES
CHARTERED ACCOUNTANTS

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to standalone financial statements issued by the Institute of Chartered Accountants of India.

Place: Kolkata

Date: 30th May, 2023



For M MODI & ASSOCIATES
Chartered Accountants
ICAI-1100411

PRATEEK MODI
Partner

(Membership No. 301018)

UDIN: 23381018H1EANEU8781



Annexure B to the Independent Auditors' Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of **M/s. Swati Projects Limited** of even date)

With reference to the Annexure B referred to in the Independent Auditors' Report to the members of the Company on stated date, **Annexure B** statements for the year ended 31st March, 2023, we report the following:

- (i) In respect of the Company's fixed assets:
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. As informed, the fixed assets having marketable values are stated under retained earnings.
 - c. The Company does not own any immovable properties.
- (ii) The Company is in the business of providing non-banking financial services and does not have any **provisions**. Accordingly, reporting under Clause 3 (vi) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has given loans to five parties, covered in the register maintained under Section 189 of the Companies Act, 2013. The Outstanding balance of such loan was ₹ 1,67,51,051/-.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013, in respect of loans, investments, guarantees and security.
- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under Clause 3(vi) of the order is not applicable to the Company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - a. The Company has generally been regular in depositing undisputed statutory dues, including Income Tax and other material statutory dues applicable to it with the appropriate authorities.
 - b. There were no undisputed amounts payable in respect of Income Tax and other material statutory dues or arrears (if any) at March 31, 2023 for a period of more than six months from the date they became payable.





- v) According to the information and explanation given to us, Income Tax demand of Rs. 93,23,567 for Asses Years 1984-85 to 1987-88 is being disputed by the company and the Appeal is pending before the Commissioner of Income Tax (Appeal).
- viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessment under the Income Tax Act, 1961 as income during the year.
- ix) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payments of interest thereon to any lender.
- x) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- xi) In our opinion and according to the information and explanations given to us by the management, the Company has not taken or applied or given to any term loans.
- xii) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the Company.
- xiii) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, as defined in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31st March, 2023.
- xiv) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).
- xv) The Company has not taken any loan either from Banks or financial institutions or from the government and has not issued any debentures.
- xvi) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised monies by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provision of clause 3 (xvi) of the Charter are not applicable to the Company and hence not commented upon.
- xvii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not issued preferential allotment or private placement during the year. Accordingly, clause 3 (xvii) is not applicable.





- xxv) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud has been noticed or reported during the year.
- xxvi) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form MF-1 as prescribed under Rule 13 of Companies (Audit and Auditors) Rule, 2014 with the Central Government.
- xxvii) According to the information and explanations given to us, the managerial remuneration has been paid or provided in accordance with the requisite mandate by the provisions of Section 197 read with Schedule V of the Companies Act, 2013.
- xxviii) In our Opinion, the Company is not a Nidhi company. Therefore, the provision of clause 3 (xxix) of the Order are not applicable to the Company.
- xxix) In our opinion, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xxx) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xxxi) of the Order are not applicable to the Company and hence not commented upon.
- xxxi) The Company has been already registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- xxxii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- xxxiii) There is no any resignation as Statutory Auditors during the year. Accordingly, clause 3 (xxxiv) of the Order is not applicable.





M MODI & ASSOCIATES
Chartered Accountants

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

xxviii) In our opinion and according to the information and explanations given to us, the provisions of Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Corporate Social Responsibility (CSR) is not applicable to the Company.

Place: Kolkata

Date: 30th May, 2023



For M MODI & ASSOCIATES
Chartered Accountants
FNS-019111

PRATEEK MODI
Partner

Membership No. 10076/11

UIN: 2330101800EASL09708

SWATI PROJECTS LIMITED
STANDALONE BALANCE SHEET AS ON 31ST MARCH, 2023

(In hundred)

Particulars	Note No.	Figures as at the end of current reporting period (31.03.2023)	Figures as at the end of previous reporting period (31.03.2022)
ASSETS			
1. Financial Assets			
(a) Cash and cash equivalents	3	1,760.46	1,242.53
(b) Loans	4	11,67,536.54	11,10,811.20
(c) Investments	5	50,255.00	50,255.00
(g) Other Financial Assets	6	40,887.18	30,262.42
2. Non-Financial Assets			
TOTAL ASSETS			
		12,60,439.18	11,92,571.15
LIABILITIES AND EQUITY			
1. Financial Liabilities			
2. Non-Financial Liabilities			
(a) Current Tax Liabilities (Net)	7	22,016.46	18,040.78
(b) Deferred Tax Liabilities (Net)	8	13.27	13.27
(c) Other Non-Financial Liabilities	9	1,528.00	1,820.07
3. Equity			
(a) Equity Share Capital	10	10,10,000.00	10,10,000.00
(b) Other Equity	11	2,26,880.45	1,62,697.03
TOTAL LIABILITIES AND EQUITY			
		12,60,439.18	11,92,571.15

See accompanying notes to the financial statements.

In terms of our report of even date attached.

For M Modi & Associates
 Chartered Accountants
 PRN: 319141E


 (Prateek Modi)


Partner
 (Membership No.: 301018)
 UDIN: 23301018BHANLD9708

Place: Kolkata
 Date: 30th May, 2023



For and on behalf of

For Swati Projects Limited


 Managing Director
 Name: Shreegopal Daga
 DIN: 00397379

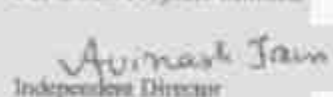
For Swati Projects Limited


 Director
 Name: Anurag Daga
 DIN: 05219623

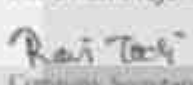
For Swati Projects Limited


 Independent Director
 Name: Bishu Kumar
 DIN: 08422654

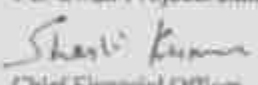
For Swati Projects Limited


 Independent Director
 Name: Avinash Jain
 DIN: 09629214

For Swati Projects Limited


 Company Secretary
 Name: Ravi Todi

For Swati Projects Limited


 Chief Financial Officer
 Name: Shashi Kumar



SWATI PROJECTS LIMITED

STANDALONE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

(in hundred)

Particulars	Note No.	Figures as at the end of current reporting period (31.03.2023)	Figures as at the end of previous reporting period (31.03.2022)
Revenue from Operations			
(i) Interest Income	12	1,06,736.97	92,992.19
(J) Total Revenue from Operations		1,06,736.97	92,992.19
(II) Other Income	13	647.50	-
(III) Total Income (I+II)		1,07,384.47	92,992.19
Expenses			
(i) Employee Benefits Expenses	14	11,505.05	9,707.81
(ii) Other expenses (as per schedule)	15	9,418.94	15,657.14
(IV) Total Expenses (IV)		20,924.00	25,364.95
(V) Profit / (Loss) before exceptional items and tax (II-IV)		86,460.47	67,627.24
(VI) Exceptional items		-	-
(VII) Profit / (Loss) before tax (V-VI)		86,460.47	67,627.24
(VIII) Tax Expenses			
Current Tax		22,018.45	18,040.79
Deferred Tax		-	-
		22,018.45	18,040.79
(IX) Profit / (Loss) for the period from continuing operations (VII-VIII)		64,442.02	49,586.45
(X) Profit / (Loss) from discontinued operations		-	-
(XI) Tax Expenses of discontinued operations		-	-
(XII) Profit / (Loss) from discontinued operations after tax (X-XI)		-	-
(XIII) Profit / (Loss) for the period (IX+XII)		64,442.02	49,586.45
(XIV) Other Comprehensive Income		-	-
(XV) Total Comprehensive Income for the period (XIII+XIV) (Comprising Profit / (Loss) and other Comprehensive Income for the period)		64,442.02	49,586.45
(XVI) Earnings per equity share (for continuing operations)			
Basic (Rs.)		0.64	0.49
Diluted (Rs.)		0.64	0.49
(XVII) Earnings per equity share (for discontinued operations)			
Basic (Rs.)		-	-
Diluted (Rs.)		-	-
(XVIII) Earnings per equity share (for continuing discontinued operations)			
Basic (Rs.)		0.64	0.49
Diluted (Rs.)		0.64	0.49

See accompanying notes to the financial statements.

