

# GOALPOST INDUSTRIES LIMITED

**Regd Office:** 324A, IIIrd Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110 085  
Email id: gulmoharlimited@gmail.com. Tel.: 011-27860681. Website: www.goalpostltd.in  
**CIN :** L74110DL1982PLC013956

29.08.2025

To,

<b>Metropolitan Stock Exchange of India Limited</b> 205(A), 2nd floor, Piramal Agastya Corporate Park, Kamani Junction, LBS Road, Kurla (West), Mumbai - 400070	<b>The Calcutta Stock Exchange Limited</b> 7, Lyons Range, Kolkata-700001
Symbol: GOALPOST	Scrip Code: 17433

**Subject: Submission of Notice and Annul Report U/r 34 (1) of SEBI (LODR) Regulation, 2015**

Dear Sirs

Pursuant to regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report for the financial year ended 31st March, 2025 including Notice of the Annual general Meeting of the Company scheduled to be held on Friday, 26<sup>th</sup> September, 2025 at 11:00 A.M. at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

Further in compliance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter will be sent to the shareholders whose e-mail addresses are not registered with the Registrar and Share transfer Agent / Depository Participants, providing a web-link from where the Annual Report for the FY 2024- 25 can be accessed on the website of the Company.

The Company will provide to its members the facility to cast their vote(s) on all resolutions set out in the Notice by electronic means ("e-voting"). The Remote e-voting Details are given below:

Cut-off Date for ascertaining list of shareholder for remote e-voting	19 <sup>th</sup> September, 2025
Remote e-voting Start date with time	23 <sup>rd</sup> September, 2025 (09:00 AM)
Remote e-voting End date with time	25 <sup>th</sup> September, 2025 (05:00 PM)
Day, Date and Time of AGM	Friday , 26 <sup>th</sup> September, 2025 at 11:00 AM

We request you to kindly take the above information on record  
Thanking You,  
Yours faithfully,

**For and on behalf of the Board of Directors of**

**Goalpost Industries Limited**

**Kalika Mishra**  
**Company Secretary**  
**Encl. Annual Report**

Goalpost Industries Limited

Annual Report Financial Year 2024-25

Page No. 1

# **GOALPOST INDUSTRIES LIMITED**

## **43<sup>rd</sup> ANNUAL REPORT FINANCIAL YEAR 2024-25**

## CORPORATE INFORMATION

**Corporate Identification Number**

L74110DL1982PLC013956

**Board of Directors**

Mrs. Swati Jain, Independent Director  
Mrs. Geetika Garg, Independent Director  
Mr. Rohit Mittal Non-Executive Director  
Mrs. Lalita Mittal Non-Executive Director  
Mr. Yogesh Kumar Executive Director

**Key Managerial Personnel**

Ms. Kalika Mishra, CS & Compliance Officer  
Ms. Kanta Bansal, CEO  
Mr. Mohd. Aslam Baqui, CFO

**Statutory Auditor****V.N.PUROHIT&CO.**

*Chartered Accountants*

214, NEW DELHI HOUSE,  
27, BARAKHAMBA ROAD,  
NEW DELHI- 110001

**Secretarial Auditor**

M/s G Aakash & Associates  
Company Secretaries,  
Address: 1878, H.B.C., Sector-13, 17,  
Panipat-132103, Haryana

**Internal Auditor**

M/s. Shweta Goel & Co. (FRN: 034678C),  
Practicing Chartered Accountants  
B-54, Patel Nagar IInd Ghaziabad (U.P.)

**Registered Office**

324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini,  
New Delhi-110085

**Board Committees****Audit Committee**

Mr. Geetika Garg, Chairman & Member  
Mrs. Swati Jain, Member  
Mr. Rohit Mittal, Member

**Nomination & Remuneration Committee**

Mrs. Swati Jain Chairman & Member  
Mrs. Geetika Garg, Member  
Mr. Rohit Mittal, Member

**Stakeholders Relationship Committee**

Mrs. Geetika Garg Chairman & Member  
Mrs. Swati Jain, Member  
Mr. Rohit Mittal, Member

**Bankers**

IDFC Bank, Yes Bank  
Pitampura, Delhi- 110085

**Registrar & Share Transfer Agent**

Skyline Financial Services Private Limited  
D-153A, First Floor, Okhla Industrial Area, Phase-I  
New Delhi-110020

**Name of the Stock Exchange at which the Company's Securities are Listed**

The Metropolitan Stock Exchange Of India (MSEI)  
The Calcutta Stock Exchange Limited (CSE)

**Investors Helpdesk**

Contact Person- Ms. Kalika Mishra  
Company Secretary & Compliance Officer,  
E-mail id: gulmoharlimited@gmail.com  
Tel. : +91-9599919919  
Company's Website [www.goalpostltd.in](http://www.goalpostltd.in)

**DECLARATION ON AUDITED FINANCIAL RESULTS**

**Pursuant to the second proviso to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 33(3)(d) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, by the SEBI (LODR) (Amendments) Regulations, 2016 vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 read with Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016, we, the undersigned, on behalf of the Board of Directors of Goalpost Industries Limited ("Company") (CIN: L74110DL1982PLC013956) having its registered office at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza Sector-14, Rohini, New Delhi 110085 hereby confirms that M/s. V.N. Purohit & Co., Chartered Accountants (FRN: 304040E), the Statutory Auditors of the Company have issued their Audit Report with unmodified opinion on Audited Standalone Financial Results of the Company for the quarter and year ended 31<sup>st</sup> March, 2025.

Kindly take this declaration on your records.

Yours Sincerely

For **Goalpost Industries Limited**

**SD/-**  
**Mohd Aslam Baqui**  
**(Chief Financial Officer)**  
**PAN: AAQPB3094B**

Date: 23-05-2025  
Place: New Delhi

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## GOALPOST INDUSTRIES LIMITED

Regd Office: 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector- 14, Rohini New Delhi- 110 085  
Email Id: gulmoharlimited@gmail.com, Tel. : +91-9810260127, Website: www.goalpostltd.in  
CIN: L74110DL1982PLC013956

### NOTICE

Notice is hereby given that the 43<sup>rd</sup> Annual General Meeting of the members of Goalpost Industries Limited will be held on Friday, 26<sup>th</sup> September, 2025, at 11:00 A.M. at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 to transact the following business(s):

### ORDINARY BUSINESS

**Item no. 1:** To receive, consider, approve and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2025 along with the reports of the Board of Directors and Auditors thereon.

**Item no. 2** To appoint a director in place of Mr. Rohit Mittal (DIN: 02527072), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

#### **ITEM NO. 3 APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an ordinary resolution.

“**RESOLVED THAT** pursuant to the provision of Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 204 and other applicable provisions of the Companies Act, 2013, if any, and applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Aakash Goel, Proprietor of M/s **G Aakash & Associates** (ACS No. A57213, CP No. 21629, a practicing Company Secretary, be and is hereby appointed as Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from April 1, 2025 and ending on March 31, 2030, at a remuneration and such fee as may be determined by the Board of Directors of the Company or any Committee of the Board, based on the recommendation of the Audit Committee.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof) be and are hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

#### **ITEM NO. 4 POWER TO MORTGAGE PROPERTY OF THE COMPANY**

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

“**RESOLVED FURTHER THAT** pursuant to Section 180(1)(a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the shareholders of the company be and is here by accorded, to the Board of Directors of the

Company to pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of **Rs.100 Crores(Rupees one hundred Crores only)**.

“**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

#### **ITEM NO.5 POWER OF BORROWINGS**

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

“**RESOLVED THAT** pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/ or other Financial Institution and/or foreign lender and/or anybody corporate/ entity/ entities and/or authority/authorities either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of **Rs.100 Crores (Rupees one hundred Crores)**, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

“**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

#### **ITEM NO. 6: POWER TO LOAN AND INVESTMENT BY A COMPANY**

**To consider and, if thought fit, to pass with or without modification(s), the following Resolution as Special Resolution for increasing the investment limits:**

“**RESOLVED THAT** pursuant to provision of Section 186 and other applicable provisions, if any, of the Companies Act, 2013, and in supersession of the resolution passed by the members of the Company in their earlier Extraordinary General Meeting/Annual General Meeting, with regard to investment activity of the Company, the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution), to give any loans/any other form of debt to any person or other body corporate(s) and/or to give guarantee in connection with a loan/any other form of debt to any other body corporate(s) or person and to acquire, invest and/or deploy the funds of the Company from time to time in inter-corporate investments, debt/equity/quasi-equity securities or instruments, derivatives, bonds/debentures (whether fully, partially or optionally convertible or non-convertible) and/or in other financial/money market instruments of one or more bodies corporate, banks and other financial institutions, units of mutual funds or by contribution to the capital of Limited Liability

Partnership ('LLPs') in one or more tranches, whether in India or overseas, up to an aggregate sum of **Rs. 100 Crores** ( One Hundred Crores Only) outstanding at any point of time in addition to the limits prescribed under section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take from time to time all decisions and steps in respect of the above loans, guarantees, securities and investment(s), including the timing, amount and other terms and conditions of such loans, guarantees, securities and investment(s) and varying the same either in part or in full as it may deem appropriate and to do and perform all such acts, deeds, matters and things as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution

#### **ITEM NO.7: APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013:**

**To Consider and, if thought fit, to pass the following resolution, with or without Modifications as a “Special Resolution”.**

**“RESOLVED THAT** pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and Rules made there under as amended from time to time, the consent and approval of the Members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company, (in which any director is deemed to be interested) upto an aggregate sum of Rs. 100 Crores (Rupees One Hundred Crores Only), which the Board in its absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid resolution the Board of Directors of the Company be and is hereby authorized, to approve, decide, vary or modify the terms and conditions applicable for the aforesaid loan, Investment , Corporate Guarantee and to do all such acts, deeds, matters and things as they may, in their absolute discretion deem necessary, desirable or expedient and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval there to expressly by the authority of this resolution.”

#### **ITEM NO. 8: APPOINTMENT OF MR. YOGESH KUMAR (DIN: 10266903) AS A WHOLE- TIME DIRECTOR OF THE COMPANY.**

**To consider and, if thought fit, to pass the following resolution as an Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the appointment of Mr. Yogesh Kumar (DIN: 10266903), who was appointed as an Additional Director of the Company effective July 16, 2025, be and is hereby approved and confirmed as an Executive Director of the Company, liable to retire by rotation.”



# Goalpost Industries Limited

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**“RESOLVED FURTHER THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the board of directors and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded for the appointment of Mr. Yogesh Kumar (DIN: 10266903) as a Whole-Time Director of the Company, for a period of five (5) years with effect from August 27, 2025 to August 26, 2030, on the terms and conditions of appointment including remuneration, perquisites, and other benefits, and including remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment, as set out in the Explanatory Statement annexed to the Notice convening this Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (on the recommendation of the Nomination and Remuneration Committee) be and is hereby authorized to alter, vary, enhance or modify the terms and scope of remuneration (including fixed pay, variable pay/commission, perquisites, and other benefits), and effect any periodical increases therein as may be permissible and in accordance with the overall limits prescribed under Section 197 read with Schedule V of the Act and rules made thereunder, and other applicable laws, as amended from time to time.”

### **ITEM NO. 9 AUTHORIZATION FOR MATERIAL RELATED PARTY TRANSACTIONS WITH RELATED PARTIES**

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Section 188 to the extent applicable and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Companies (Meetings of Board and its Powers) Rules, 2014, the Company’s policy on Related party transactions and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary and recommendation of the Audit Committee & Board of Directors, consent of the shareholders of the Company be and is hereby accorded to enter/continue to enter into the material related party transactions (whether by way of individual transaction or transactions together) with entities falling within the definition of ‘Related Party’ under Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015 for each financial year in the course of with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, giving and taking of ICD’s and creation of Charge in favour of Related Parties on such terms and conditions as may be mutually agreed upon between the Board of Directors of the company and the related parties, such that the maximum value of the related party transactions with such parties, in aggregate does not exceed the value specified under each category in the explanatory statement, provided that the related party transaction shall be carried out in ordinary course of business and at arm’s length basis.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things; to finalize or vary the terms and conditions of the transactions with the aforesaid parties; and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and / or expedient for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution

By the order of Board of Directors of  
**Goalpost Industries Limited**

# Goalpost Industries Limited

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Sd/-

**Kalika Mishra**

**(Company Secretary & Compliance Officer)**

**(Membership: A68482)**

**Date:** 27.08.2025

**Place:** New Delh

## NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The proxy on order to be effective , must be received by the company not less than 48 hours before the commencement of Meeting.

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

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

2. The Explanatory Statement pursuant to Section 102(1) of the companies Act, 2013 relating to the Special Business, if any to be transacted at the meeting is annexed hereto.
3. Brief resume of each of the Directors proposed to be re-appointed at this AGM, nature of their expertise in specific functional areas, names of companies in which they hold directorship and membership / chairmanships of Board Committees, shareholding and relationship between directors inter se as stipulated 3 under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other requisite information as per Clause 1.2.5 of Secretarial Standards-2 on General Meetings, are provided in **Annexure 1**.
4. In pursuance of Article 114 of the Articles of Association of the Company read with Section 123 of the Companies Act, 2013 and Rules made there under, as amended from time to time, the Company has not declared and paid any interim dividends
5. Members/Proxies should bring attendance slips sent herewith duly filled in, for attending the Meeting.
6. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the relevant Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information's and instructions including details of user id and password relating to e voting are sent herewith. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. The members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.