For and on behalf of

In terms of our report of even date attached,
For M Modi & Associates
Chartered Accountants
FRC 319141E

Prateek Modi
(Prateek Modi)

Partner
(Membership No.: 301010)
UDIN: 23301018 EANNLD9708

For Swati Projects Limited

[Signature]
Managing Director
Name: Sitanshu Singh
UDIN: 30101774

For Swati Projects Limited

[Signature]
Independent Director
Name: Rishi Kapoor
UDIN: 04422614

For Swati Projects Limited

[Signature]
Company Secretary
Name: Karan Todi

For Swati Projects Limited

[Signature]
Director
Name: Anand Daga
UDIN: 01219611

For Swati Projects Limited

[Signature]
Independent Director
Name: Avinash Jain
UDIN: 08620114

For Swati Projects Limited

[Signature]
Chief Financial Officer
Name: Shashi Kumar



M/S. SWATI PROJECTS LIMITED

STANDALONE CASH FLOW STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

PARTICULARS	(In hundred)	
	As at 31.03.2023	As at 31.03.2022
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax & Extraordinary Items	86,180.88	87,817.21
<u>Adjustments For :-</u>		
Interest (Net)	(1,06,006.40)	(92,867.98)
Operating Profit before Working Capital Changes	(20,706.52)	(25,050.77)
<u>Adjustments For :-</u>		
Changes in other payables	(291.07)	900.07
Changes in Reserve & Surplus	-	-
Cash Generated from Operations	(20,997.59)	(24,150.70)
Less - Tax Paid/Adjustments	18,040.78	17,843.88
Net Cash from Operating Activities	(39,038.37)	(41,994.56)
B) CASH FLOW FROM INVESTING ACTIVITIES		
Long Term Loan Given	(56,725.34)	(2,20,446.97)
Long Term Borrowings	-	-
Other Financial Assets	(10,524.78)	(3.47)
Share Capital Increase	-	2,00,000.00
Share Premium	-	20,000.00
Investments in Shares	-	(50,000.00)
Dividend Received	1,07,184.47	62,882.16
Net Cash from Investing Activities	28,934.37	42,928.72
C) CASH FLOW FROM FINANCING ACTIVITIES		
Interest Paid	(278.07)	(314.18)
Net Cash from Financing Activities	(278.07)	(314.18)
Net Increase/Decrease in Cash & Cash Equivalents (A+B+C)	517.93	219.98
Cash & Cash Equivalents at the beginning of the year	1,242.53	1,022.55
Cash & Cash Equivalents at the end of the year	1,760.46	1,242.53
Cash & Cash Equivalents include:		
Cash in Hand	17.08	17.50
With Scheduled Banks in - Current Accounts	1,743.38	1,225.03
	1,760.46	1,242.53

In terms of our report of even date attached.

For M Modi & Associates
Chartered Accountants
FRN: 319141E

Prateek Modi

(Prateek Modi)

Partner

(Membership No.: 301018)

UDIN: 23301015 01ANLD9708



For and on behalf of

For Swati Projects Limited

[Signature]
Managing Director
Name: Manojpal Daga
DIN: 0317279

For Swati Projects Limited

[Signature]
Director
Name: Anand Daga
DIN: 0529653

For Swati Projects Limited

[Signature]
Independent Director
Name: Rishi Kapoor
DIN: 08422654

For Swati Projects Limited

[Signature]
Independent Director
Name: Avinash Jain
DIN: 09629214

For Swati Projects Limited

[Signature]
Company Secretary
Name: Ravi Todi

For Swati Projects Limited

[Signature]
Chief Financial Officer
Name: Manish Kumar

M/S. SWATI PROJECTS LIMITED

STANDALONE STATEMENT OF CHANGES IN EQUITY For the year ended on 31st March, 2023

A. Equity Share Capital

1. Current reporting period

(In hundred)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
10,10,000	-	-	-	10,10,000


2. Previous reporting period

(In hundred)


Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
5,06,250	-	-	5,03,750	10,10,000

For and on behalf of

For Swati Projects Limited


Managing Director
Name: Manojdeep Dasgupta
DIN: 03493879

For Swati Projects Limited


Independent Director
Name: Anil Kishor Kapoor
DIN: 08422654

For Swati Projects Limited


Chief Financial Officer
Name: Shashi Kumar

For Swati Projects Limited


Director
Name: Anurag Dasgupta
DIN: 05239671

For Swati Projects Limited


Independent Director
Name: Avinash Jain
DIN: 09629214



**M/S. SWATI PROJECTS LIMITED
KOLKATA**

**STANDALONE NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31ST MARCH, 2023**

1. COMPANY INFORMATION

Swati Projects Limited, incorporated in India, is a public limited company. The Company is a Non-Banking Financial Company ("NBFC") engaged in Investments in Shares & Securities and Inter-Corporate & Personal Loan. The Company is not a systematically important Company as defined in paragraph 2(1) (xix) of the Non-Banking Financial (Non-Deposits Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007. The Company has received a Certificate bearing no. B.05.02353 from Reserve Bank of India under section 45-IA of the Reserve Bank of India Act, 1934. The equity shares of the Company are listed on the Calcutta Stock Exchange ("CSE") and Metropolitan Stock Exchange ("MSEI") in India. The Company's registered office is at 168B, Jannanali Bajaj Street, Kolkata-700007, West Bengal, India.

List of Subsidiaries with percentage holding

Subsidiaries	Country of Incorporation	% of holding	
		31-03-2023	31-03-2022
Radhashree Roadsters Pvt. Ltd.	India	100	100

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES.

a. Statement of compliance and basis for preparation and presentation of financial statements

These financial statements of the Company have been prepared in accordance with the Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules 2015 as amended and notified under Section 133 of the Companies Act., 2013 ("the Act"), in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act. Any application guidance/clarifications/directions issued by RBI or other regulators are implemented as and when they are issued/applicable.



b. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR or Rs.')

 which is also the Company's functional currency. All amounts are rounded-off to the nearest hundred, unless otherwise indicated.

c. Revenue Recognition

Revenue from Interest on loans by the company is recognized on accrual basis.

d. Use of Estimates

The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the results of operations at the end of reporting period. These estimates are based upon management's best knowledge of current events and actions. The actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively.

e. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the Company are segregated. Cash flows in foreign currencies are accounted at the actual rates of exchange prevailing at the dates of the transactions.

f. Property, Plant & Equipments

Fixed assets having negligible values are stated under retained earnings.

g. Depreciation

As the assets were transferred to retained earnings, no depreciation was required to be provided.

h. Revenue Recognition

Income from investments & other sources are accounted on accrual basis.



i. Investments

Investments are stated at cost. All investments are long-term investments. The value of some of them has been eroded due to Market conditions for which no provision has been made in the book of account.

j. Contingent Liabilities

There are no so-called contingent liabilities.

k. Foreign Currency Transactions

Company has not made during the current financial year any foreign currency transactions.

- l. The Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for Income Tax for the year ended 31st March, 2023.

3. Cash & cash equivalents:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Cash-in-hand	17.08	17.50
b.	Balance with Schedule Banks in Current Account	1,743.38	1,225.03
	TOTAL	1,760.46	1,242.53



4. Loan:

Current Year 31.03.2023

Sl. No.	Particulars	Amortised cost	At Fair Value			Subtotal	Total
			Through Other Comprehensive Income	Through Profit or Loss	Designated at fair value through profit or loss		
		(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
I.	Loans - Unsecured, considered goods:						
a.	Daga Co. (Partnership Firm)	9,84,589.41	-	-	-	-	9,84,58,941
b.	Vinal Investments Limited	7,335.77	-	-	-	-	7,33,577
c.	Piyush Securities Pvt. Ltd.	34,912.97	-	-	-	-	34,91,297
d.	Radhashree Apartments Pvt. Ltd.	1,04,036.75	-	-	-	-	1,04,03,675
e.	Radhashree Homes Pvt. Ltd.	36,661.64	-	-	-	-	36,66,164
	TOTAL	11,67,536.54	-	-	-	-	11,67,536.54



Previous Year 31.03.2022

Sl. No.	Particulars	Amortised cost	At Fair Value			Subtotal	Total
			Through Other Comprehensive Income	Through Profit or Loss	Designated at fair value through profit or loss		
		(7)	(8)	(9)	(10)	(11=8+9+10)	(12=7+11)
I.	Loans – Unsecured, considered goods:						
a.	Daga Co. (Partnership Firm)	9,37,181.67	-	-	-	-	9,37,181.67
b.	Vinal Investments Limited	8,280.87	-	-	-	-	8,280.87
c.	Piyush Securities Pvt. Ltd.	34,912.97	-	-	-	-	34,912.97
d.	Radhashree Apartments Pvt. Ltd.	96,447.05	-	-	-	-	96,447.05
e.	Radhashree Homes Pvt. Ltd.	33,988.64	-	-	-	-	33,988.64
	TOTAL	11,10,811.20	-	-	-	-	11,10,811.20



5. Investments:

Sl No.	Current 31.03.2023	Year	Amortised cost	At Fair Value			Subtotal	Others	Total
				Throug h Other Comp reher sice Inco me	Throug h Profit or Loss	Desig nated at fair value throug h profit or loss			
	Particulars								
1.	<u>Equity Instruments:</u>								
a.	Quoted:								
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)		22.00	-	-	-	-	-	22.00
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)		15.00	-	-	-	-	-	15.00
	Unquoted:								
	1,000 Equity Shares of M/s. Bihar Sponge Iron Limited (Face Value Rs. 10)		218.00	-	-	-	-	-	218.00
	52,500 Equity Shares of M/s. Radhashree Roadsters Pvt. Ltd. - Subsidiary Co. (Face Value Rs. 10)		5,250.00	-	-	-	-	-	5,250.00
	4,47,500 Equity Shares (Right Issue) of M/s. Radhashree Roadsters Pvt. Ltd. - Subsidiary Co. (Face Value Rs. 10)		44,750.00	-	-	-	-	-	44,750.00
	TOTAL		50,255.00	-	-	-	-	-	50,255.00



Sl. No.	Previous Year 31.03.2022	Amortised cost	At Fair Value			Subtotal	Others	Total
			Through Other Comprehensive Income	Through Profit or Loss	Designated at fair value through profit or loss			
Particulars								
I. Equity Instruments:								
a. Quoted:								
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)	22.00	-	-	-	-	-	22.00
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)	15.00	-	-	-	-	-	15.00
Unquoted:								
	1,000 Equity Shares of M/s. Bihar Sponge Iron Limited (Face Value Rs. 10)	218.00	-	-	-	-	-	218.00
	52,500 Equity Shares of M/s. Radhashree Roadsters Pvt. Ltd. - Subsidiary Co. (Face Value Rs. 10)	5,250.00	-	-	-	-	-	5,250.00
	4,47,500 Equity Shares (Right Issue) of M/s. Radhashree Roadsters Pvt. Ltd. - Subsidiary Co. (Face Value Rs. 10)	44,750.00	-	-	-	-	-	44,750.00
TOTAL		50,255.00	-	-	-	-	-	50,255.00



6. Other Financial Assets:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	<u>Others: Unsecured, Considered Good</u>		
a.	Income Tax	80.49	8,049
b.	Income Tax Deducted at Sources	16,885.88	15,510.40
c.	Advance Income Tax	11,200.00	8,600.00
d.	Income Tax Refund	-	5,421.53
e.	Deposits	10.00	1,000
f.	Advance Against Travelling	50.00	5,000
g.	Core Sysytem	67.31	-
h.	Income Tax Appeal	12,000.00	-
i.	The Calcutta Stock Exchange Limited	590.00	590.00
j.	CS Shruti Agarwal	3.50	-
	TOTAL	40,887.18	30,262.42

7. Current Tax Liabilities:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Provision for Taxation	22,016.46	18,040.78
	TOTAL	22,016.46	18,040.78

8. Deferred Tax Liabilities:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Deferred Tax Liabilities	13.27	13.27
	TOTAL	13.27	13.27

9. Other Non-Financial Liabilities:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Audit Fess Payable	250.00	250.00
b.	Ashwani Gupta & Co.	100.00	100.00
c.	Bonus Payable	120.00	120.00
d.	Legal & Professional Fees Payable	1,000.00	800.00
e.	P. D. Randar & Co.	-	550.00
f.	TDS Payable	-	0.07
g.	Niche Technologies Pvt. Ltd.	59.00	-
	TOTAL	1,529.00	1,820.07



10. (i) Equity Share Capital:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	AUTHORIZED CAPITAL		
	55,00,000 Equity Shares of Rs. 10/- each	5,50,000.00	5,50,000.00
	50,00,000 Equity Shares of Rs. 10/- each	5,00,000.00	5,00,000.00
	TOTAL	10,50,000.00	10,50,000.00
2.	ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
	33,75,000 Equity Shares of Rs. 10/- each, Fully Paid-up	3,37,500.00	3,37,500.00
	16,87,500 Bonus Equity Shares of Rs. 10/- each, Fully Paid-up	1,68,750.00	1,68,750.00
	30,37,500 Bonus Equity Shares of Rs. 10/- each, Fully Paid-up	3,03,750.00	3,03,750.00
	20,00,000 (Preferential Issue) Equity Shares of Rs. 10/- each, Fully Paid-up	2,00,000.00	2,00,000.00
	TOTAL	10,10,00,0.00	10,10,00,0.00

(ii) Terms / Rights attached with Equity Shares:

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Shares is entitled to one vote per share.

(iii) Reconciliation of Equity Shares (Issued, Subscribed & Paid-up):

Particulars	As at 31-03-2023		As at 31-03-2022	
	(Units in Nos.)	(Amount in Rs.)	(Units in Nos.)	(Amount in Rs.)
Number of shares outstanding as at the beginning of the financial year (April 01)	1,01,00,000	10,10,00,000	50,62,500	5,06,25,000
Add: Increase in number of shares during the year				
- Bonus Share Issues	-	-	30,37,500	3,03,75,000



- Preferential Issue	-	-	20,00,000	2,00,00,000
Less: Reduction in number of shares during the year				
- Redemption of shares	-	-	-	-
Number of shares outstanding as at the end of financial year (March 31) or period ended	1,01,00,000	10,10,00,000	1,01,00,000	10,10,00,000

(iv) The details of Shareholders holding more than 5% Shares:

Particulars	As at 31-03-2023		As at 31-03-2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Promoter's Holding				
Sudha Daga	9,40,200	9.31%	9,40,200	9.31%
Vatsala Daga	5,82,720	5.77%	5,82,720	5.77%
Non-Promoter's Holding				
Anurodh Infrastructure Pvt. Ltd.	6,00,000	5.94%	6,00,000	5.94%
Bumpur Power Private Limited	6,00,000	5.94%	6,00,000	5.94%
Wonderland Paper Suppliers Private Limited	6,00,000	5.94%	6,00,000	5.94%
Radhusree Finance Limited	15,00,000	14.85%	15,00,000	14.85%

(v) The Company has not issued Bonus Shares and Preferential Issues during the period. The Company has not bought back shares during the period of five years immediately preceding the reporting date.

(vi) Shareholding of Promoters:

Shares held by promoters at the end of the year				% Change during the year
S. No.	Promoter Name	No. of Shares	% of total shares	
1.	Shreegopal Daga	64,200	0.63	-
2.	Anurag Daga	3,600	0.04	-
3.	Sudha Daga	9,40,200	9.31	-
4.	Vatsala Daga	5,82,720	5.77	-
5.	Shreegopal Daga HUF	81,480	0.81	-
6.	Vinal Investments Limited	2,37,120	2.35	-
7.	Ganpati Stocks Private Limited	5,00,000	4.95	-
	Total	24,09,320	23.86	-



11. Other Equity:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Profit & Loss Account		
	Opening Balance	67,709.34	94,298.20
	Add: Profit for the year	64,183.42	49,576.43
	Less: Transfer to Statutory Reserve	12,836.69	9,915.29
	Less: Bonus Shares Issue (5:3)	-	66,250.00
	Less: Written off Non-current Investments	-	-
	Closing Balance	1,19,056.07	67,709.34
2.	Statutory Reserve	87,824.38	74,987.69
3.	Share Premium		
	Opening Balance	20,000.00	2,37,500.00
	Less: Bonus Shares Issue (5:3)	-	2,37,500.00
	Add: Preferential Issues	-	20,000.00
	Closing Balance	20,000.00	20,000.00
	TOTAL	2,26,880.45	1,62,697.03

12. Interest Income:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Interest on Loans	1,06,736.97	92,982.16
	TOTAL	1,06,736.97	92,982.16

13. Other Income:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Interest on Income Tax Refund	447.50	-
	TOTAL	447.50	-



14. Employee Benefits Expenses:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
	MD & Key-Managerial Personnel		
	Salary	11,446.05	9,587.81
	Bonus	120.00	120.00
	TOTAL	11,566.05	9,707.81

15. Other Expenses:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Audit Fees	295.00	250.00
2.	Advertisement Expenses	567.00	406.35
3.	Bank Charges	13.71	26.27
4.	Conveyance	1.00	-
5.	Printing & Stationery	1,336.69	1,123.43
6.	Courier, Postage & Stamp	556.50	1,180.87
7.	Professional Tax	25.00	25.00
8.	Listing Fees	1,209.50	4,130.00
9.	Office Expenses	125.64	41.81
10.	Filing Fees	219.00	3,988.12
11.	Legal & Professional Fees	1,567.73	1,619.40
12.	Late Fees	40.60	-
13.	Processing Fees	-	643.10
14.	Registrar Fees	142.78	141.60
15.	Depository Charges	1,416.07	1,522.20
16.	Interest Paid (Self Asst. Tax)	278.07	314.18
17.	Annual Maintenance Charges	74.29	67.11
18.	Membership & Subscription	354.00	177.70
19.	Income Tax Appeal Fees	10.00	-
20.	Office Rent Paid	60.00	-
21.	ROC Penalty	1,000.00	-
22.	Telephone & Mobile Expenses	41.46	-
23.	Trade License	84.50	-
	TOTAL	9,418.54	15,657.14



16. Payment to Auditors (Including Interim Audit Fees):

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Statutory Audit Fees	250.00	250.00
2.	Secretarial Audit Fees	100.00	100.00
3.	Internal Audit Fees	100.00	100.00

17. Related Party Disclosures:

A. a) Name of the related party and nature of relationship where Control exists.

Sl. No.	Name of Related Parties	Description of Relationships
1.	Shri Shreegopal Daga	Managing Director (KMP), Promoter
2.	Shri Shashi Kumar	Key Managerial Personnel (CFO)
3.	Shri Ravi Todi	Key Managerial Personnel (Company Secretary)
4.	Vinal Investments Limited in which MD(KMP) hold 98.57% Shares	Company in which KMP / Relatives of KMP can exercise significant influence
5.	Shri Anurag Daga (Son of Shri Shreegopal Daga & Promoter)	Relatives of KMP and Director
6.	Smt. Vatsala Daga (Daughter-in-law of Shreegopal Daga & Promoter)	Relatives of KMP and Director

b) Radhashree Roadsters Private Limited Subsidiary Company

B. The following transactions were carried out during the period with the related parties in ordinary course of business.