# Goalpost Industries Limited

## Annual Report Financial Year 2024-25

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9. Pursuant to section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Saturday, 20<sup>th</sup> September, 2025 to Friday, 26<sup>th</sup> September, 2025 (both days inclusive) for the purpose of Annual General Meeting.
10. The ISIN of the Equity Shares of Rs.10/- each is INE204V01016.
11. Sections 101 and 136 of the Companies Act, 2013 read with the rules made there under, permit the listed companies to send the notice of Annual General Meeting and the Annual Report, including financial statements, board's report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company or for the other whose e-mail id is not registered same shall be couriered to them.
12. Members may also note that the Notice of the AGM and the Annual Report for F.Y. 2024-25 will also be available on the Company's website **[www.goalpostltd.in](http://www.goalpostltd.in)**
13. Members/ proxies/Authorized representatives are requested to bring to the meeting necessary details of their shareholdings; attendance slips and copies of Annual Report.
14. The following Statutory Registers are open for inspection of members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below:
15. Register of contracts with related party and contracts and bodies etc. in which directors are interested under section 189 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.
16. Register of directors and key managerial personnel and their shareholding under section 170 of the Companies Act, 2013 shall be open for inspection on all working days during business hours.
17. The aforesaid registers shall be kept open for inspection at the Annual General Meeting by any person attending the meeting.
18. Members are requested to notify change in address, if any, to the Share Transfer Agent and to the Company quoting their Folio Numbers, number of shares held etc.
19. Members are requested to register their e-mail addresses for receiving communications including Annual Reports, Notices, and Circulars etc. by the Company electronically.
20. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company in order to comply with the SEBI guidelines
21. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company in order to comply with the SEBI guidelines.
22. Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility.

23. All documents referred to in accompanying Notice shall be open for inspection and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.
24. SEBI has decided that securities of listed companies can be transferred only in dematerialized form from a cut-off date, to be notified. In view of the above and to avail various benefits of decartelization members are advised to dematerialize shares held by them in physical form.

### **VOTING THROUGH ELECTRONICS MEANS**

Pursuant to provisions of Section 108 of the Companies Act, 2013 and 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 43<sup>rd</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

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

The Notice of the 43<sup>rd</sup> Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or [www.goalpostltd.in](http://www.goalpostltd.in).

The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

### **PROCEDURE TO LOGIN TO E-VOTING WEBSITE**

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





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

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “Login” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. <b>NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. <b>NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p>  </div> <div style="text-align: center;">  <p>Google Play</p>  </div> </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e.NSDL where the e-Voting is in progress.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30



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Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43
--------------------------------------------------------------------	--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

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

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



- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email IDs are not registered
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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](mailto: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 on NSDL e-Voting system.**

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

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

**General Guidelines for shareholders:**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [cs.goelaakash@gmail.com](mailto:cs.goelaakash@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact Ms. Pallavi Mhatre, Manager or Ms. Soni Singh, Asst. Manager, National Securities Depository Limited, Trade World, ‘A’ Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email id – [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), who will also address the grievances connected with voting by electronic means. Members may also write to the Company Secretary at the Company’s email address [gulmoharlimited@gmail.com](mailto:gulmoharlimited@gmail.com).

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to ([gulmoharlimited@gmail.com](mailto:gulmoharlimited@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 ([gulmoharlimited@gmail.com](mailto:gulmoharlimited@gmail.com)). If you are an Individual shareholders holding securities in demat

mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto: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.

#### **OTHER INFORMATION**

1. The e-voting period commences on 23<sup>rd</sup> September, 2025 (9:00 A.M.) and ends on 25<sup>th</sup> September, 2025 (5:00 P.M.). During this period, members of the Company holding shares either in physical or dematerialized form, as on the cut-off date i.e. Friday, 19th September, 2025, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which a vote has already been cast. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice convening the AGM and up to the cut-off date i.e. 19th September, 2025, may obtain his login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. The voting rights of the members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Friday, 19th September, 2025.
3. A person who is not a member as on the cut-off date should treat this notice for information purpose only.
4. Shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of Friday, 19th September, 2025, may only cast their vote at the 43<sup>rd</sup> Annual General Meeting.
5. Mr. Aakash Goel, Proprietor of **M/s G Aakash & Associates (M.No:57213), Practicing Company Secretaries** has been appointed as the Scrutinizer for the Purpose of Annual General Meeting.
6. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the voting cast at the meeting and make a Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.
7. The Results shall be declared forthwith after the submission of Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be

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deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.

8. The Results declared along with the Scrutinizer's Report will be available on the website of the Company [www.goalpostltd.in](http://www.goalpostltd.in) after the declaration of the results by the Chairman.

***MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.***

**By the order of Board of Directors of  
Goalpost Industries Limited**

**Sd/-  
Kalika Mishra  
(Company Secretary & Compliance Officer)  
(Membership: A68482)**

**Date: 27/08/2025  
Place: New Delhi**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:**

**Item no. 3**

Pursuant to the Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, if any ("the Act"), the Audit Committee and the Board of Directors at their respective meetings held on 23<sup>rd</sup> May, 2025 have approved subject to approval of Members, appointment of Mr. Aakash Goel, Proprietor of M/s G Aakash & Associates (ACS No. A57213, CP No. 21629, a practicing Company Secretary, as Secretarial Auditors for a term of 5(Five) consecutive years from April 1, 2025 till March 31, 2030.

Mr. Aakash Goel, Proprietor of M/s G Aakash & Associates having an expertise in Company Law matters relating to ROC, RD - MCA, NCLT, RBI, FEMA, Stock Exchanges, etc.

M/s G Aakash & Associates is a Peer reviewed and Quality reviewed in terms of the guidelines issued by the ICSI M/s G Aakash & Associates has been the Secretarial Auditors of the Company and as part of their Secretarial audit they have demonstrated their expertise and proficiency in handling Secretarial audits of the Company till date.

**Item no. 4 & 5**

Keeping in view the Company's long term strategic and business objectives, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting. In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company.

Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting. The above proposal is in the interest of the Company.

The Board recommends the Resolution as set out at Item No. 4 and 5 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item nos. 4 and 5 of the accompanying notice.

The Board recommends the resolution at Item nos. 4 and 5 to be passed as Special Resolution.

**Item no. 6**

Pursuant to the provisions of **Section 186** of the Companies Act, 2013, read with applicable rules made thereunder, the Company is permitted to:

- Make loans,
- Provide guarantees or securities, and/or
- Invest in the securities of any other body corporate

up to **60% of its aggregate paid-up share capital, free reserves and securities premium account, or 100% of its free reserves and securities premium account, whichever is higher**, without seeking prior approval of the Members.

In case the Company intends to exceed the aforementioned limits, approval of the shareholders by way of a **Special Resolution** is required.

In view of the Company's ongoing and future business requirements and with an aim to achieve greater operational flexibility, the Board of Directors proposes to enhance the overall limit for making loans, giving guarantees or providing securities, and making investments under Section 186 to an amount not exceeding **₹100 crores** (Rupees One Hundred Crores only), over and above the limits prescribed under the said Section.

Accordingly, the Board recommends the Special Resolution as set out in **Item No. 6** of the accompanying Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

**Item no. 7:**

The Company is expected, from time to time, to render financial support to its **Subsidiaries, Joint Ventures, Associates, and other entities within the Group**, including companies/firms in which the Directors may be deemed to be directly or indirectly interested, for their business requirements.

Under the erstwhile provisions of **Section 185** of the Companies Act, 2013, the Company was restricted from granting loans, or providing guarantees or securities in connection with any loan to such entities. However, pursuant to the **amendment to Section 185** notified and made effective from **7th May, 2018**, companies are now permitted to provide such financial assistance **subject to the approval of shareholders by way of a Special Resolution**, provided that such assistance is extended **for the principal business activities** of the recipient entities.

In view of the above, the Board of Directors of the Company proposes to obtain the approval of the Members by way of a **Special Resolution** to authorize the Company to grant loans, provide guarantees or securities in connection with any loan taken by its **Subsidiaries, Joint Ventures, Associates, or other entities in which Directors may be interested**, up to an aggregate limit not exceeding **₹100 crores (Rupees One Hundred Crores only)**, in accordance with the provisions of Section 185 and other applicable provisions of the Companies Act, 2013.

It is clarified that the Board will exercise due care and diligence in evaluating such proposals and ensure that the funds are deployed judiciously from internal resources/accruals and/or other appropriate sources, in the best interests of the Company.

Accordingly, the Board recommends the Special Resolution as set out in **Item No. 7** of the accompanying Notice for approval of the Members.

**All Directors**, except **Independent Directors**, may be deemed to be concerned or interested in this resolution, financially or otherwise, to the extent of their shareholding or direct/indirect interest in the recipient entities.

**Item no. 8**

**Appointment of Mr. Yogesh Kumar (DIN: 10266903) as Whole-time Director**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on 16th July, 2025, had approved the appointment of Mr. Yogesh Kumar (DIN: 10266903) as an Additional Director (Executive and Non-Independent) of the Company with effect from 16th July, 2025, to hold office up to the date of the ensuing Annual General Meeting, subject to the approval of shareholders.

Subsequently, the Board of Directors at their meeting held on **27th August, 2025** on the recommendation of the Board of Director, elevated Mr. Yogesh Kumar to the position of Whole-time Director of the Company, for a period of five years, with effect from 27th August, 2025 to 26th August, 2030, liable to retire by rotation, subject to approval of shareholders at the ensuing Annual General Meeting.

The Company has received a notice under Section 160 of the Companies Act, 2013 from a board of directors of the Company proposing the candidature of Mr. Yogesh Kumar for the office of Director. Mr. Yogesh Kumar has confirmed that he is not disqualified from being appointed as a Director under the provisions of the Companies Act, 2013, and that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India (SEBI) or any other such authority.

The Board recommends the resolution for the appointment of Mr. Yogesh Kumar as a Whole-time Director for approval of the shareholders. **Brief Profile of Mr. Yogesh Kumar (DIN: 10266903):**

Mr. Yogesh Kumar (DIN: 10266903) has completed his BCA from Sikkim Manipal University. He is engaged with both private and public companies, leveraging her extensive business acumen and has more than 8 years of relevant experience in the business .

Mr. Kumar has built a strong career through his vast and diverse industry exposure, enabling him to perform effectively in dynamic business environments. His wealth of experience has significantly contributed to strategic decision-making and operational excellence across various functions.

He brings with him exceptional business acumen, particularly in investments, and has demonstrated expertise in managing and scaling operations across different geographical regions. His association is expected to add substantial value to the Company's growth and governance framework.

Pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2) issued by the ICSI, additional information in respect of Mr. Yogesh Kumar is provided in the Annexure to this Notice.



The Board is of the opinion that Mr. Kumar rich experience, domain expertise, and leadership skills will be highly beneficial to the Company and recommends his appointment as a Whole-time Director for approval by the shareholders.

**The terms and conditions of his appointment are as under:**

**Period:** For the period of 5 years w.e.f. August 27, 2025

**Remuneration:**

1. **Basic Salary:** Rs. 40,000 (Rupees Forty Thousand only) per month, with such increment(s) as may be decided by the Nomination and Remuneration Committee from time to time in accordance with the HR policy of the Company;
2. He shall be entitled to the perquisites, benefits, and allowance as may be decided by Board and / or Nomination and Remuneration Committee from time to time;
3. In addition to above, he shall be entitled for Company's contribution to Provident Fund, leave encashment and payment of gratuity as per the HR Policy of the Company;
4. **Overall Remuneration:** The aggregate of salary, together with perquisites, allowance, benefits and amenities payable to Mr. Yogesh Kumar in any financial year shall not exceed the limits prescribed from time to time under section 196, 197 of the Act read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force);
5. Mr. Yogesh Kumar shall not be entitled to any sitting fees for attending meetings of the Board or Committees thereof;
6. The perquisites shall be valued in terms of actual expenditure incurred by the Company and shall be evaluated wherever applicable as per Income Tax Act, 1961 or rules made thereunder and any modification thereof. The above may be treated as a written memorandum setting out the terms of appointment of Mr. Yogesh Kumar under Section 190 of the Act. Details of Mr. Yogesh Kumar are provided in the "Annexure" to the Notice;

**The disclosure pursuant to Clause (iv) of Section II of Schedule v of the Companies Act, 2013, is as under:**

<b>(I) General Information</b>	
a) Nature of Industry	The Company is the business of trading in Metals, Gold , agriculture produce and other allied products.
b) Date or expected date of commencement of commercial production	Not Applicable
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable



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d) Financial performance based on given indicators	Particulars	Amount ( in lacs)
	Sales or other Income	1953.91
	EBITDA	141.13
	Profit before tax	141.13
	Profit after tax	105.14
e) Foreign investments or collaborations, if any.	There is no direct foreign investment in the Company except to the extent shares held by Foreign Institutional Investors (FIIs)/ Foreign Portfolio Investors (FPIs) acquired through secondary market. There is no foreign collaboration in the Company.	
(II) Information about the appointee:		
a) Background details	Mr. Yogesh Kumar (DIN: 10266903) has completed his BCA from Sikkim Manipal University. He is engaged with both private and public companies, leveraging her extensive business acumen and has more than 8 years of relevant experience in the business .	
b) Past remuneration	Nil	
c) Recognition or awards	Nil	
d) Job profile and his suitability	Mr. Yogesh Kumar (DIN: 10266903) has completed his BCA from Sikkim Manipal University. He is engaged with both private and public companies, leveraging her extensive business acumen and has more than 8 years of relevant experience in the business .	
e) Remuneration proposed	₹ 480000/- (Rupees Four Lakh Eighty thousand only) (Per Annum)	

f) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The remuneration as proposed of Mr. Yogesh Kumar, is commensurate with the size of the Company and nature of its businesses.
g) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Apart from receiving remuneration he doesn't have any other pecuniary relationship with the Company.
<b>(III) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person:</b>	Taking into account the size of the Company, industry benchmark in general, profile, position, responsibility, the proposed remuneration is in line with the current remuneration structure of the industry.
<b>(IV) Other information:</b>	-
a) Reasons of loss or inadequate profits	The Company is proposing to seek investors to arrange funds for its business and to scale up its operations
b) Steps taken or proposed to be taken for improvement	Not Available
c) Expected increase in productivity and profits in measurable terms	

**Item no.9:**

Pursuant to Regulation 23(4) of SEBI (LODR) Regulations, 2015 read with Company's policy on related party transactions, the material related party transactions with related parties, which either individually or taken together with previous transaction(s) during a financial year, exceed Rs. 1,000 crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company. The Company, in order to further its business interests enters into various transactions with the related parties, the estimated value of transactions with following related parties, who are the related parties under Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015, during the financial year 2025-26 are expected to exceed the materiality threshold as stated above.

Details of transactions with related parties pursuant to SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021, are given hereunder:

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#### A: PRM MERCHANTS (OPC) PRIVATE LIMITED

S No.	Particulars		
(i)	Nature of Relationship	Common Directors	Common Directors
(ii)	Nature & material terms of the transaction	<b>Inter Corporate Loan</b> All the material terms & conditions are finalized with the mutual consent of both the parties and as per the agreement executed between the Company & related party	<b>Sale of Goods</b> All the material terms & conditions are finalized with the mutual consent of both the parties and as per the agreement executed between the Company & related party.
(iii)	Tenure of the Transaction	From 01.04.2025 to 30.09.2026	From 01.04.2025 to 30.09.2026
(iv)	Value of Transaction	Rs. 2 crore	Rs. 5 crore
(v)	Details of Loan :		
	Source of fund :	The Related party has provided the loan from its internal sources.	NA
	Nature of Indebtedness	Unsecured	NA
	Cost of funds & tenure	Company shall pay the interest rate as per the terms of agreement and same shall be in force till all the obligations towards the Lender are fully met	NA
	Interest Rate, Repayment & secured or unsecured	12% p.a. Interest with repayment on demand	NA
	Purpose of loan	Working Capital	NA
(vi)	Percentage of the Company's annual consolidated turnover for the immediately preceding financial year, that is represented by the value of the	10.23 % of the turnover of the FY 2024-25	25.63 % of the turnover of the FY 2024-25

# Goalpost Industries Limited

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	proposed transaction		
(vii)	Justification as to why the related party transaction is in the interest of the Company	This related party transactions are beneficial of the Company.	This related party transactions are beneficial of the Company.
(viii)	Details of valuation or other external party report, if such report has been relied upon	NA	NA
(ix)	Any other	All the material terms & conditions are finalized with the mutual consent of both the parties.	All the material terms & conditions are finalized with the mutual consent of both the parties.

#### B: KEDARNATH INDUSTRIES LIMITED, PRM HOSPITALITY PRIVATE LIMITED

S No.	Particulars			
(i)	Nature of parties and Nature of Relationship	<b>Kedarnath Industries Limited</b> Common Directors	<b>Kedarnath Industries Limited</b> Common Directors	<b>PRM Hospitality Private Limited</b> Common Directors
(ii)	Nature & material terms of the transaction	Inter Corporate Loan All the material terms & conditions are finalized with the mutual consent of both the parties and as per the agreement executed between the Company & related party	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.	Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
(iii)	Tenure of the Transaction	From 01.04.2025 to 30.09.2026	From 01.04.2025 to 30.09.2026	From 01.04.2025 to 30.09.2026
(iv)	Value of Transaction	Rs. 5 crore	Rs. 5 crore	Rs. 5 crore
(v)	Details of Loan :			

# Goalpost Industries Limited

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	Source of fund :	The Related party has provided the loan from its internal sources.	NA	NA
	Nature of Indebtedness	Unsecured	NA	NA
	Cost of funds & tenure	Company shall pay the interest rate as per the terms of agreement and same shall be in force till all the obligations towards the Lender are fully met	NA	NA
	Interest Rate, Repayment & secured or unsecured	12% p.a. Interest with repayment on demand	NA	NA
	Purpose of loan	Working Capital	NA	NA
(vi)	Percentage of the Company's annual consolidated turnover for the immediately preceding financial year, that is represented by the value of the proposed transaction	25.63 % of the turnover of the FY 2024-25	25.63 % of the turnover of the FY 2024-25	25.63 % of the turnover of the FY 2024-25
(vii)	Justification as to why the related party transaction is in the interest of the Company	This related party transactions are beneficial of the Company.	This related party transactions are beneficial of the Company.	This related party transactions are beneficial of the Company.
(viii)	Details of valuation or other external party report, if such report has been relied upon	NA	NA	NA
(ix)	Any other	All the material terms & conditions are finalized with the mutual consent of both the parties.	All the material terms & conditions are finalized with the mutual consent of both the parties.	All the material terms & conditions are finalized with the mutual consent of both the parties.

# Goalpost Industries Limited

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All the above transactions are in the ordinary course of business and on arm's length basis and the parties shall consider all the relevant factors before executing the transactions/agreements.

Except Independent Directors & Whole Time Director and their relatives all the other non-executive directors & their relatives are interested in this resolution.

The said material related party transactions have been recommended by the Audit Committee and Board of Directors of the Company for consideration & approval by the members.

Shareholders who have any interest in the above said related parties, shall not be eligible to vote on this resolution.

#### **Additional Information on Directors recommended for seeking appointment/re-appointment as required pursuant to Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)**

S. No.	Name of the Director	ROHIT MITTAL
1.	DIN	02527072
2.	Date of Birth	04/05/1989
3.	Original date of Appointment	October 08,2024
4.	Qualification	Bachelors in Business Administration from Guru Jamb Eshwar University of Science & Technology and a Graduate Diploma in International Business from Jagan Nath Institute of Management Sciences
5.	Profile/ Expertise	With over 6 years of relevant experience in the trading business and more than 8 years in the hospitality industry, he brings a wealth of knowledge and expertise to his roles.
6.	Directorship in other Listed Entities	1. Sunita Bonds And Holdings Limited_ Member 2. Super Finance Ltd 3. Ganga Builders Ltd
7.	Listed entities from which Rohit has resigned in past three years	NIL
8.	Remuneration Proposed to be paid	NIL
9.	Number of Shares held in Company	NIL
10.	Chairman / Member of Committee(s) of Board of Directors of the Company	AC, NRC, SRC
11.	Chairman / Member of the Committee(s) of Board of Directors of other Listed companies in which he is a Director	<b>Chairperson: Nil</b> <b>Member : Sunita Bonds and Holdings Limited_ Member</b>
12.	Disclosure of inter-se relationships between directors and KMP	Mr. Rohit Mittal is not related to any other director of the Company. but related to Mrs. Lalita Mittal who is already appointed as director.

# Goalpost Industries Limited

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S. No.	Name of the Director	YOGESH KUMAR
1.	DIN	10266903
2.	Date of Birth	03/07/1988
3.	Original date of Appointment	16/07/2025
4.	Qualification	Mr. Yogesh Kumar (DIN: 10266903) has completed his BCA from Sikkim Manipal University.
5.	Profile/ Nature of expertise in specific functional areas	Mr. Yogesh Kumar has completed his BCA from Sikkim Manipal University and is engaged with both private and public companies, leveraging his extensive business acumen and has more than 8 years of relevant experience in the business.
6.	Listed entities (other than Goalpost) in which Yogesh Kumar holds directorship and committee membership	Nil
7.	Number of Shares held in Company	Nil
8.	Chairman / Member of the Committee(s) of Board of Directors of other Companies in which he is a director	Nil
9.	Disclosure of inter-se relationships between directors and KMP	Mr Yogesh Kumar is not related to any director of the Company .
10.	Listed entities from which Yogesh Kumar has resigned in past three years	Nil

# Goalpost Industries Limited

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## GOALPOST INDUSTRIES LIMITED

Regd Office: 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector- 14, Rohini New Delhi- 110 085  
Email Id: gulmoharlimited@gmail.com, Tel. : +91-9599909919, Website: www.goalpostltd.in  
CIN: L74110DL1982PLC013956

### ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Name	
Address	
DP-ID/CLIENT-ID*	
Regd. Folio No.	
No. of shares held	
Whether the member is attending the meeting in person or by proxy or by authorized representative	
Name of the proxy (to be filed in if proxy attends instead of the member).	

I/We certify that I/We am/are registered Shareholder/Proxy for the registered Shareholder of the Company. I/we hereby record my/our presence at the Annual General Meeting of the Company held on Friday, 26<sup>th</sup> September, 2025 at 11:00 A.M., at the Registered Office of the Company situated at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085.

**Signature of the Member/Proxy**  
(To be signed at the time of handing over the slip)



## GOALPOST INDUSTRIES LIMITED

( Formerly known as Gulmohar Investments and Holdings Limited)

Regd Office: 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector- 14, Rohini New Delhi- 110 085

Email Id: gulmoharlimited@gmail.com, Tel. : +91-9599919919, Website: www.goalpostltd.in

CIN: L74110DL1982PLC013956

### FORM NO. MGT-11

### PROXY FORM

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

**CIN: L74110DL1982PLC013956**

**Name of the Company: Goalpost Industries Limited**

**Venue of the Meeting: 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085**

**Date and Time: 26<sup>th</sup> September, 2025 at 11:00 A.M.**

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE**

Name	
Address	
DP-ID/CLIENT-ID/ Regd. Folio No.	
No. of shares held	

I/We, being the member(s) of ..... shares of the above named company, hereby appoint the following as my/our Proxy to attend vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Friday, 26<sup>th</sup> September, 2025 at 11:00 A.M. at 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085 and at any adjournment thereof) in respect of such resolutions as are indicated below:

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

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

# Goalpost Industries Limited

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3. Name: \_\_\_\_\_ Address: \_\_\_\_\_  
E-mail ID: \_\_\_\_\_ Signature: \_\_\_\_\_  
or failing him/her

I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

S. No.	Resolution	Number of shares held	For	Against
<b>Ordinary Business</b>				
1.	To consider and adopt the Audited standalone Balance Sheet of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and the Auditors thereon.			
2.	To appoint a Director in place of Mr. Rohit Mittal (DIN: 02527072) who retires by rotation and, being eligible, offers himself for re-election.			
<b>Special Business</b>				
3	Appointment of Secretarial Auditor of the Company			
4	Power to Mortgage Property of the Company			
5	Power of Borrowings			
6	Power to Loan and Investment by a Company			
7	Approval Of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013:			
8	Appointment of Mr. Yogesh Kumar (DIN:10266903) as a Whole- Time Director of the Company.			
9	Authorization For Material Related Party Transactions With Related Parties			

Signature of shareholder .....

Signature of Proxy holder(s)

Signed this ..... Day of ..... 2025

Affix  
Revenue  
Stamp

# Goalpost Industries Limited

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**Note:**

- a. This is optional to put a tick mark (✓) in the appropriate column against the resolutions indicated in the box. If a member leaves the “For” or “Against” column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write “Abstain” across the boxes against the Resolution.
- b. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- c. A Proxy need not be a member of the Company.
- d. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

## GOALPOST INDUSTRIES LIMITED

(Formerly known as Gulmohar Investments and Holdings Limited)  
Regd Office: 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector- 14, Rohini New Delhi- 110 085  
Email Id: gulmoharlimited@gmail.com, Tel. :+91-9599919919, Website: www.goalpostltd.in  
CIN: L74110DL1982PLC013956

### FORM NO. MGT-12 POLLING PAPER

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

CIN: L74110DL1982PLC013956  
Name of the Company: GOALPOST INDUSTRIES LIMITED  
Venue of the Meeting: 324A, III<sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi-110085  
Date and Time: 26<sup>th</sup> September, 2025 at 11:00 A.M.