	Controlling Persons	Subsidiary Co.	Other related Parties
1) Loan Given	-	-	9,91,92,5.18
2) Loan Accepted	-	-	Nil
Loan Repaid	-	-	Nil
3) Interest paid	-	-	Nil
4) Interest received	-	-	92,27,3.96
from:-			
1) Daga Co.			
2) Vinal Investments Ltd.			



	(ii) Stock on hire including hire charges under sundry debtors: (a) Assets on hire (b) Repossessed Assets	NIL NIL

(5) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:			
Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	NIL	NIL	NIL
(b) Companies in the same group	NIL	734	734
(c) Other related parties	NIL	98459	98459
2. Other than related parties	NIL	17561	17561
Total	NIL	116754	116754

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)			
Category	Market Value / Break up or fair value or NAV		Book Value (Net of Provisions)
1. Related Parties			
(a) Subsidiaries	NIL		NIL
(b) Companies in the same group	NIL		NIL
(c) Other related parties	NIL		NIL
2. Other than related parties	5024		5026
Total	5024		5026

(7) Other information

	Particulars	Amount
(i)	Gross Non-Banking Assets	NIL
	(a) Related parties	NIL
	(b) Other than related parties	NIL
(ii)	Net Non-Performing Assets	NIL
	(a) Related parties	NIL
	(b) Other than related parties	NIL
(iii)	Assets acquired in satisfaction of debt	NIL

*Investments in those unquoted companies (Balance sheet as at 31st March, 2023 has not been received) have been shown at their book values.



18. Details of Benami Property held

The Company does not hold any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

19. Willful Defaulter

The Company had never been decoded defaulter by any bank or financial Institution or other lender or any of the Regulators.

20. Relationship with Stuck off Companies

The Company has not any relationship with Stuck off Companies.

21. Registration of charges or satisfaction with Registrar of Companies (ROC)

There is no any charges or satisfaction yet to be registered with ROC beyond the statutory period.

22. Compliance with number of layer of companies

The Company has complied with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. The Company have 1 (one) Subsidiary i.e., Railhashree Roadsters Private Limited.

23. Utilization of Share Premium

The Company has not utilized Share Premium amounting Rs. 20,00,000.00 during the year.

24. Borrowings from Banks or Financial Institutions

There are no borrowings from Banks or Financial Institutions during the year.

25. Corporate Social Responsibility (CSR)

The Company has not covered under section 135 of the Companies Act. The CSR is not applicable to the Company.

26. Undisclosed Income

The company do not have any unrecorded transaction in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961.



27. Ratio

- a. Capital to Risk Weighted Assets = 1.01
- b. Tier I CRAR = 1.01
- c. Tier II CRAR = 0
- d. Liquidity Coverage Ratio = 0

28. Earnings per Share AS - 20

No. of Equity Shares	1,01,00,000
Nominal value per Equity Share (Rs.)	10
Earnings after Taxes (in Rs.)	64,18,342
EPS (Rs.)	0.64

29. Figures for the previous year have been regrouped - arranged wherever necessary.

In terms of our report of even date attached.

For M Modi & Associates

Chartered Accountants

PRN: 319141E


(Pratik Modi)

Partner

(Membership No. 301018)

UDIN: 23501019 KANLD 9708

Place: Kolkata

Date: 30th May, 2023



For and on behalf of
For Swati Projects Limited


Managing Director

Name: Shreegopal Daga

DIN: 00397379

For Swati Projects Limited


Director

Name: Anurag Daga

DIN: 05239623

For Swati Projects Limited


Independent Director

Name: Rishi Kapoor

DIN: 08422654

For Swati Projects Limited


Independent Director

Name: Avinash Jain

DIN: 09629214





Independent Auditors' Report

To,

The Members of M/s Swast Projects Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of M/s Swast Projects Limited (the Company) and its Subsidiaries (the Company and its subsidiaries together referred to as the "Group") which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Change in Equity and Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Statement include the results of the following entities:

Sr. No.	Name of Entity	Relationship with the Holding Company
1	Radhasree Residex Private Limited	Subsidiary

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, the profit and other comprehensive income, changes in equity and cash flows for the year ended on that date.

Basis for Opinion

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





Key Audit Matters

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

Description of Key Audit Matter

Evaluation of tax positions

The key audit matter

The Group operations in India are subject to periodic challenges by local tax authorities on a range of tax matters arising in the normal course of business including direct tax and transfer pricing matters.

Estimating the income tax expenses also requires the Group to determine the probability of tax authorities accepting a particular tax treatment for potential tax exposures. These involve significant judgement by the Group to determine the possible outcome of the tax litigations and potential tax exposures, consequently having an impact on related accounting and disclosures in the consolidated financial statements.

How the matter was addressed in our audit

Our audit procedures on taxation include the following:

- Obtained an understanding of key tax litigations and potential tax exposures.
- Evaluated the design, implementation and operating effectiveness of the internal controls relating to the Group's assessment of the possible outcome of tax litigations, potential tax exposures and related disclosures in the consolidated financial statements.
- The audit team, along with our internal tax experts
 - Realised and analysed select key litigations and consultations carried out by the Group including with external tax experts for key tax litigations and potential tax exposures.
 - Inquired with the Group and external tax experts to evaluate key assumptions and grounds of appeal considered by the Group in estimating the current tax balances.
 - Evaluated the status of the recent tax assessments, inquiries, results of previous tax assessments, legal precedents, judicial rulings and changes in tax environment. This is performed to assess and challenge the Group estimate of the possible outcome of key tax litigations and potential tax exposures.
 - Assessed and tested the adequacy and accuracy of the presentation and disclosures in the consolidated financial statements.





Other Information

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

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

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

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

Managements and Board of Directors' Responsibilities for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, management and Board of Directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Group financial reporting process.





Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

- ⇒ Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ⇒ Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(v) of the Act, we are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls.
- ⇒ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ⇒ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exist related to events or conditions that may cast significant doubt on the Group ability to continue as a going concern. If we conclude that a material uncertainty exists, we have required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- ⇒ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.





Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, raises a possibility that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work, and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, we report that
 - a. We have sought and obtained all the information and explanations which to the best of knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books.
 - c. The Consolidated Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes of Equity and the Consolidated Cash Flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors of the Group as on March 31, 2023, taken over and held by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164(2) of the Act.





Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of **M/s. Swati Projects Limited** of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause 11 of sub-section 3 of Section 143 of the Companies Act, 2013 (the Act)

We have audited the internal financial controls with reference to consolidated financial statements of **M/s. SWATI PROJECTS LIMITED** (the Company) as of March 31, 2023 in conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls were operating effectively at 31 March, 2023, based on the internal financial controls with reference to consolidated financial statements criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Managements and Board of Directors' Responsibilities for Internal Financial Controls

The Group management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the criteria established by the Group considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Group internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. These Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were established and maintained and whether such controls operated effectively in all material respects.





Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Consolidated Financial Statements

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

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

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





M. MODI & ASSOCIATES
CHARTERED ACCOUNTANTS

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Group has, in all material respects, an adequate internal financial controls system with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2023, based on the internal control with reference to consolidated financial statements criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to consolidated financial statements issued by the Institute of Chartered Accountants of India.

Place: Kolkata

Date: 30th May, 2023



For M. MODI & ASSOCIATES
Chartered Accountants
FBN: 11914E

(PRATEEK MODI)
Partner

Membership No.: 181911
UDIN: 2330101801CA51219708

SWATI PROJECTS LIMITED
CONSOLIDATED BALANCE SHEET AS ON 31ST MARCH, 2023

(In hundred)

Particulars	Note No.	Figures as at the end of current reporting period (31.03.2023)	Figures as at the end of previous reporting period (31.03.2022)
ASSETS			
1. Financial Assets			
(a) Cash and cash equivalents	3	10,325.44	3,558.56
(b) Loans	4	11,88,280.54	11,10,811.20
(c) Investments	5	1,867.81	255.00
(d) Trade Receivable	6	358.54	-
(g) Other Financial Assets	7	43,852.38	32,435.03
2. Non-Financial Assets			
(a) Property, Plant and Equipment	8	18,778.62	11,708.92
(b) Deferred Tax Assets	9	1,467.83	-
TOTAL ASSETS		12,44,765.26	11,58,868.71
LIABILITIES AND EQUITY			
1. Financial Liabilities			
2. Non-Financial Liabilities			
(a) Current Tax Liabilities (Net)	10	22,018.46	18,040.78
(b) Deferred Tax Liabilities (Net)	11	13.27	13.27
(c) Other Non-Financial Liabilities	12	13,206.20	17,255.58
3. Equity			
(a) Equity Share Capital	13	10,10,000.00	10,10,000.00
(b) Other Equity	14	1,99,530.03	1,13,547.06
TOTAL LIABILITIES AND EQUITY		12,44,765.26	11,58,868.71

See accompanying notes to the financial statements.