#### BALLOT PAPER

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./*Client ID No.	
4.	Class of Share	

S. No.	Resolution	Number of shares held	For	Against
<b>Ordinary Business</b>				
1.	To consider and adopt the Audited standalone Balance Sheet of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and the Auditors thereon.			
2.	To appoint a director in place of Mr. Rohit Mittal (DIN: 02527072)) who retires by rotation and, being eligible, offers himself for re-election.			
<b>Special Business</b>				
3.	Appointment of Secretarial Auditor of the Company			
4.	Power To Mortgage Property of the Company			
5.	Power of Borrowings			
6.	Power To Loan and Investment by a Company			

# Goalpost Industries Limited

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7	Approval Of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013:			
8	Appointment of Mr. Yogesh Kumar (DIN:10266903) as a Whole- Time Director of the Company.			
9	Authorization For Material Related Party Transactions With Related Parties			

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

**Place:**

**Date:**

**(Signature of the shareholder)**

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## DIRECTOR REPORT

To the Shareholders,

Your Directors take pleasure in presenting the 43<sup>rd</sup> Annual Report on the business and operations of your Company along with the audited standalone financial statements for the year ended 31<sup>st</sup> March, 2025.

### COMPANY OVERVIEW

Goalpost Industries Limited ("the Company") was incorporated on 13<sup>th</sup> June, 1982 under the provisions of Companies Act, 1956.. The Equity Shares of the Company are listed on "The Metropolitan Stock Exchange of India Limited (MSEI) and The Calcutta Stock Exchange Limited (CSE) only"

### FINANCIAL PERFORMANCE OF THE COMPANY

The Company's standalone financial results are as under:

(Rs in 'lacs')

PARTICULAR	March 31,2025	March 31,2024
Gross Revenue from Operations	1953.92	705.42
Finance cost	0.12	1.59
Depreciation and amortization expense	0.70	1.02
Profit before tax	141.13	4.28
Profit after tax	105.14	4.93
Earning Per Share ( In Rs)	1.78	2.01

### BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR

The total revenue from operations of Company for the year ended March 31, 2025 stood at Rs.1953.92 lacs as against Rs. 705.42 lacs for the year ended March 31, 2024. The Profit before tax reduced to Rs.141.13 lacs as compared to Rs. 4.28lacs in the previous year. The Company had incurred net profit of Rs.105.14lacs for the year ended March 31, 2025 as compared to Rs. 4.93lacs in the previous year ended March 31, 2024.

### STATE OF COMPANY'S AFFAIRS

With the expected positive momentum in the Indian economy, the Company is focused on growth and achieving profitability along with a renewed commitment to customer service. Innovations, investment and positive modifications are expected in the near future, boosting the Company's revenue. Together with forward looking strategy, the Company is also focusing extensively on expanding the business and operational improvements through various strategic projects for operational excellence.

### CHANGE IN NATURE OF BUSINESS

During the year there was no change in the nature of business of the Company.

### RESERVES

Your Company has transferred 105.14 Lacs amount to general reserve out of the profits of the year.

### DIVIDEND

During the year, the board does not declared and paid any dividend.

#### TRANSFER TO THE INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 124 of the Companies Act, 2013 and the applicable rules made thereunder, shareholders are hereby informed that the Company holds unclaimed dividends for the following financial years:

- For the financial year 2021-22: ₹22,217
- For the financial year 2022-23: ₹9,481

As per the statutory requirements, any dividend remaining unclaimed for a period of **seven (7) years** from the date of its transfer to the Unpaid Dividend Account shall be transferred by the Company to the **Investor Education and Protection Fund (IEPF)** established by the Central Government.

Unclaimed dividend for the FY 2021-22 ₹22,217 shall be transferred in the IEPF account in the FY 2029-2030.

Unclaimed dividend for the FY 2022-23 ₹9,481 shall be transferred in the IEPF account in the FY 2030-2031.

Shareholders who have not yet claimed their dividend for the aforesaid years are requested to do so at the earliest. Once transferred to the IEPF, no claim shall lie against the Company for such amounts.

#### SHARE CAPITAL

As on 31<sup>st</sup> March, 2025, company's authorised share capital is Rs. 10,50,00,000 (Rupees Ten Crore fifty lacs only) divided into 1,05,00,000 ( One Crore Five Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each.

As on 31<sup>st</sup> March, 2025, company's issued, subscribed and paid up share capital is Rs. 10,24,50,000 (Rupees Ten Crore Twenty Four Lakh Fifty Thousand only) divided into 10,2,45,000 (one crore Two Lakh Forty Five Thousand) Equity Shares of Rs. 10/-(Rupees Ten only) each.

#### WARRANTS CONVERSION

Pursuant to the approval granted by the shareholders and the Metropolitan Stock Exchange of India (MSEI), during the financial year 2024-25, the Company has converted 1,00,00,000 (one crore) warrants, which were allotted in the previous financial year 2023-24, into equal number of equity shares of the Company. This conversion was made in accordance with the terms and conditions of the warrant allotment and the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended.

The conversion of warrants into equity shares has resulted in an enhancement of the Company's paid-up equity share capital and is in line with its strategic growth initiatives. The details of the conversion are as follows:

- Number of warrants converted: 1,00,00,000
- Number of equity shares allotted: 1,00,00,000
- Date of conversion: 06.09.2024

The Board of Directors of the Company believes that this conversion will further strengthen the Company's capital structure and facilitate its growth plans, thereby enhancing shareholder value.

#### DEPOSITS

During the year under review, the Company has not accepted any deposits from the public under Section 73 of the Companies Act, 2013 and rules made there under.

#### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013



The Company had made some investments, given loans, guarantees and securities covered under Section 186 of the Companies Act, 2013 during the financial year under review. The details in respect of investments as per Section 186 (4) made have been disclosed in the notes to the financial statements.

#### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

In the opinion of the Board, there has been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

There has been no significant and material order passed by any regulator, courts or tribunals impacting the going concern status and operations of the Company in future.

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

In view of the nature of the activities carried out by the Company, Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014 relating to conservation of energy and technology absorption, are not applicable to the Company. However, the Company makes all efforts towards conservation of energy, protection of environment and ensuring safety. During the year under review, the Company had no earnings and expenditure in foreign exchange.

#### **PARTICULAR OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures pertaining to remuneration and other details, as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are given in "Annexure A" of this Report.

#### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Management Discussion and Analysis Report has been appended separately, are given in "Annexure B" of this Report.

#### **CORPORATE GOVERNANCE**

The company is committed to maintain high standards of corporate governance. A separate report on, pursuant to regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided with a certificate from the Statutory Auditors of the Company regarding compliance of conditions of Corporate Governance as stipulated under Listing Regulations, including the management discussion and analysis, and shareholders' information forms a part of this report.

As required by Regulation 17(8) read with Schedule II Part B of the Listing Regulations, the Management and CFO of the Company have given appropriate certifications, inter alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee to the Board of Directors.

Details of the depository system and listing of shares and Registrar & Share Transfer Agent are given in the section Shareholder information, which forms a part of the Corporate Governance Report.

## **RISK MANAGEMENT**

While the business risk associated with operating environment, ownership structure, Management, System & Policy, the financial risk lies in Asset Quality, Liquidity, Profitability and Capital Adequacy. The company recognizes these risks and makes best effort to mitigate them in time. Risk Management is also an integral part of the Company's business strategy.

Business Risk Evaluation and Management is an ongoing process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risk as also identify business opportunities.

## **INTERNAL CONTROL SYSTEMS**

The Company's Internal Control System is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficiency of the Company's internal controls, including its systems and processes and compliance with regulations and procedures.

## **HEALTH, SAFETY AND ENVIRONMENT PROTECTION**

The Company has complied with all the applicable environmental law and labour laws. The Company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

## **PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

All transactions entered with Related Parties for the year under review were on arm's length basis and in the ordinary course of business.. All Related Party Transactions are placed before the Audit Committee as also the Board for approval, where ever required. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of a foreseeable and repetitive nature. A statement giving details of all related party transactions entered into is annexed to this report as **Form AOC-2 (Annexure-C)**. The Company had formulated a policy on dealing with related party transactions which has been uploaded on the Company's website [www.goalpostltd.in](http://www.goalpostltd.in).

## **SUBSIDIARIES, HOLDING, JOINT VENTURES OR ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Holding, Joint Venture or Associate Company. A separate section on the performance and financial position of the subsidiary company in **Form AOC- I** is part of the report and is annexed herewith as **Annexure 'D'**.

## **DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)**

### **Board of Directors**

As on March 31, 2025, your Board comprised of 4 (four) Directors which includes two non-executive directors and two independent directors (including three women director). Your Directors on the Board possess experience, competency and are renowned in their respective fields. All Directors are liable to retire by rotation except Independent Directors whose term of 5 consecutive years was approved by the Shareholders of the Company in the Annual General Meeting.

### **During the financial year and till the ensuing AGM, following change in Management:**

1. Mr. Pawan Kumar Mittal, Non-Executive Non-Independent directors of the Company has resigned from the Board w.e.f 12.11.2024.
2. Mrs. Kiran Mittal resigned as non-executive non-independent directors resigned from the board w.e.f 12.11.2024.
3. Mr. Ish Sadana ,Non-Executive- Independent directors of the Company has resigned from the Board w.e.f 27.08.2024.

4. Mrs. Geetika Garg appointed as Non-Executive- Independent directors w.e.f 27.08.2024 with the approval of shareholders in the AGM.
5. Mr. Rohit Mittal appointed as non-executive non independent director w.e.f 08.10.2024 with the approval of shareholders in the EGM.
6. Mrs. Lalita Mittal appointed as non-executive non independent director w.e.f 08.10.2024 with the approval of shareholders in the EGM.

#### **Key Managerial Personnel**

As on March 31, 2025, following members holds the position of Key Managerial Personnel are:

1. Mr. Mohd Aslam Baqui, Chief Financial Officer
2. Mrs. Kanta Bansal ,Chief Executive Officer
3. Mrs. Kalika Mishra , Company Secretary and Compliance Officer

#### **Board Evaluation**

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

#### **Declaration given by Independent Directors**

Pursuant to Section 149(7) of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, the Company has received declarations from all the Independent Directors of the Company confirming that they meet the 'criteria of Independence' as prescribed under Section 149(6) of the Companies Act, 2013 and have submitted their respective declarations as required under Section 149(7) of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Familiarisation Programme**

The Company has put in place an induction and familiarisation programme for all its Directors including the Independent Directors.

#### **DETAILED REASON OF RESIGNATION OF INDEPENDENT DIRECTOR**

During the financial year 2024-25 Ish Sadana has resign from the post of independent director with effect from 27<sup>th</sup> August 2024. As per the resignation letter provided by the independent director resignation is due to pre occupation there is no material reason of the resignation of the director.

#### **DIRECTORS' APPOINTMENT AND REMUNERATION POLICY**

The Company's policy on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section (3) of Section 178 of the Companies Act, 2013, as is adopted by the Board.

The Company has adopted a comprehensive policy on Nomination and Remuneration of Directors on the Board. As per such policy, candidates proposed to be appointed as Directors on the Board shall be first reviewed by the Nomination and Remuneration Committee in its duly convened Meeting. The Nomination and Remuneration Committee shall formulate the criteria for determining the qualifications, positive attributes and independence of

a Director and recommend to the Board a policy, relating to the Remuneration for the Directors, Key Managerial Personnel and other employees. The Nomination and Remuneration Committee shall ensure that—

- a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- c) Remuneration to directors and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals. During the year under review, none of the Directors of the company receive any remuneration.

#### **DIRECTORS RESPONSIBILITY STATEMENT**

In terms of Section 134(5) of the Companies Act, 2013, your directors hereby confirm that:

- (a) in the preparation of the annual accounts for the financial year ended March 31, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that 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 preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts for the financial year ended March 31, 2025, on a going concern basis;
- (e) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

#### **MEETINGS**

##### **Board Meetings**

The Board of Directors of the Company met Seven (8) times during the financial year 2024-25. The meetings of Board of Directors were held on 19<sup>th</sup> April, 2024, 09<sup>th</sup> June 2024 13<sup>th</sup> August, 2024, ,27<sup>th</sup> August, 2024, 08<sup>th</sup> October,2024 , 12<sup>th</sup> November,2024, 08<sup>th</sup> January, 2025 and 20<sup>th</sup> January, 2025 .

The Minutes of the Meetings of the Board of Directors are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

The composition of the Board of Directors, their attendance at Board Meetings and last Annual General Meeting is as under:

Name of the Director	Designation	Category	Number of Board Meetings during the year		Attendance of Last AGM
			Held	Attended	
*Mrs. Kiran Mittal	Director	Non Executive- Non Independent	8	5	Yes
*Mr. Pawan Kumar Mittal	Director	Non Executive- Non Independent	8	5	Yes

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*Mr. Ish Sadana	Director	Non Executive-Independent	8	3	No
*Mr. Geetika Garg	Director	Non Executive-Independent	8	5	Yes
Mrs. Swati Jain	Director	Non Executive-Independent	8	8	Yes
*Mr. Rohit Mittal	Director	Non executive non independent	8	3	No
*Mrs. Lalita Mittal	Director	Non executive- non independent	8	3	No

\*Mr. Ish Sadana, Non Executive- Independent directors of the Company has resigned from the Board w.e.f 27.08.2024 Mrs. Geetika Garg appointed as Non Executive- Independent directors w.e.f 27.08.2024. Mr. Rohit Mittal and Mrs. Lalita Mittal appointed as non executive non independent director an on 08.10.2025 and Mr. Pawan Kumar Mittal and Mrs. Kiran Mittal resigned with effect from 12.11.2025

The necessary quorum was present in all the meetings. The intervening gap between any two meetings was not more than one hundred and twenty days as prescribed by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015. The agenda and Notice for all the Meetings was prepared and circulated in advance to the Directors.

#### Information provided to the Board

The Board of the Company is presented with all information under the following heads, whenever applicable and materially significant. These are summarized either as part of the agenda will in advance of the Board Meetings or are tabled in the course of the Board Meetings. This, inter alia, includes:

- Annual operating plans of businesses, capital budgets, updates.
- Quarterly results of the Company and its operating divisions or business segments.
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Materially important litigations, show cause, demand, prosecution and penalty notices.
- Fatal or serious accidents.
- Any material default in financial obligations to and by the Company or substantial non-payment for services rendered by the Company.
- Any issue, which involves possible public liability claims of substantial nature, including any judgment or order, which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Transactions had involved substantial payments towards good-will, brand equity, or intellectual property.
- Significant development in the human resources front.
- Sale of material, nature of investments, assets which is not in the normal course of business.
- Quarterly update on the return from deployment of surplus funds.
- Non-compliance of any regulatory or statutory provisions or listing requirements as well as shareholder services as non-payment of dividend and delays in share transfer.
- Significant labor problems and their proposed solutions. Any significant development in Human Resources /Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.

#### Independent Directors Meetings

In due compliance with the provisions of the Companies Act, 2013 read with the rules made there under a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole

was evaluated, taking into account the views of directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the Board, its committees and individual directors was discussed.

One (1) meeting of Independent Directors was held on 4<sup>th</sup> March, 2025 during the year 2024-25.

## **COMMITTEE MEETINGS**

### **Audit Committee**

The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting progress with a view to ensuring accurate timely and proper disclosures and transparency, integrity and quality of financial reporting. The Committee oversees the work carried out by the management, internal auditors on the financial reporting process and the safeguards employed by them.

### **Brief description of the terms of reference**

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements reflect a true and fair position.
- Recommending the appointment, re-appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services.
- Reviewing the financial statements and draft audit report, including quarterly / half yearly financial information.
- Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:
  - Any changes in accounting policies and practices;
  - Major accounting entries based on exercise of judgment by management;
  - Qualifications in draft audit report;
  - Significant adjustments arising out of audit;
  - Compliance with accounting standard;
  - Compliance with stock exchange and legal requirements concerning financial statements;
  - Any related party transactions as per Accounting Standard 18.
- Reviewing the Company's financial and risk management policies.
- Disclosure of contingent liabilities.
- Reviewing with the management, external and internal auditors and the adequacy of internal control systems.
- Discussion with internal auditors of any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Looking into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- Reviewing compliances as regards the Company's Whistle Blower Policy.
- Mandatory review of following information
  - Management discussion and analysis of financial condition and results of operations;
  - Statement of significant related party transactions, submitted by management;
  - Management letters / letters of internal control weaknesses issued by Statutory Auditors and:



- Appointment, removal and terms of remuneration of Internal Auditor.

The Board has re-constituted the Audit Committee in accordance with the requirement of Companies Act, 2013 and other applicable provisions. All members of Audit Committee are financially literate and have financial management expertise. The Audit Committee comprises of three members including all as independent director out of which one is chairman of this committee.

#### **Nomination and Remuneration Committee**

The policy formulated under Nomination and Remuneration Committee are in conformity with the requirements as per provisions of sub-Section (3) of Section 178 of Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company had Constituted Nomination and Remuneration Committee to decide and fix payment of remuneration and sitting fees to the Directors of the Company as per provisions u/s 178 of the Companies Act, 2013.

The terms of reference of the remuneration committee in brief pertain to inter-alia, determining the Companies policy on and approve specific remuneration packages for executive director (s)/Manager under the Companies Act, 2013 after taking in to account the financial position of the Company, trend in the industry, appointees qualification, experience, past performance, interest of the Company and members.

This Nomination & Remuneration committee will look after the functions as enumerated u/s 178 of the Companies Act, 2013. This Committee has comprises three members including all members as independent directors out of which one member is chairman of the committee.

The Minutes of the Meetings of the Nomination and Remuneration Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

#### **Stakeholder's Relationship Committee**

The scope of the Stakeholders' Relationship Committee is to review and address the grievance of the shareholders in respect of share transfers, transmission, non-receipt of annual report, non-receipt of dividend etc, and other related activities. In addition, the Committee also looks into matters which can facilitate better investor's services and relations.

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has an independent Stakeholders' Relationship Committee to consider and resolve grievances of the Shareholders / Investors. This Committee has comprises three members including all members as independent directors out of which one member is chairman of the committee.

The Minutes of the Meetings of the Stakeholders' Relationship Committee are discussed and taken note by the board of directors.

The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

The Composition of the Stakeholders' Relationship Committee and Their Attendance at the Meetings are as follows:

#### **Compliance Officer**

<b>Name</b>	Ms. Kalika Mishra, Company Secretary & compliance Officer
<b>Contact Details</b>	324A, III <sup>rd</sup> Floor, Aggarwal Plaza, Sector-14, Rohini, New Delhi 110085

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E- mail Id	<a href="mailto:gulmoharlimited@gmail.com">gulmoharlimited@gmail.com</a>
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#### Shareholders Meetings

There was last Annual general meeting of shareholders was held on September 26, 2024 and Extra-ordinary General Meeting held on February 15, 2025.

#### AUDITORS

##### Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed M/s. G Aakash & Associates, Practicing Company Secretary to undertake the Secretarial Audit of the Company for the Financial Year 2024-25.

##### ▪ Secretarial Auditors Reports

The Secretarial Auditors have given Secretarial audit report in Form MR-3 for financial year 2024-25, are given in "Annexure E" of this report.

##### ▪ Secretarial Auditors Observations

Board's Comments on the Qualifications in Secretarial Audit Report

**The Board of Directors has taken note of the qualifications made by the Secretarial Auditor in their Report for the financial year ended 31st March 2025. The Board's responses to the observations are as under:**

1. Observation:

*In terms of Regulation 31(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the promoter(s)/promoter group do not hold 100% of their shareholding in dematerialized form.*

- **Board'sComment:**

The Company acknowledges the observation and has taken up the matter with the concerned promoter(s)/promoter group. They have been advised to complete the dematerialization of their remaining physical shareholding at the earliest to ensure full compliance with SEBI regulations. The Company is closely monitoring the progress and expects compliance shortly.

2. Observation:

*In terms of Section 137 of the Companies Act, 2013 and Rule 12 of the Companies (Accounts) Rules, 2014, the Company had filed Form AOC-4 XBRL vide SRN: N19595743; dated 25.11.2024 with the Registrar of Companies, NCT of Delhi and Haryana.*

- **Board'sComment:**

The Company confirms that the financial statements were duly filed with the Registrar of Companies in Form AOC-4 XBRL. There was delay in this regard due to ISSUE in MCA Website.

3. Observation:

*In terms of Section 92 of the Companies Act, 2013 and Rule 11 of the Companies (Management and Administration) Rules, 2014, the Company had filed Form MGT-7 vide SRN: N24451999; dated 16.12.2024 with the Registrar of Companies, NCT of Delhi and Haryana.*

- **Board'sComment:**

The Company has complied with the requirement of filing its Annual Return for the financial year 2023-24 in Form MGT-7 not within the due date. The delay in filing was due to an inadvertent clerical oversight and was not intentional. We regret the delay and assure timely compliance in future.



#### **Internal Auditors**

Pursuant to the provision of Section 138 of the Companies Act, 2013 has mandated the appointment of Internal Auditor in the Company. Accordingly, the board had appointed M/s. Shweta Goel & co. (FRN: 034678), Practicing chartered accountants as the internal auditors of the company for the financial year 2024-25.

- **Internal auditors reports**

The Internal Auditors have placed their internal audit report to the company.

- **Internal Auditors Observations**

Internal Audit Report was self explanatory and need no comments.

#### **Statutory Auditors**

There are no qualifications, reservations or adverse remarks made by M/s **V. N. Purohit & Co.**, Chartered Accountants (FRN: 304040E), Statutory Auditors, in their report for the financial year ended March 31, 2025.

Pursuant to provisions of Section 143(12) of the Companies Act, 2013, the Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review.

- **Statutory Auditors' Report**

The Statutory Auditors have given an audit report for financial year 2024-25, are given in "**Annexure F**" of this report.

- **Statutory Auditors Observations**

The Notes on financial statement referred to in the Auditors' Report are self-explanatory. The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

#### **EXTRACT OF ANNUAL RETURN**

In accordance with Section 134(3)(a) of the Companies Act, 2013, the annual return of the company for the year will be available on the website of the company <https://goalpostltd.in/investors>

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1) OF THE COMPANIES ACT, 2013.**

All the transactions done with related parties for the year under review were on arm's length basis and are in compliance with the applicable provisions of the Act and Listing Agreement.

There are no material significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee of the Company for its approval. The particulars of contracts entered during the year are shown in the prescribed Form AOC-2 which is enclosed as Annexure.

#### **ENHANCING SHAREHOLDER VALUE**

Our Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders.

#### **DEMATERIALISATION OF SHARES**

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN-INE204V01016 has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates.

**VIGIL MECHANISM (WHISTLE BLOWER POLICY)**

In compliance with the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors of your Company has adopted the Vigil Mechanism and Whistle Blower Policy.

The Company believes in the conduct of its affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. The Company is committed to develop a culture in which every employee feels free to raise concerns about any poor or unacceptable practice and misconduct. In order to maintain the standards has adopted lays down this Whistle Blower Policy to provide a framework to promote responsible and secure whistle blowing.

**DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT 2013 READ WITH RULES**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & redressal ) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company has a Prevention of Sexual Harassment Policy which has formalized a free and fair enquiry process for dealing with such issues, with clear timelines.

The following is a summary of sexual harassment complaints received and disposed off during the year 2024-25:

- a. Number of sexual harassment complaints received – nil
- b. Number of sexual harassment complaints disposed off - nil
- c. Number of sexual harassment complaints pending beyond 90 days – nil

**DISCLOSURES WITH RESPECT TO THE COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961:**

Your Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the Period under review.

**Number of employees as on the closure of the financial year**

- a. Female - 5
- b. Male - 5
- c. Transgender - 0

**HUMAN RESOURCES**

People remain the most valuable asset of your Company. Your Company follows a policy of building strong teams of talented professionals. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset.

The Company recognizes people as its most valuable asset and the Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.

#### **CORPORATE SOCIAL RESPONSIBILITY**

The Company is not required to spend any amount in respect of Corporate Social Responsibility as provisions relating to Corporate Social Responsibility under Section 135 of Companies Act, 2013 is not applicable to Company.

#### **DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT U/S 143 OF THE COMPANIES ACT, 2013**

During the year under review, your Directors do not observe any transactions which could result in a fraud. Your Directors hereby declares that the Company has not been encountered with any fraud or fraudulent activity during the Financial Year 2024-2025.

#### **OTHER DISCLOSURES**

Your Directors state that during the financial year 2024-25:

- The Company did not issue any equity shares with differential rights as to dividend, voting or otherwise.
- The Company did not issue any Sweat Equity shares.
- The Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- The company has converted its earlier allotted convertible warrants on 02.08.2023 into equity shares on dated 06.09.2024 and also get the MSEI approval for the listing and trading of further capital of the company.

#### **COMPLIANCE**

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), Stock Exchange(s), Securities and Exchange Board of India Limited (SEBI) etc.

The Company has complied with all applicable provisions of Companies Act, 2013, Listing Agreement executed with the Stock Exchanges, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules/regulations/guidelines issued from time to time.

#### **SECRETARIAL STANDARDS OF ICSI**

Pursuant to the approval by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India on April 10, 2015, the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) came into effect from July 01, 2015. Thereafter, Secretarial Standards were revised with effect from October 01, 2017. The Company is in compliance with the Secretarial Standards.

#### **CAUTIONARY STATEMENT**

Statements in the Board's Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include global and Indian demand supply conditions, finished goods prices, feed stock availability and prices, cyclical demand and pricing in your Company's principal markets, changes in Government regulations, tax regimes, economic developments within India and the countries within which your Company conducts business and other factors such as litigation and labour negotiations. Your Company is not obliged to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events or otherwise.

#### **ACKNOWLEDGMENT**

Your Directors wish to express their sincere appreciation for the support and cooperation, which the Company continues to receive from its clients, Banks, Government Authorities, Financial Institutions and associates and are grateful to the shareholders for their continued support to the Company. Your Directors place on record their appreciation for the contributions made and the efforts put in by the management team and employees of the Company at all levels.