In terms of our report of even date attached.

For M Modi & Associates
 Chartered Accountants
 FPN: 319141E

(Signature)

(Prateek Modi)
 Partner
 (Membership No.: 30101B)
 UDIN: 25301018BHNLD9708

Place: Kolkata
 Date: 30th May, 2023



For and on behalf of

For Swati Projects Limited

(Signature)

Managing Director
 Name: Shreyansh Daga
 DIN: 06397379

For Swati Projects Limited

(Signature)
 Independent Director
 Name: Rishi Kapoor
 DIN: 08422654

For Swati Projects Limited

(Signature)
 Company Secretary
 Name: Ravi Jodhi

For Swati Projects Limited

(Signature)

Director
 Name: Anirag Daga
 DIN: 05239623

For Swati Projects Limited

(Signature)
 Independent Director
 Name: Avitash Jain
 DIN: 09629214

For Swati Projects Limited

(Signature)
 Chief Financial Officer
 Name: Shashi Kumar



SWATI PROJECTS LIMITED

CONSOLIDATED STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2023

(In Rupees)

Particulars	Note No.	Figures as at the end of current reporting period (31.03.2023)	Figures as at the end of previous reporting period (31.03.2022)
Revenue from Operations			
(i) Interest Income	15	1,06,736.87	82,902.18
(ii) Sale of Services	16	41,821.80	10,648.47
(I) Total Revenue from Operations		1,48,558.67	1,07,550.65
(II) Other Income	17	826.14	8.88
(III) Total Income (I+II)		1,49,384.81	1,07,559.53
Expenses			
(A) Employee Benefits Expenses	18	16,818.05	12,708.91
(B) Depreciation, amortisation and impairment		4,870.58	2,408.06
(C) Other expenses (as specified)	19	20,982.78	23,290.25
(IV) Total Expenses (IV)		42,671.41	38,407.22
(V) Profit / (Loss) before exceptional items and tax (III-V)		1,06,713.40	64,234.40
(VI) Exceptional items		-	-
(VII) Profit / (Loss) before tax (V+VI)		1,06,713.40	64,234.40
Tax Expenses			
Current Tax		22,014.40	18,044.78
Short provision made earlier year		2.46	-
Deferred Tax Assets		1,487.83	-
(IX) Profit / (Loss) for the period from continuing operations (VII-IX)		83,199.57	46,189.62
(X) Profit / (Loss) from discontinued operations		-	-
(XI) Tax Expenses of discontinued operations		-	-
(XII) Profit / (Loss) from discontinued operations after tax (X-XI)		-	-
(XIII) Profit / (Loss) for the period (IX+XII)		83,199.57	46,189.62
(XIV) Other Comprehensive Income			
(XV) Total Comprehensive Income for the period (XIII+XIV) (Combining Profit / (Loss) and other Comprehensive Income for the period)		83,199.57	46,189.62
(XVI) Earnings per equity share (for continuing operations)			
Basic (Rs.)		0.85	0.46
Diluted (Rs.)		0.85	0.46
(XVII) Earnings per equity share (for discontinued operations)			
Basic (Rs.)		-	-
Diluted (Rs.)		-	-
(XVIII) Earnings per equity share (for continuing discontinued operations)			
Basic (Rs.)		0.85	0.46
Diluted (Rs.)		0.85	0.46

See accompanying notes to the financial statements.

In terms of our report of even date attached

For M Modi & Associates
Chartered Accountants
FRN: 319141E

(Pratik Modi)
Partner

Member since No. 307318
UDIN: 25224212 87ANLD 8708

Place: Kolkata
Date: 30th May, 2023



For and on behalf of

For Swati Projects Limited

(Signature)
Managing Director
Name: Manojdeep Das
DIN: 0039709

For Swati Projects Limited

(Signature)
Independent Director
Name: Shri Kalyan
DIN: 0812831

For Swati Projects Limited

(Signature)
Company Secretary
Name: Basu Tejal

For Swati Projects Limited

(Signature)
Director
Name: Anurag Dasg
DIN: 0519821

For Swati Projects Limited

(Signature)
Independent Director
Name: Sumanjit Das
DIN: 0862034

For Swati Projects Limited

(Signature)
Chief Financial Officer
Name: Shakti Kumar

M/S. SWATI PROJECTS LIMITED

CONSOLIDATED CASH FLOW STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023

PARTICULARS	(In Rupees)	
	As at 31.03.2023	As at 31.03.2022
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax & Extraordinary Items	1,06,554.55	54,234.45
Adjustments For :-		
Interest (Net)	(1,06,908.40)	(92,667.98)
Depreciation	4,970.58	3,406.06
Operating Profit before Working Capital Changes	4,488.73	(28,027.46)
Adjustments For :-		
Changes in other payables	(4,049.38)	16,335.98
Changes in Reserve & Surplus	(4,873.56)	617.33
Changes in Trade Receivable	(386.54)	-
Cash Generated from Operations	(4,810.74)	(8,074.66)
Less - Tax Paid/Adjustments	18,040.78	17,843.86
Net Cash from Operating Activities	(22,851.52)	(25,918.42)
B) CASH FLOW FROM INVESTING ACTIVITIES		
Long Term Loan Given	(57,475.34)	(2,20,449.97)
Long Term Borrowings	-	-
Other Financial Assets	(11,417.35)	(2,176.00)
Share Capital Increase	-	2,00,000.00
Share Premium	-	20,000.00
Investment in Shares & Gold	(1,412.61)	(50,000.00)
Property plant and Equipment	(8,981.70)	(11,796.82)
Interest Received	1,07,184.47	92,982.16
Net Cash from Investing Activities	28,289.42	28,589.19
C) CASH FLOW FROM FINANCING ACTIVITIES		
Interest Paid	(278.07)	(314.18)
Net Cash from Financing Activities	(278.07)	(314.18)
Net Increase/Decrease in Cash & Cash Equivalents (A+B+C)	6,767.83	2,320.59
Cash & Cash Equivalents at the beginning of the year	2,556.56	1,231.97
Cash & Cash Equivalents at the end of the year	19,324.39	3,552.56
Cash & Cash Equivalents include:		
Cash in Hand	6,019.21	1,781.46
With Scheduled Banks in - Current Accounts	4,307.23	1,771.10
	19,326.44	3,552.56

In terms of our report of even date attached.

For M Modi & Associates
Chartered Accountants.
FIRN: 319141E

(Pratik Modi)
Partner
(Membership No.: 301018)
UDIN: 23301018 BHANU D 9708

Place: Kolkata
Date: 29th May, 2023



For and on behalf of

For Swati Projects Limited

Managing Director
Name: Shreyansh Daga
DIN: 1407779

For Swati Projects Limited

Independent Director
Name: Jisha Kapoor
DIN: 0842354

For Swati Projects Limited

Company Secretary
Name: Ravi Todi

For Swati Projects Limited

Director
Name: Anirudh Daga
DIN: 05239521

For Swati Projects Limited

Independent Director
Name: Avinash Jain
DIN: 09829214

For Swati Projects Limited

Chair Financial Officer
Name: Shashi Kumar

M/S. SWATI PROJECTS LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the year ended on 31st March, 2023

A. Equity Share Capital

1. Current reporting period

(In hundred)

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
10,10,000	-	-	-	10,10,000


2. Previous reporting period

(In hundred)


Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
5,06,750	-	-	5,03,750	10,10,000

For and on behalf of


For Swati Projects Limited


 Managing Director
 Name: Manojpal Daga
 DIN: 0397379

For Swati Projects Limited


 Independent Director
 Name: Rishi Kapoor
 DIN: 08423654

For Swati Projects Limited


 Chief Financial Officer
 Name: Shashi Kumar

For Swati Projects Limited


 Director
 Name: Anand Daga
 DIN: 05239623

For Swati Projects Limited


 Independent Director
 Name: Avinash Jain
 DIN: 09639214



B. Other Events

1. Current reporting period

(in thousands)