**By the order of the Board of Directors of  
For Goalpost Industries Limited**

**sd/-  
Rohit Mittal  
Director  
DIN: 02027072**

**sd/-  
Lalita Mittal  
Director  
DIN:07008283**

**Date: 27/08/2025  
Place: New Delhi**

**CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER (CFO)  
CERTIFICATION**

I, undersigned, in my capacities as Chief financial officer of M/s Goalpost Industries Limited ("*the company*"), to the best of knowledge and belief certify that:

(a) I have reviewed audited quarterly financial results for the quarter and year ended March 31, 2025 and that to the best of our knowledge and belief I state that:

- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the quarter and year ended March 31, 2025 which are fraudulent, illegal or violative of the company's code of conduct.

(c) I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.

(d) I accept responsibility for establishing and maintaining internal controls for financial reporting and that i have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and i have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.

(e) Based on our recent evaluation, i have indicated to the auditors and the Audit committee:

- i. That there are no significant changes in internal control over financial reporting during the quarter;
- ii. That there are no significant changes in accounting policies during the quarter and that the same have been disclosed in the notes to the financial results; and
- iii. That no instances of significant fraud of which i have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**For Goalpost Industries Limited**

**SD/-**

**Mohd Aslam Baqui**  
**(Chief Financial Officer)**  
**PAN: AAQPB3094B**

Date: 23.05.2025

Place: New Delhi

**Annexure A**

**PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

**INFORMATION UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

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

*No Remuneration was paid to any directors during the year under review except Sitting fees.*

- ii) The percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer, Company Secretary or Manager, if any, in the Financial Year: **NIL**
- iii) The percentage increase in the median remuneration of employees in the financial year **NIL**
- iv) The number of Permanent employees on the rolls of the company: Three (3)
- v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: **Nil**
- vi) the key parameters for any variable component of remuneration availed by the directors: **NIL**
- vii) Affirmation that the remuneration is as per the remuneration policy of the company  
**It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.**

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A. Details of top ten employees in terms of remuneration drawn:  
(in `)

Name & Designation	Age (in Years)	Remuneration Received	Nature of Employment (Contractual or otherwise)	Qualification & Experience	Date of commencement of Employment	Last Employment	% of Equity Share held	Whether related to Director or Manager
Mr. Mohd Aslam Baqui		600000	CFO	Graduate	01/12/2020	-	-	No
Kalika Mishra		240000	Company Secretary	Member of ICSI	27/04/2022	-	-	No

B. Names of employees who are in receipt of aggregate remuneration of not less than rupees one crore and two lakh if employed throughout the financial year 2024-25:  
(in `)

[illegible]

C. Name of employee whose remuneration in aggregate was not less than eight lakh and fifty thousand per month if employed for part of the financial year 2024-25:  
(in `)

[illegible]

**Annexure B**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRY STRUCTURE AND DEVELOPMENT**

The year witnessed a highly dynamic situation of our country, India must be consistent in regaining its position as a leading emerging market investment destination. This can only be possible if consistency and clarity is in our policies. In anticipation of the election results the equity markets have created an all time high and currency markets are buoyant but investors (private and foreign) are waiting for stability of governance. They will see policy actions before committing long term capital to India. Basically, India is experiencing a difficult economic situation on the growth, asset quality, inflation and fiscal deficit fronts. Growth estimation graph shows bottomward trends but recovery is predicated upon clarity of policy matters and decision making by the Government. Both of the factors are out of the control of private enterprises.

The past year has been a challenging year for our Industry with lots of ups and downs. In spite of the above, the industry has been able to maintain its steady performance during the year under review.

**Goalpost Industries Limited** is engaged mainly in the business of trading includes buying, selling, reselling, importing, exporting, transporting, trading, dealing in any manner whatsoever and to carry out all such activities as may be ancillary to the achievement of main objectives of the Company. The industry structure relevant to the Company's operations is mainly concerned with the capital market.

Your Company's performance for the year 2024-25 has to be viewed in the context of aforesaid economic and market environment.

### **OPERATING RESULTS OF THE COMPANY**

The total revenue from operations of Company for the year ended March 31, 2025 stood at Rs.1953.91 lacs as against Rs. 705.42 lacs for the year ended March 31, 2024. The Profit before tax reduced to Rs.141.13 lacs as compared to Rs.4.28lacs in the previous year. The Company had incurred net profit of Rs.105.14lacs for the year ended March 31, 2025 as compared to Rs. 4.93lacs in the previous year ended March 31, 2024.

### **OPPORTUNITIES**

- i) There is a provision of more FDI and investment opportunities.
- ii) Withdrawal of quota restriction is contributing immensely in market development.
- iii) The global needs are being catered with product development.
- iv) An upsurge in the purchasing power and disposable income of Indian customers has opened room for new market development.

### **THREATS**

- i) The sector uses the loans for various business activities ranging from the business of hire purchase company and to acquire, to provide on all type hire purchase basis of industrial and official plant, equipment machinery, vehicles, Agriculture, Handicrafts, Trading, Services, Shops, Livestock, and Production to others. As banks are unable to appraise the credit requirements of the micro and small businesses, they are unable to extend credit facilities with collateral security. The banking system will not be able to meet this demand and a wide gap exists giving the Company an opportunity to grow in its financing of Small Business/ Industrial Loans. Major threat faced by Goalpost Industries Limited would-be circumstances of not being able to raise funds for its future business operations.



- ii) Inflation could trigger increase in consumer price inflation, which would dampen growth.
- iii) Striking a balance between demand and supply.
- iv) Unfavorable economic development.
- v) Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

### **PROSPECT & OUTLOOK**

Goalpost Industries Limited expects to improve its performance in financial year 2024- 25 and hopes to grow at rate faster than the growth of bank credit. The approach would be to continue with the growth momentum while balancing risk. The Company will continue to invest in strengthening risk management practices; and in maintaining its investment in human resources to consolidate its position as a potentially big NBFC in India.

### **RISKS AND CONCERNS**

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth. Risk Management is an integral part of our Company's business strategy. A dedicated team is a part of the management processes governed by the senior management team. This team reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The team nurtures a healthy and independent risk management function to avoid any kind of misappropriations in the Company. As part of the Risk Management framework, the management of Credit Risk, Market Risk, Operational Risk and Fraud Risk are placed under the Head – Risk. The Credit Risk management structure includes separate credit policies and procedures for various businesses. The risk policies define prudential limits, portfolio criteria, exceptional approval metrics, etc. and cover risk assessment for new product offerings. Concentration Risk is managed by analyzing counter-party, industry sector, geographical region, single borrower and borrower group. Retail Finance credit approval is based on product / programs and monitoring is primarily done at the portfolio level across products and programs. Casual analysis is carried out and corrective actions are implemented on key risk indicators. A Senior Management oversight committee meets periodically to review the operational risk profile of the organization. Fraud risks are mitigated through a fraud risk management team

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficiency of the Company's internal controls, including its systems and processes and compliance with regulations and procedures. Internal Audit Reports are discussed with the Management and are reviewed by the Audit Committee of the Board which also reviews the adequacy and effectiveness of the internal controls in the Company. The Company's internal control system is commensurate with the size, nature and operations of the Company.

### **HUMAN RESOURCES**

Human Resources are highly valued assets at Goalpost Industries Limited. The company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

### **MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATION FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

We recognize people as our most valuable asset and we have built an open, transparent and meritocratic culture to nurture this asset. Talent Management is a key people planning tool that provides an integrated means of identifying, selecting, developing and retaining top talent within our organization. Attrition has been managed well and has been below industry benchmarks. Goalpost Industries Limited has kept a sharp focus on Employee Engagement. We follow 360-degree feedback to ensure the satisfaction of our people. We have a strong system of

# Goalpost Industries Limited

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grievance handling too. No concern of our people goes without addressing. We strive for excellence by thriving on Goalpost Industries Limited positivity.

## **CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

**Annexure-C**

**FORM AOC - 2**  
**(PURSUANT TO CLAUSE (H) OF SUB-SECTION (3) OF SECTION 134 OF THE ACT AND RULE**  
**8(2) OF THE COMPANIES (ACCOUNTS) RULES, 2014)**

**DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISIO 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: NIL
  - (b) Nature of contracts/arrangements/transactions: NIL
  - (c) Duration of the contracts / arrangements/transactions: NIL
  - (d) Salient terms of the contracts or arrangements or transactions including the value: NIL
  - (e) Justification for entering into such contracts or arrangements or transactions: NIL
  - (f) Date of approval by the Board: NIL
  - (g) Amount paid as advances: NIL
  - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL

**2. Details of material contracts or arrangements or transactions at Arm's length basis**

<b>Name (s) of the related party &amp; nature of relationship</b>	<b>Nature of contracts/ arrangements/ transaction</b>	<b>Duration of the contracts/ arrangements/ transaction</b>	<b>Salient terms of the contracts or arrangements or transaction including the value, if any</b>	<b>Date of approval by the Board</b>	<b>Amount paid as advances, if any</b>
N.A	N.A	N.A	N.A	N.A	N.A

The company has not entered into any related party contract or arrangement or transaction which is material. "Material Related Party Transactions" means a contract or arrangement or transaction as defined as material in Listing Regulations or any other law or regulation including any amendment or modification thereof, as may be applicable. And details of related party transaction as mentioned in notes in audited financial statement

On behalf of board of directors

Rohit Mittal  
( Director)  
DIN:02527072

**Date:**27.08.2025  
**Place:** New Delhi

**Goalpost Industries Limited**  
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**ANNEXURE-D**  
**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

**Part “A”: Subsidiaries**

Sl.No	Particulars	Details	
1.	Name of Subsidiary	Nil	Nil
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A	N.A
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A	N.A
4.	Share Capital	-	-
5.	Reserves and Surplus	-	-
6.	Total assets	-	-
7.	Total Liabilities	-	-
8.	Investments	-	-
9.	Turnover	-	-
10.	Profit before Taxation	-	-
11.	Profit for Taxation	-	-
12.	Profit after Taxation	-	-
13.	Proposed Dividend	-	-
14.	% of Shareholding	-	-

Notes:

**A. Part “B” of Form AOC-1** relates to detail of Associates and Joint Ventures is not been incorporated as there is no associates and joint Ventures of the Company.

**By the order of the Board of Directors of**  
**Goalpost Industries Limited**

Sd/-  
**Lalita Mittal**  
Director  
DIN: 07008283

Sd/-  
**Rohit Mittal**  
Director  
DIN: 02527072

**Date:**27.08.2025  
**Place:**New Delhi

Annexure E

Form No. MR-3

SECRETARIAL AUDIT REPORT

*FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025*  
*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies*  
*(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members,

**GOALPOST INDUSTRIES LIMITED**

Previously, known as Gulmohar Investments And Holdings Limited

CIN: L74110DL1982PLC013956

324A, Third Floor, Aggarwal Plaza,  
Sector-14, Rohini, New Delhi-110085

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GOALPOST INDUSTRIES LIMITED Previously, known as Gulmohar Investments And Holdings Limited** (hereinafter referred to as “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2025** (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter along with **Annexure-A** attached to this report.

I. The Company was engaged in the business of Non Banking Financial Institution as defined in Section 45 I (a) of the Reserve Bank of India Act, 1934 and carrying a Certificate of registration issued by Reserve Bank of India, New Delhi bearing certificate number B14.1649 till 9<sup>th</sup> September, 2019. And, afterwards, the said certificate was cancelled by the Reserve Bank of India.

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

- i. The Companies Act, 2013 (the Act) and the rules made 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 (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB); **(Not applicable to the Company during the Audit Period)**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
  - b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended till date;
  - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; \*
  - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; \*
  - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;\*
  - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; \*

**[\*Note: During the year under report, no event has occurred attracting provisions of these Regulations]**

- vi. Other Laws applicable to the Company:-

We have examined the framework, processes, and procedures of compliances of laws applicable on the Company in detail. We have examined reports, compliances with respect to applicable laws on test basis.

Other Miscellaneous and state laws.

- a) Income Tax Act, 1961;
- b) Goods and Services Tax Act, 2017

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India;
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and the Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited (MSEI) and the Calcutta Stock Exchange Limited.
- c) During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, and Guidelines to the extent applicable, Standards, etc. mentioned above subject to the following:
  - 1. *In terms of Regulation 31(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the promoter(s) or promoter group does not have their 100% shareholding in dematerialized form in the Listed Entity.*
  - 2. *In terms of Section 137 of the Companies Act, 2013 and Rule 12 of the Companies (Accounts) Rules, 2014, the Company had filed Form AOC-4 XBRL vide SRN: N19595743; dated 25.11.2024, with the Registrar of Companies, NCT of Delhi and Haryana.*
  - 3. *In terms of Section 92 of the Companies Act, 2013 and Rule 11 of the Companies (Management and Administration) Rules, 2014, the Company had filed Form MGT-7 vide SRN: N24451999; dated 16.12.2024, with the Registrar of Companies, NCT of Delhi and Haryana.*

Based on the information received and records maintained, we further report that:

- 1. The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive, women 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.
- 2. Adequate notice of at least seven days was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda 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 in compliance of the Act.
- 3. Majority decision is carried through and recorded in the minutes of the Meetings. Further as informed, no dissent was given by any director in respect of resolutions passed in the board and committee meetings.

Based on the compliance mechanism established by the company and on the basis of the Compliance Certificate (s) placed and taken on record by the Board of Directors at their meeting (s), we further report that;

There are adequate systems and processes in the company commensurate with the size and

# Goalpost Industries Limited

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operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company has not incurred any specific event / action that can have major bearing on the company's affairs in pursuance of above referred laws, rules, regulations; guidelines, standards etc subject to the following:

*We have been informed by the Company that a fine of Rs.1,80,000/- was imposed by MSEI for violation of Schedule XIX of SEBI (ICDR) Regulations, 2018 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019 issued for penal actions, along with listing approval letter of MSE having ref no. MSEI/LIST/2024/830 dated October 03, 2024, [which relates to late submission for making application for trading approval to the stock exchange within stipulated time]. However, after having delegations with the stock exchange, the penalty amount was waived off by the stock exchange.*

**For G AAKASH & ASSOCIATES  
COMPANY SECRETARIES**

**AAKASH GOEL  
(PROP.)  
M. NO.: A57213  
CP NO.: 21629  
Peer Review No.: 1685/2022  
UDIN: A057213G000818701**

**Date: 19.07.2025  
Place: Haryana**



**ANNEXURE-A**

**To,**

**The Members,**

**GOALPOST INDUSTRIES LIMITED**

**Previously, known as Gulmohar Investments And Holdings Limited**

**CIN: L74110DL1982PLC013956**

**324A, Third Floor, Aggarwal Plaza,**

**Sector-14, Rohini, New Delhi-110085**

**Sub: Our Secretarial Audit for the Financial Year ended March 31, 2025 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. We believe that the processes and practices, we followed provide a reasonable basis to 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 the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For G AAKASH & ASSOCIATES**  
**COMPANY SECRETARIES**

**AAKASH GOEL**  
**(PROP.)**

**M. NO.: A57213**

**CP NO.: 21629**

**Peer Review No.: 1685/2022**

**UDIN: A057213G000818701**

**Date: 19.07.2025**

**Place: Haryana**

## CORPORATE GOVERNANCE REPORT

The report on Corporate Governance is prepared pursuant to Regulation 34 read with Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

### A. Company’s Philosophy on Corporate Governance

Goalpost industries limited (“Company”) believes that effective Corporate Governance is a key component to enhance and maintain stakeholders’ value. The Company has adopted sound management practices and adheres to the applicable regulatory and legal framework.

The principles of Corporate Governance are based on transparency, accountability, business ethics which focuses on the sustainable success of the Company. The Company understands that a strong and transparent disclosure regime is pivotal to shareholders’ ability to exercise their rights on an informed basis. The Company constantly endeavors to promote mutual trust and co-operation with all its stakeholders by practicing requisite levels of disclosure and transparency, as per applicable laws and its policy(ies).

The Company is committed to following the highest level of Corporate Governance practices across all functions. It is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations, as applicable, with regard to Corporate Governance.

### B. Board of Directors

The Company has a very balanced and diverse Board of Directors, which primarily takes care of the business needs and stakeholders’ interest. The Board is at the core of our corporate governance practice and oversees and ensures that the Management serves and protects the long-term interest of all our stakeholders. The Board comprises persons of eminence with excellent professional achievements in their respective fields. The Non-executive Independent Directors on the Board are experienced, competent and highly renowned persons from the fields of finance & taxation, economics, law, governance etc. They take active part at the Board and Committee Meetings by providing valuable guidance to the Management on various aspects of business, policy direction, governance, compliance etc. and play critical role on strategic issues, which enhances the transparency and add value in the decision-making process of the Board of Directors.

The composition of the Board complies with Regulation 17 of the Listing Regulations as well as the provisions of the Companies Act, 2013. As on 31st March, 2025, the Company has Four Directors on its Board of which 2 Directors are Independent Directors which was 50 % of the total number of Directors. At present the number of Non- Executive Directors (NEDs) is more than 50% of the total number of Directors. The composition of the Board is in conformity with Regulation 17 of the SEBI Listing Regulations read with Section 149 of the Act.

None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

The names and categories of the Directors on the Board, their attendance at Board Meetings during the year and at the last Annual General Meeting, as also the number of Directorships and Committee Memberships held by them in other companies as on 31st March, 2025 are given below:

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Name of the Director	Category	No. of Board Meetings attended		Attendance at last AGM (Yes/No)	Relationships between Directors interest	No. of Directorships in listed entities including this entities	No. of independent directorship in listed entities including this entities Chairmanship	No. of Chairmanship / Memberships of audit and stakeholders committees in other listed entities.	
		Held	Attended					Membership	
*Pawan Kumar Mittal	Non - Executive Director	8	5	Yes	Spouse of Mrs. Kiran Mittal	5	0	7	0
*Kiran Mittal	Promoter Non - Executive Director	8	5	Yes	Spouse of Mr. Pawan Kumar Mittal	4	0	2	0
*Ish Sadana	Independent , Non - Executive Director	8	3	No	Not Applicable	2	2	4	0
*Rohit Mittal	Non - Executive Director	8	3	No	Son of Lalita Mittal	5	0	4	2
*Lalita Mittal	Non executive director	8	3	No	Mother of Rohit Mittal	5	0	4	2
*Geetika Garg	Independent, Non executive director	8	5	Yes	Not Applicable	4	4	6	2
Swati Jain	Independent director	8	8	yes	Not applicable	6	6	5	3

\*Mr. Ish Sadana, Non-Executive- Independent directors of the Company has resigned from the Board w.e.f 27.08.2024 Mrs. Geetika Garg appointed as Non-Executive- Independent directors w.e.f 27.08.2024. Mr. Rohit Mittal and Mrs. Lalita Mittal appointed as non-executive non independent director an on 08.10.24 and Mr. Pawan Kumar Mittal and Mrs. Kiran Mittal resigned with effect from 12.11.24

**Details of equity shares of the Company held by the Non- Executive Directors are given below:**

Name	Category	Number of equity shares
Mr. Rohit Mittal	Non-Executive Director	0
Mrs. Lalita Mittal	Non-Executive Director	0
Mr. Swati Jain	Independent and Non -Executive Director	0
Mrs. Geetika Garg	Independent and Non- Executive Director	0

### NUMBER OF MEETINGS OF THE BOARD

8 Board meetings were held during the year, as against the minimum requirement of four meetings.

#### Notes:

1. During the Financial Year 2024-25, Eight Board Meetings were held and the gap between two meetings did not exceed four months. The Board Meetings were held on 09<sup>th</sup> April, 2024, 13<sup>th</sup> August, 2024, 27<sup>th</sup> August, 2024, 06<sup>th</sup> September, 2024, 08<sup>th</sup> October 2024, 12<sup>th</sup> November, 2024, 08<sup>th</sup> January 2025, 20<sup>th</sup> January 2025.

2. In accordance with the provisions of the Listing Regulation, Membership/chairmanship of only, Audit Committee and Shareholders'/Investors' Grievance Committee have been considered.
3. During the year 2024-25, information as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.
4. The Board periodically reviews compliance reports of all laws applicable to the Company. Steps are taken by the Company to rectify instances of non-compliance, if any.
5. The details of the familiarization programme of the Independent Directors are available on the website of the Company (<http://www.goalpost.in>).

### CODE OF CONDUCT

The Company has framed Code of Conduct which is applicable to all Directors and members of Senior Management. Pursuant to this Code all the Directors & Senior Management have affirmed compliance with this Code for the year ended 31st March, 2025.

A declaration of compliance of this Code signed by Chairman is annexed to this report.

### SKILL/EXPERTISE/COMPETENCIES

The Board has identified the names of the Directors who have following skills/expertise/ competencies fundamental for the effective functioning of the Company which are currently available with the Board. Further, in the opinion of the Board the independent directors fulfill the conditions specified in these regulations and are independent of the management.

Sr. No	Skill/Expertise/ Competencies	Rohit Mittal	Lalita Mittal	Swati Jain	Geetika Garg
1.	<b>Global Business</b>				
	Understanding of global business dynamics, across various geographical markets	√	-	-	-
	industry verticals and regulatory jurisdictions.	√	-	-	-
2.	<b>Strategy and Planning</b>				
	Appreciation of long-term trends	√	√	√	√
	Strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.	√	√	√	√
3.	<b>Understanding of industry and operations</b>				
	Experience and knowledge of the functioning	√	√	√	√
	Operations	√	√	√	√
	Growth drivers	√	√	√	√
	business environment and changing trends in the metals	√	√	√	√
	manufacturing and engineering industries as well as experience in	√	√	√	√

	overseeing large supply chain operations				
4.	<b>Understanding of finance and related aspects</b>				
	Experience in financial management of large corporations with understanding of capital allocation & funding and financial reporting processes	√	√	√	√
5.	<b>Knowledge of Governance and Law</b>				
	Experience in developing governance practices	√	√	√	√
	serving the best interests of all stakeholders	√	√	√	√
	maintaining board and management accountability	√	√	√	√
	building long-term effective stakeholder engagements and driving corporate ethics and values.	√	√	√	√

#### COMMITTEES OF THE BOARD

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board has constituted/ Reconstituted a set of Committees with specific terms of reference / scope: Audit Committee, Corporate Social Responsibility, Nomination cum Remuneration Committee & Stakeholder Relationship Committee. The terms of reference of the Committee(s) detailing their scope of work are determined by the Board from time to time. The Board periodically reviews the minutes of the meetings of all Committees. Composition, terms of reference, number of meetings and related attendance etc., of these committees are detailed herein.

#### AUDIT COMMITTEE

The Audit Committee of the company has been dealing with matters prescribed by the Board of Directors on a case-to-case basis. In general, the primary role/objective of the Audit Committee is to review the financial statements of the Company, strengthen internal controls & look into all transactions having monetary implications on the functioning of the Company. The audit committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with section 177 of the Companies Act, 2013.

As on 31st March, 2025, the Committee has three our directors. All three Directors are Non-Executive in accordance with the prescribed guidelines.

Mrs. Geetika Garg, is the Chairman of the Committee. The other members are Mrs. Swati Jain and Mrs. Rohit Mittal. The members of the Committee have adequate knowledge in the field of finance, accounting, and law. The Scope of the functioning of the Audit Committee is to review, from time to time, the internal control procedures, the accounting policies of the Company and such other functions, as may be recommended from time to time by SEBI, Stock Exchanges and/or under the Companies Act, 2013, which inter-alia include review of:

1. Management Discussion and Analysis of financial condition and results of operations;
2. Statement of significant related party transactions submitted by the management;
3. Management letters/letters of internal control weaknesses issued by the statutory auditors;
4. Internal Audit Reports relating to internal control weaknesses;

5. The appointment, removal and terms of remuneration of the Statutory Auditor and Chief Internal Auditor; and  
6. Statement of Deviation, if any.

The CFO of the Company is permanent invitees to the meetings of the Committee. The Company Secretary acts as Secretary to the Committee. During the year, 4 (Four) meetings of the Audit Committee were held on 19<sup>th</sup> April, 2024; 13<sup>th</sup> August, 2024, 12<sup>th</sup> November, 2024, and 8<sup>th</sup> January, 2025, due compliance with the stipulated provisions. The attendance record of members of the Audit Committee is given as under:

S. No	Name of the Member	Category	Member/Chairman	Meeting Attended
1.	*Mr. Pawan Kumar Mittal	Non executive Director	Member	2
2.	*Mr. Ish Sadana	Independent director	chairman	2
3.	Mrs. Swati Jain	Independent director	Member	4
4.	*Mr. Rohit Mittal	Non executive Director	Member	2
5.	*Mrs. Geetika Garg	independent director	chairman	2

\*Mr. Ish Sadana, Non-Executive- Independent directors of the Company has resigned from the Board w.e.f 27.08.2024 Mrs. Geetika Garg appointed as Non-Executive- Independent directors w.e.f 27.08.2024.  
Mr. Rohit Mittal appointed as non-executive non independent director an on 08.10.25 and Mr. Pawan Kumar Mittal resigned with effect from 12.11.25

#### NOMINATION CUM REMUNERATION COMMITTEE

The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Companies Act, 2013. The role of the Committee, inter alia, is following:

- To formulate criteria for determining qualifications, positive attributes and independence of a director.
- Formulate criteria for evaluation of Independent Directors and the Board.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of every Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks
- To devise a policy on Board diversity.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

# Goalpost Industries Limited

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The CFO of the Company is permanent invitees to the meetings of the Committee. The Company Secretary acts as Secretary to the Committee. During the year, 3 (Three) meetings of the Nomination and Remuneration Committee were held on 27<sup>th</sup> August, 2024, 08<sup>th</sup> October, 2024 and 20<sup>th</sup> January, 2025 due compliance with the stipulated provisions.