	Equity		Debt		Other Items (with respect to Treasury Stock (amount) and Reserve)	Total	Equity	Debt	Other	Total	Other	Total
	Common	Preferred	Subordinated	Senior								
Balance at the beginning of the reporting period	18,252.34	-	14,811.14	18,252.34	-	1,13,947.38	-	-	-	-	-	-
Issuance of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	18,252.34	-	14,811.14	18,252.34	-	1,13,947.38	-	-	-	-	-	-
Balance at the beginning of the reporting period	85,482.37	-	-	85,482.37	-	88,362.37	-	-	-	-	-	-
Issuance of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	85,482.37	-	-	85,482.37	-	88,362.37	-	-	-	-	-	-
Balance at the beginning of the reporting period	13,438.86	-	-	13,438.86	-	13,438.86	-	-	-	-	-	-
Issuance of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	13,438.86	-	-	13,438.86	-	13,438.86	-	-	-	-	-	-
Balance at the beginning of the reporting period	878.25	-	-	878.25	-	878.25	-	-	-	-	-	-
Issuance of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	878.25	-	-	878.25	-	878.25	-	-	-	-	-	-
Balance at the beginning of the reporting period	87,703.82	-	21,002.76	87,703.82	-	1,18,706.58	-	-	-	-	-	-
Issuance of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Repurchase of common stock	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	87,703.82	-	21,002.76	87,703.82	-	1,18,706.58	-	-	-	-	-	-

For Single Projects Limited
 Managing Director
 Name: Shriprakash Singh
 DIN: 0011719

For Debt Projects Limited
 Managing Director
 Name: Shriprakash Singh
 DIN: 0011719

For Debt Projects Limited
 Managing Director
 Name: Shriprakash Singh
 DIN: 0011719

For Debt Projects Limited
 Managing Director
 Name: Shriprakash Singh
 DIN: 0011719

For Debt Projects Limited
 Managing Director
 Name: Shriprakash Singh
 DIN: 0011719



3. Previous investment record

Date	Description of investment	Market & Symbol		Total investment in foreign currencies	Type of investment	Effective date of investment	Rate of return	Exchange rate	Other details	Notes	Total
		Market	Symbol								
2008/08/01	Investment in shares of ABC Company	ABC	1000000	1000000	Equity	2008/08/01	10%	1:1	None	Initial investment	1000000
2009/03/15	Investment in shares of XYZ Company	XYZ	500000	500000	Equity	2009/03/15	5%	1:1	None	Second investment	1500000
2010/01/01	Investment in bonds of ABC Company	ABC	2000000	2000000	Debt	2010/01/01	3%	1:1	None	Third investment	3500000
2011/06/01	Investment in shares of DEF Company	DEF	1500000	1500000	Equity	2011/06/01	8%	1:1	None	Fourth investment	5000000
2012/09/01	Investment in shares of GHI Company	GHI	1000000	1000000	Equity	2012/09/01	12%	1:1	None	Fifth investment	6000000
2013/12/31	Total			6000000							6000000

For Trade Promote Limited
 [Signature]
 Director/Manager
 Trade Promote Limited
 100, Market Street
 Singapore 048933

For Trade Promote Limited
 [Signature]
 Director/Manager
 Trade Promote Limited
 100, Market Street
 Singapore 048933

For Trade Promote Limited
 [Signature]
 Director/Manager
 Trade Promote Limited
 100, Market Street
 Singapore 048933

For Trade Promote Limited
 [Signature]
 Director/Manager
 Trade Promote Limited
 100, Market Street
 Singapore 048933

For Trade Promote Limited
 [Signature]
 Director/Manager
 Trade Promote Limited
 100, Market Street
 Singapore 048933



M/S. SWATI PROJECTS LIMITED

KOLKATA

CONSOLIDATED NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2023

1. COMPANY INFORMATION

Swati Projects Limited, incorporated in India, is a public limited company. The Company is a Non-Banking Financial Company ('NBFC') engaged in Investments in Shares & Securities and Inter-Corporate & Personal Loan. The Company is not a systematically important Company as defined in paragraph 2(1) (ix) of the Non-Banking Financial (Non-Deposits Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007. The Company has received a Certificate bearing no. B.05.02353 from Reserve Bank of India under section 45-IA of the Reserve Bank of India Act, 1934. The equity shares of the Company are listed on the Calcutta Stock Exchange ('CSE') and Metropolitan Stock Exchange ('MSEI) in India. The Company's registered office is at 168B, Jamunlal Bajaj Street, Kolkata-700007, West Bengal, India.

List of Subsidiaries with percentage holding

Subsidiaries	Country of Incorporation	% of holding	
		31-03-2023	31-03-2022
Radhashree Roadsters Pvt. Ltd.	India	100	100

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES.

a. Statement of compliance and basis for preparation and presentation of Consolidated financial statements

These consolidated financial statements of the Group have been prepared in accordance with the Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules 2015 as amended and notified under Section 133 of the Companies Act., 2013 ("the Act"), in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act. Any application guidance/clarifications/directions issued by RBI or other regulators are implemented as and when they are issued/applicable.

b. Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees ('INR or Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest hundred, unless otherwise indicated.



c. Revenue Recognition

Refer the policy on revenue recognition for discussion on judgements and estimates on revenue.

d. Use of Estimates

The preparation of consolidated financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the results of operations at the end of reporting period. These estimates are based upon management's best knowledge of current events and actions. The actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively.

e. Cash Flow Statement

Consolidated Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the Company are segregated. Cash flows in foreign currencies are accounted at the actual rates of exchange prevailing at the dates of the transactions.

f. Property, Plant & Equipments

The respective Management reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expenses in future periods.

g. Depreciation

Depreciation provides as per Companies Act, 2013

h. Revenue Recognition

Income from investments & other sources are accounted on accrual basis.



i. Investments

Investments are stated at cost. All investments are long-term investments. The value of some of them has been eroded due to Market conditions for which no provision has been made in the book of account.

j. Contingent Liabilities

There are no so-called contingent liabilities.

k. Foreign Currency Transactions

The Group has not made during the current financial year any foreign currency transactions.

- l. The Holding Company has elected to exercise the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly, the Company has recognized provision for Income Tax for the year ended 31st March, 2023

3. Cash & cash equivalents:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Cash-in-hand	6,019.21	1,781.46
b.	Balance with Schedule Banks in Current Account	4,307.23	1,777.10
	TOTAL	10,326.44	3,558.56



4. Loans:

Current Year 31.03.2023

Sl. No.	Particulars	Amortised cost	At Fair Value			Subtotal	Total
			Through Other Comprehensive Income	Through Profit or Loss	Designated at fair value through profit or loss		
		(1)	(2)	(3)	(4)	(5=2+3+4)	(6=1+5)
1.	Loans – Unsecured, considered goods:						
a.	Duga Co. (Partnership Firm)	9,84,589.41	-	-	-	-	9,84,589.41
b.	Vinal Investments Limited	7,335.77	-	-	-	-	7,335.77
c.	Piyush Securities Pvt. Ltd.	34,912.97	-	-	-	-	34,912.97
d.	Radhashree Apartments Pvt. Ltd.	1,04,036.75	-	-	-	-	1,04,036.75
e.	Radhashree Homes Pvt. Ltd.	36,661.64	-	-	-	-	36,661.64
f.	Capital Advances	750.00	-	-	-	-	750.00
	TOTAL	11,68,286.54	-	-	-	-	11,68,286.54



Previous Year 31.03.2022

Sl. No.	Particulars	Amortised cost	At Fair Value			Subtotal	Total
			Through Other Comprehensive Income	Through Profit or Loss	Designated at fair value through profit or loss		
		(7)	(8)	(9)	(10)	(11=8+9+10)	(12=7+11)
1.	Loans – Unsecured, considered goods:						
a.	Daga Co. (Partnership Firm)	9,37,181.67	-	-	-	-	9,37,181.67
b.	Vinal Investments Limited	8,280.87	-	-	-	-	8,280.87
c.	Piyush Securities Pvt. Ltd.	34,912.97	-	-	-	-	34,912.97
d.	Radhashree Apartments Pvt. Ltd.	96,447.05	-	-	-	-	96,447.05
e.	Radhashree Homes Pvt. Ltd.	33,988.64	-	-	-	-	33,988.64
f.	Capital Advances	-	-	-	-	-	-
	TOTAL	11,10,811.20	-	-	-	-	11,10,811.20



5. Investments:

Sl No.	Current 31.03.2023	Year	Amortised cost	At Fair Value			Subtotal	Others	Total
				Throug h Other Comp relien ce Inco me	Throug h Profit or Loss	Desig nated at fair value throug h profit or loss			
	Particulars								
1.	Equity Instruments:								
a.	Quoted: Fully paid Up								
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)		22.00	-	-	-	-	-	22.00
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)		15.00	-	-	-	-	-	15.00
	Unquoted: Fully paid up								
	1,000 Equity Shares of M/s. Bihar Sponge Iron Limited (Face Value Rs. 10)		218.00	-	-	-	-	-	218.00
2.	Investments in Gold		1,412.61	-	-	-	-	-	1,412.61
	TOTAL		1,667.61	-	-	-	-	-	1,667.61



Sl. No.	Previous Year 31.03.2022	Amortised cost	At Fair Value			Subtotal	Others	Total
			Through Other Comprehensive Income	Through Profit or Loss	Designated at fair value through profit or loss			
1. Equity Instruments:								
a. Quoted: Fully paid up								
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)	22.00	-	-	-	-	-	22.00
	100 Equity Shares of M/s. Hindustan Motors Limited (Face Value Rs.10)	15.00	-	-	-	-	-	15.00
Unquoted: Fully paid up								
	1,000 Equity Shares of M/s. Bihar Sponge Iron Limited (Face Value Rs. 10)	218.00	-	-	-	-	-	218.00
2. Investments in Gold								
	TOTAL	255.00	-	-	-	-	-	255.00

6. Trade Receivables:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Undisputed Trade Receivable- Considered goods		
a.	Less than Six Months	386.54	-
	Total	386.54	-



7. Other Financial Assets:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
I.	<u>Others: Unsecured, Considered Good</u>		
a.	Income Tax	80.49	80.49
b.	Income Tax Deducted at Sources	16,885.88	15,510.40
c.	Advance Income Tax	11,200.00	8,600.00
d.	Income Tax Refund	-	5,421.53
e.	Deposits	10.00	10.00
f.	Advance Against Travelling	50.00	50.00
g.	Core System	67.31	-
h.	Income Tax Appeal	12,000.00	-
i.	The Calcutta Stock Exchange Limited	590.00	590.00
j.	Shruti Agarwal	3.50	-
k.	Advance Tax, TDS & TCS (Subsidiary)	228.15	177.24
l.	Goods & Service Tax (Subsidiary)	2,737.05	1,995.37
	TOTAL	43,852.38	32,435.03

8. Property, Plant and Equipment:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
	Opening Balance	11,796.92	-
	Add: Addition during the period	11,852.28	15,202.98
	Less: Depreciation	4,870.58	3,406.06
	TOTAL	18,778.62	11,796.92

9. Deferred Tax Assets:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Deferred Tax Assets	1,467.83	-
	Total	1,467.83	-

10. Current Tax Liabilities:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Provision for Taxation	22,016.46	18,040.78
	TOTAL	22,016.46	18,040.78

11. Deferred Tax Liabilities:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Deferred Tax Liabilities	13.27	13.27
	TOTAL	13.27	13.27



12. Other Non-Financial Liabilities:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
a.	Audit Fees Payable	600.00	550.00
b.	Ashwani Gupta & Co.	100.00	100.00
c.	Bonus Payable	120.00	120.00
d.	Legal & Professional Fees Payable	1,000.00	800.00
e.	Director Remuneration Payable	5,040.76	8,750.19
f.	Niche Technologies Pvt Ltd	59.00	-
g.	P. D. Randar & Co.	24.00	574.00
h.	TDS Payable	-	0.07
i.	Liability for Expenses	4221.23	9.04
j.	Security Deposit for bike	2,041.21	6,352.28
	TOTAL	13,206.20	17,255.58

13. (i) Equity Share Capital:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	AUTHORIZED CAPITAL		
	55,00,000 Equity Shares of Rs. 10/- each	5,50,000.00	5,50,000.00
	50,00,000 Equity Shares of Rs. 10/- each	5,00,000.00	5,00,000.00
	TOTAL	10,50,000.00	10,50,000.00
2.	ISSUED, SUBSCRIBED & PAID-UP CAPITAL		
	33,75,000 Equity Shares of Rs. 10/- each, Fully Paid-up	3,37,500.00	3,37,500.00
	16,87,500 Bonus Equity Shares of Rs. 10/- each, Fully Paid-up	1,68,750.00	1,68,750.00
	30,37,500 Bonus Equity Shares of Rs. 10/- each, Fully Paid-up	3,03,750.00	3,03,750.00
	20,00,000 (Preferential Issue) Equity Shares of Rs. 10/- each, Fully Paid-up	2,00,000.00	2,00,000.00
	TOTAL	10,10,000.00	10,10,000.00

(ii) Terms / Rights attached with Equity Shares:

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Shares is entitled to one vote per share.



(iii) Reconciliation of Equity Shares (Issued, Subscribed & Paid-up):

Particulars	As at 31-03-2023		As at 31-03-2022	
	(Units in Nos.)	(Amount in Rs.)	(Units in Nos.)	(Amount in Rs.)
Number of shares outstanding as at the beginning of the financial year (April 01)	1,01,00,000	10,10,00,000	50,62,500	5,06,25,000
Add: Increase in number of shares during the year				
- Bonus Share Issues	-	-	30,37,500	3,03,75,000
- Preferential Issue	-	-	20,00,000	2,00,00,000
Less: Reduction in number of shares during the year				
- Redemption of shares	-	-	-	-
Number of shares outstanding as at the end of financial year (March 31) or period ended	1,01,00,000	10,10,00,000	1,01,00,000	10,10,00,000

(iv) The details of Shareholders holding more than 5% Shares:

Particulars	As at 31-03-2023		As at 31-03-2022	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Promoter's Holding				
Sudha Daga	9,40,200	9.31%	9,40,200	9.31%
Vatsala Daga	5,82,720	5.77%	5,82,720	5.77%
Non-Promoter's Holding				
Amarodh Infrastructure Pvt. Ltd.	6,00,000	5.94%	6,00,000	5.94%
Burnpur Power Private Limited	6,00,000	5.94%	6,00,000	5.94%
Wonderland Paper Suppliers Private Limited	6,00,000	5.94%	6,00,000	5.94%
Radhashree Finance Limited	15,00,000	14.85%	15,00,000	14.85%

(v) The Company was issued 16,87,500 Bonus Shares in preceding previous financial year 2019-2020 and 30,37,500 Bonus Shares issued and 20,00,000 Preferential Issues (FY 2021-2022). The Company has not bought back shares during the period of five years immediately preceding the reporting date.



(vi) Shareholding of Promoters:

Shares held by promoters at the end of the year				% Change during the year
S. No.	Promoter Name	No. of Shares	% of total shares	
1.	Shreegopal Daga	64,200	0.63	-
2.	Anurag Daga	3,600	0.04	-
3.	Sudha Daga	9,40,200	9.31	-
4.	Vatsala Daga	5,82,720	5.77	-
5.	Shreegopal Daga HUF	81,480	0.81	-
6.	Vinal Investments Limited	2,37,120	2.35	-
7.	Ganpati Stocks Private Limited	5,00,000	4.95	-
	Total	24,09,320	23.86	-

14. Other Equity:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Profit & Loss Account		
	Opening Balance	19,235.94	94,298.20
	Less: Debit Balance of Subsidiary Co.	-	45,767.20
	Add: Profit for the year	85,982.97	46,193.68
	Less: Transfer to Statutory Reserve	12,836.69	9,238.74
	Less: Bonus Shares Issue (5:3)	-	66,250.00
	Less: Short amount transfer to Statutory Reserve in earlier year	676.55	-
	Closing Balance	91,705.65	19,235.94
2.	Statutory Reserve	87,824.38	74,311.14
3.	Share Premium		
	Opening Balance	20,000.00	2,37,500.00
	Less: Bonus Shares Issue (5:3)	-	2,37,500.00
	Add: Preferential Issues	-	20,000.00
	Closing Balance	20,000.00	20,000.00
	TOTAL	1,99,530.03	1,13,547.08



15. Interest Income:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Interest on Loans	1,06,736.97	92,982.16
	TOTAL	1,06,736.97	92,982.16

16. Sale of Services:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Sale of Services		
a.	Bike Fare Received	41,921.80	10,648.47
	TOTAL	41,921.80	10,648.47

17. Other Income:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Interest on I. F. Refund	455.21	8.95
2.	Misc. Income	70.93	-
	TOTAL	526.14	8.95

18. Employees Benefits Expenses:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
	MD & Key-Managerial Personnel		
	Salary	16,696.05	12,587.81
	Bonus	120.00	120.00
	Employees Contribution in ESI & PPF	-	1.00
	TOTAL	16,816.05	12,708.81



19. Other Expenses:

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Audit Fees	345.00	300.00
2.	Newspaper Publications	567.00	406.35
3.	Bank Charges	25.86	146.10
4.	Office Rent Paid	60.00	-
5.	Printing & Stationery	1,336.69	1,123.43
6.	Postage & Stamp	556.50	1,180.87
7.	Professional Tax	50.00	50.00
8.	Listing Fees	1,209.50	4,130.00
9.	Office Expenses	1884.18	1,308.25
10.	Filing Fees	371.00	4,819.79
11.	Legal & Professional Fees	1,667.73	1,619.40
12.	Sundry Balance Written Off	-	240.003
13.	Interest Paid	278.07	314.18
14.	Commission	705.11	226.49
15.	Repair and Maintenance	77.29	339.13
16.	General Expenses	722.25	102.25
17.	Insurance Premium Inc GST	356.34	587.08
18.	Late Fees on GST	2.00	2.00
19.	Motor Car Expenses	6,904.00	2,321.69
20.	Trade License	106.00	21.50
21.	Sales Promotion	74.48	1,500.00
22.	Processing Fees	-	643.10
23.	Registrar Fees	142.78	141.60
24.	Depository Charges	1,416.07	1,522.20
25.	Annual Maintenance Charges	74.29	67.11
26.	Membership & Subscription	354.00	177.70
27.	Income Tax Appeal Fees	10.00	-
28.	Maintenance Charges	14.18	-
29.	Travelling Expenses	212.68	-
30.	Conveyance Expenses	215.50	-
31.	Round Off	0.04	-
32.	Traffic Penalty	140.00	-
33.	Roc Penalty	1,000.00	-
34.	Staff Welfare Expenses	3.13	-
35.	Late Fees	40.60	-
36.	Telephone & Mobile Expenses	41.46	-
	TOTAL	20,963.73	23,290.25

20. Payment to Auditors (Including Interim Audit Fees):

Sl. No.	Particulars	As at 31-03-2023	As at 31-03-2022
1.	Statutory Audit Fees	300	300
2.	Secretarial Audit Fees	100	100
3.	Internal Audit Fees	100	100



21. Related Party Disclosures:

A. a) Name of the related party and nature of relationship where Control exists.

Sl. No.	Name of Related Parties	Description of Relationships
1	Shri Shreegopal Daga	Managing Director (KMP), Promoter
2.	Shri Shashi Kumar	Key Managerial Personnel (CFO)
3.	Shri Ravi Fodi	Key Managerial Personnel (Company Secretary)
4	Vinal Investments Limited in which MD(KMP) hold 98.57% Shares	Company in which KMP / Relatives of KMP can exercise significant influence
5	Shri Anurag Daga (Son of Shri Shreegopal Daga, Promoter & Director)	Relatives of KMP
6	Smt. Vatsala Daga (Daughter-in-law of Shreegopal Daga, Promoter & Director)	Relatives of KMP

b) Radhashree Roadsters Private Limited Subsidiary Company

B. The following transactions were carried out during the period with the related parties in ordinary course of business.

Controlling Persons Subsidiary Co. Other related Parties

1) Loan Given	-	-	9,91,925.18
2) Loan Accepted	-	-	Nil
Loan Repaid	-	-	Nil
3) Interest paid	-	-	Nil
4) Interest received	-	-	92,273.96
from:-			
1) Daga Co.			
2) Vinal Investments Ltd.			



C. The following represents the transactions between the Companies during the period ended 31st March, 2023.

The nature of transactions with KMP is mentioned below:

Sl. No	Nature of Transaction	Key Managerial Personnel (KMP) (Rs. In hundred)		
		Sri Shreegopal Daga, Managing Director	Sri Ravi Todi, Company Secretary	Sri Shashi Kumar, CFO
1.	Remuneration Paid	2,460.00	6,000.00	3,106.05

D. Non-Executive Director (Sitting Fees)

1. Smt. Vatsala Daga : Rs. NIL.
2. Sri Anurag Daga : Rs. NIL.
3. Sri Avinash Jain : Rs. NIL.
4. Sri Rishi Kapoor : Rs. NIL.
5. Sri Amit Lal : Rs. NIL.

22. Deferred Tax Liabilities as per AS-22 has not been provided during the year.

23. Claims against the Company not acknowledged as debts and not provided for Demands of Income Tax for Assessment Year 1984-85 to Assessment Year 1987-88, as appeals against the assessment orders are pending Rs. 83,43,363/- before the Commissioner of Income Tax (Appeals).



24. Schedule to the Balance sheet of a Non-Banking Financial Company as on 31.03.2023 required in terms of paragraph 13 of a Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

(Rs. in hundred)

Particulars			
Liabilities side:			
(1)	Loans and advances availed by the NBFCs Inclusive of interest accrued thereon but not Paid:	Amount Outstanding	Amount overdue
	(a) Debentures : Secured	NIL	NIL
	: Unsecured	NIL	NIL
	(other than falling within the meaning of public deposits)		
	(b) Deferred Credits	NIL	NIL
	(c) Term Loans	NIL	NIL
	(d) Inter-corporate loans and borrowing	NIL	NIL
	(e) Commercial Paper	NIL	NIL
	(f) Public Deposits	NIL	NIL
	(g) Other Loans (unsecured)	NIL	NIL
Assets side:		Amount outstanding	
(2)	Break-up of Loans and Advances including bills receivables (other than those included in (4) below):		
	(a) Secured	NIL	
	(b) Unsecured (Net of Provisions)	11,67,537	
(3)	Break up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities		
	(i) Lease assets including lease rentals under sundry debtors:		
	(a) Financial lease	NIL	
	(b) Operating lease	NIL	
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	NIL	
	(b) Repossessed Assets	NIL	
	(iii) Hypothecation loans counting towards EL/HP activities:		
	(a) Loans where assets have been repossessed	NIL	
	(b) Loans other than (a) above	NIL	
(4)	Break-up of Investments:		
	Current investments:		



1. <u>Quoted:</u>	
(i) Shares: (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of mutual funds	NIL
(iv) Government Securities	NIL
(v) Other (please specify)	NIL
2. <u>Unquoted:</u>	
(i) Shares: (a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of mutual funds	NIL
(iv) Government Securities	NIL
(v) Others (please specify)	NIL
<u>Long Term investment:</u>	
1. <u>Quoted:</u>	
(i) Share: (a) Equity	37
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of mutual funds	NIL
(iv) Government Securities	NIL
(v) Other (please specify)	NIL
2. <u>Unquoted:</u>	
(i) Shares: (a) Equity	218
(b) Preference	NIL
(ii) Debentures and Bonds	NIL
(iii) Units of mutual funds	NIL
(iv) Government Securities	NIL
(v) Investment In Partnership Firm	NIL

(5) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances:

Category	Amount net of provisions		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	NIL	NIL	NIL
(b) Companies in the same group	NIL	7,336	7,336
(c) Other related parties	NIL	9,84,589	9,84,589
2. Other than related parties	NIL	1,75,611	1,75,611
Total	NIL	11,67,536	11,67,536



(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)		
Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties		
(a) Subsidiaries	NIL	NIL
(b) Companies in the same group	NIL	NIL
(c) Other related parties	NIL	NIL
2. Other than related parties	244	255
Total	244	255

(7) Other information

	Particulars	Amount
(i)	Gross Non-Banking Assets	NIL
	(a) Related parties	NIL
	(b) Other than related parties	NIL
(ii)	Net Non-Performing Assets	NIL
	(a) Related parties	NIL
	(b) Other than related parties	NIL
(iii)	Assets acquired in satisfaction of debt	NIL

*Investments in those unquoted companies (Balance sheet as at 31st March, 2023 has not been received) have been shown at their book values.

25. Details of Benami Property held

The Company does not hold any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

26. Whful Defaulter

The Company had never been decoded defaulter by any bank or financial institution or other lender or any of the Regulators.

27. Relationship with Stuck off Companies

The Company has not any relationship with Stuck off Companies.

28. Registration of charges or satisfaction with Registrar of Companies (ROC)

There is no any charges or satisfaction yet to be registered with ROC beyond the statutory period.



29. Compliance with number of layer of companies

The Company has complied with number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. The Company have 1 (one) Subsidiary i.e., Radhashree Roadsters Private Limited.

30. Utilization of Share Premium

The Company has not utilized Share Premium during the year.

31. Borrowings from Banks or Financial Institutions

There are no borrowings from Banks or Financial Institutions during the year.

32. Corporate Social Responsibility (CSR)

The Company has not covered under section 135 of the Companies Act. The CSR is not applicable to the Company.

33. Undisclosed Income

The company do not have any unrecorded transaction in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961.

34. Ratio

- a. Capital to Risk Weighted Assets = 1.01
- b. Tier I CRAR = 1.01
- c. Tier II CRAR = 0
- d. Liquidity Coverage Ratio = 0

35. Earning per Share AS – 20

No. of Equity Shares	1,01,00,000
Nominal value per Equity Share (Rs.)	10
Earnings after Taxes (in Rs.)	85,98,296
EPS (Rs.)	0.85

36. Figures for the previous year have been regrouped – arranged wherever necessary.



In terms of our report of even date attached.

For M Modi & Associates

Chartered Accountants

FRN: 319141E


(Prateek Modi)

Partner

(Membership No. 301018)

Place: Kolkata

Date: 30th May, 2023



For and on behalf of
For Swati Projects Limited


Managing Director

Name: Shreegopal Daga

DIN: 00397379


For Swati Projects Limited

Director

Name: Anurag Daga

DIN: 05239623

For Swati Projects Limited


Independent Director

Name: Rishi Kapoor

DIN: 08422654

For Swati Projects Limited


Independent Director

Name: Avinash Jain

DIN: 09629214