The detail about Remuneration Policy and remuneration paid to all the directors has already been described in relevant section of the main report. The composition of the Committee and the detail about the meetings of Nomination Cum Remuneration Committee are as follows:

S. No	Name of the Member	Category	Member/Chairman	Meeting Attended
1.	Mrs. Geetika Garg	Independent Director	Chairman	3
2.	Mrs. Swati Jain	Independent Director	Member	3
3.	*Mr. Pawan Kumar Mittal	Non-Executive Director	Member	1
4.	*Mr. Rohit Mittal	Non-Executive Director	Member	2

\*Pawan Kumar Mittal has resigned from the position of Non-Executive Director on the date of 12<sup>th</sup> November 2024.

\*Rohit Mittal has appointed on the position of Non-Executive Director on the date of 8<sup>th</sup> October 2024.

#### Performance Evaluation Criteria for Independent Directors:

The performance evaluation criteria for independent directors are determined by the Nomination and Remuneration committee. An indicative list of factors that may be evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of behavior and judgment.

#### Remuneration to the Whole Time Directors, Non-Executive Directors/ Independent Directors:

The terms and conditions of their appointment including remuneration payable to directors was approved in accordance with the provisions of Section 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactments thereof, for the time being in force). The details of the Remuneration paid the Whole Time Directors, Non-Executive Directors/ Independent Directors is given below:

S. NO	Particular of Remuneration	Name of MD/WTD/Manager/ ( PA)			Total
1.	Gross Salary	N. A	N. A	N.A	N.A
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A	N.A	N.A	N.A
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A	N.A	N.A	N.A



# Goalpost Industries Limited

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	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N.A	N.A	N.A	N.A
2.	Stock Option	N.A	N.A	N.A	N.A
3.	Sweat Equity	N.A	N.A	N.A	N.A
4.	Commission - as % of profit - others, specify...	N.A	N.A	N.A	N.A
5.	Other Incentive	N.A	N.A	N.A	N.A
	Total (A)				

### Remuneration to other directors

S. NO	Particular of Remuneration	Name of Non-Executive Director			Total
1.	<b>Independent director</b>	<b>Swati Jain</b>	<b>Ish Sadana</b>	<b>Geetika Garg</b>	
	Fee for attending board committee meetings	24300	14400	8550	47250
	Commission	N.A	N.A	N.A	N.A
	Others, please specify	N.A	N.A	N.A	N.A
	Total (1)	24300	13500	8550	47250
2.	<b>Other Non- Executive Directors</b>	N.A	N.A	N.A	N.A
	Fee for attending board committee meetings	N.A	N.A	N.A	N.A
	Commission	N.A	N.A	N.A	N.A
	Other , Please Specify	N.A	N.A	N.A	N.A
	Total(2)	N.A	N.A	N.A	N.A
	Total (B)=(1+2)	24300	14400	8550	47250
	Total Remunerations				

During the financial year 2024-25, the Company did not have any material pecuniary relationship or transactions with Non- Executive Directors apart from paying Sitting fees. Further, the Directors have not entered into any contracts with the Company or its subsidiaries, which will be in potential conflict with the interest of the Company at large. The Company does not have any stock options plan. Accordingly, none our directors hold stock options as on 31st March, 2025.

### STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board has constituted the Stakeholders Relationship Committee during the year keeping in line with the statutory requirement. The Committee specifically look into the redressal of shareholders' complaints including complaints related to transfer of shares, non-receipt of annual reports and non-receipt of declared dividends. The Shareholders'/Investors' Grievance Committee consists of the following directors:



# Goalpost Industries Limited

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S. No	Name of the Member	Category	Member/Chairman	Meeting Attended
1.	*Mr. Ish Sadana	Independent Director	Chairman	1
2.	Mrs. Swati Mittal	Independent Director	Member	2
3.	*Mr. Pawan Kumar Mittal	Non-Executive director	Member	1
4.	*Mr. Rohit Mittal	Non-Executive director	member	1
5.	*Mrs. Geetika Garg	Independent director	Chairman	1

\*Ish Sadana has resigned from the position of independent director on the date of 27<sup>th</sup> August 2024

\*Geetika Garg has been appointed on the position of independent director on the date of 27<sup>th</sup> August 2024

\*Pawan Kumar Mittal has resigned from the position of non-executive director on the date of 12<sup>th</sup> November 2024

\*Rohit Mittal has been appointed on the position of non-executive director on the date of 08<sup>th</sup> October 2024

During the year, 2 (Two) meetings of the Stakeholder and Relationship Committee meetings were held on 13<sup>th</sup> August, 2024; 12<sup>th</sup> November, 2024

Mrs. Kalika Mishra, Company Secretary acts as Secretary to the Committee who is also the Compliance Officer.

The terms of reference of the Committee include the following:

- To specifically look into complaints received from the shareholders of the Company.
- To oversee the performance of the Registrar and Transfer Agent of the Company.
- To recommend measurements for overall improvement in the quality of Investors Relation services.

Details pertaining to the numbers of complaints received and resolved and the status thereof during the financial year ended 31st March, 2025 are given as follows:

Detail of complaints received/resolved during the year

- No. of complaints pending as on 01.04.2024: **Nil**
- No. of Complaints received during the year : **Nil**
- No. of Complaints not resolved to the satisfaction of Shareholders : **Nil**
- No. of Pending Complaints as on 31.03.2025: **Nil**

### **INDEPENDENT DIRECTORS' MEETING**

Independent Directors meet on 4<sup>th</sup> March, 2025 without the attendance of Non- Independent Directors and members of the management of the Company inter alia, evaluated performance of the Non-Independent Directors, Chairman of the Company and the Board of Directors as a whole. They also assessed the quality, content and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

### **GENERAL BODY MEETING**

# Goalpost Industries Limited

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#### (I) Annual General Meeting (AGM) Detail

The details of the last three Annual General Meeting are as follows:

YEARS	Location	Date	Time	SPECIAL RESOLUTION PASSED
2023-24	324A, Third Floor, Aggarwal Plaza, Sec-14, Rohini, Delhi-110085	September 26, 2024	11:00 A.M (IST)	1. Appointment of Mrs. Geetika Garg as Independent Director of the company
2022-23	324A, Third Floor, Aggarwal Plaza, Sec14, Rohini, Delhi-110085	September 26, 2023	11:00 A.M (IST)	-
2021-22	324A, Third Floor, Aggarwal Plaza, Sec-14, Rohini, Delhi-110085	September 16, 2022	11:00 AM (IST)	1. Power of borrowings 2. Power to mortgage property of the company 3. power to loan and investment by a company. 4. Approval of loans, investments, guarantee or security

#### (II) Extra Ordinary General Meeting Detail

During the financial year 2024-25 EGM is conducted by company

YEARS	Location	Date	Time	SPECIAL RESOLUTION PASSED
2024-25	324A, Third Floor, Aggarwal Plaza, Sec-14A, Rohini, Delhi-110085	15/02/2025	11:00	1. Regularisation of Additional Director, Mr. Rohit Mittal as Director 2. Regularisation of Additional Director, Mrs. Lalita Mittal as Director

#### (III) Postal Ballot

During FY 2024-25, the company not sought any approval of shareholders by way of postal ballot.

No resolution is proposed for approval of the Members by way of Postal Ballot as on the date of this report.

#### Pecuniary relationship or transactions with the Company.

During the year under review, the Non-Executive Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/ Committee(s) of the Company

#### CODES, POLICIES AND FRAMEWORKS

##### Code of Conduct

In compliance with the provisions of the Act and Regulation 17 of the SEBI Listing Regulations, the Company has framed and adopted a code of conduct for all Directors and Senior Management Personnel ("Code").

The Code is applicable to all the Board members and Senior Management Personnel. The Code is circulated to all Board members and Senior Management Personnel and its compliance is affirmed by them annually. Besides, the Company also procures a quarterly confirmation of material financial and commercial transactions entered into by Senior Management Personnel with the Company that may have a potential conflict of interest. A declaration signed by the Chairman, Managing Director and Chief Executive Officer, regarding affirmation of the compliance with the Code by Board members and Senior Management for FY 2024-25, is provided in **Annexure G** to this report.

The Code is available on website of the Company at [goalpostltd.in](http://goalpostltd.in)

### **Insider Trading**

In compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”), the Company has formulated a Code of Conduct for prohibition of Insider Trading (“PIT Code”) to regulate and monitor trading by Designated Persons (“DPs”) and their immediate relatives. The Company has voluntarily adopted a regime, which is stricter than what is statutorily prescribed, to comply with PIT Regulations in letter and spirit e.g. all the transactions done by DPs require pre-clearance irrespective of value or quantum. The PIT Code, inter-alia, lays down the procedures to be followed by DPs while trading/ dealing in Company shares and while sharing Unpublished Price Sensitive Information (“UPSI”).

The PIT Code includes, inter-alia, the obligations and responsibilities of DPs, obligations and responsibilities of the Company to maintain a structural digital database, a mechanism for prevention of insider trading and handling of UPSI, process to familiarize the DPs with the sensitivity of UPSI, educate the DPs in relation to transactions which are prohibited and manner in which permitted transactions shall be carried out.

The Company conducts frequent workshops/ training sessions and periodically circulates informative e-mails to educate and sensitize the DPs to familiarize them with the provisions of the PIT Code and compliance requirements.

### **Corporate policies**

The Act and the SEBI Listing Regulations, stipulate formulation of certain policies for all listed companies. The website links of key policies / codes adopted by the Company are provided in **Annexure H** to this report.

## **MEANS OF COMMUNICATION**

Effective communication of information is an essential component of Corporate Governance.

It is a process of sharing information, ideas, thoughts, opinions and plans to all stakeholders which promotes management-shareholder relations. The Company believes that all stakeholders should have access to complete information regarding its position to enable them to accurately assess its future potential. Accordingly, the Company disseminates information on its operations and initiatives on a regular basis.

### **(I) Quarterly/ Half Yearly/ Annual Results**

The Quarterly, Half Yearly and Annual Results of the Company are sent to the Stock Exchanges immediately after they are approved by the Board.

## **(II) News Releases**

The Quarterly, Half Yearly and Annual Results of the Company are published in the prescribed format within 48 hours of the conclusion of the meeting of the Board in which they are considered, at least in one English newspaper and in one Vernacular newspaper of the State where the Registered Office of the Company is situated.

The Company generally publishes its financial results in Financial Express/Janata.

## **(III) Website**

The Company's website goalpostltd.in contains a separate dedicated section to Investors, where the shareholders information and Financial Results are available. The Company's Information, financial results, shareholding pattern and other information are also available [www.msei.in](http://www.msei.in).

## **(IV) Presentations to Institutional Investors or Analysts**

Presentations for Investors and Analysts are uploaded on MSEI Online Portal respectively and uploaded on the Company's website goalpostltd.in

## **(V) SEBI Complaints Redress System (SCORES)**

The investor complaints are processed in a centralized web-based complaints redress system. 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. The investor complaints are processed in a centralized web-based complaints redress system. 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.

## **CERTIFICATE FOR NON-DISQUALIFICATION OF DIRECTOR**

A certificate has been received from G Aakash & Associates, Practicing Company Secretaries, that none of the Directors on the Board of the Company has 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 statutory authority. \_ **Annexure -I**

## **CFO CERTIFICATION**

The Chief Financial Officer (CFO) of the Company give an annual certificate on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI Listing Regulations. The CFO also give quarterly certificate on financial results while placing the financial results before the Board in terms of Regulation 33 (2) (a) of the SEBI Listing Regulations. The Certificate is annexed in **Annexure-J**

## **POLICY FOR DETERMINING THE MATERIAL SUBSIDIARY**

The Company's website goalpostltd.in contains a separate dedicated section to Investors, where the policy for determining the material subsidiary is available .

#### **REPORTING OF FRAUDS BY AUDITORS**

During the year under review, the Auditors of the Company have not reported to the Audit Committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, the details of which would be required to be mentioned in the Board's Report.

#### **COMPLIANCE WITH SECRETARIAL STANDARDS**

During the year under review, the Directors state that applicable Secretarial Standards issued by the Institute of Company Secretaries of India ("ICSI"), i.e. Secretarial Standard-1 ("SS-1") and Secretarial Standard-2 ("SS-2"), relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by the Company.

#### **FEE FOR THE SERVICES PAID BY THE COMPANY TO THE STATUTORY AUDITOR**

<b>Particulars</b>	<b>Amount ( ` in Lakhs)</b>
	<b>45900</b>
Services as statutory auditors (including quarterly audits)	
Tax audit	<b>NIL</b>
Services for tax matters Other matters	<b>20650</b>
Re-imbursement of out-of-pocket expenses	<b>NIL</b>

#### **GENERAL SHAREHOLDER INFORMATION**

##### **(I) Annual General Meeting (Tentative & subject to Change)**

The Annual General Meeting is proposed to be held on 26th September, 2025

<b>Day, Date and Time</b>	Friday September 26,2025 at 11:00 AM
<b>Venue</b>	325,Plot No.3, Aggarwal Plaza, DDA Community Centre, Sector-14, Rohini, New Delhi-110085.
<b>Date of Book Closure</b>	<b>Saturday, September 20, 2025 to Friday, September 26, 2025</b> (both days inclusive).
<b>Dividend Payout date</b>	NA

# Goalpost Industries Limited

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#### (II) Financial Calendar 2025-26 (Tentative & Subject to Change)

First Quarter Result	July 2025
Second Quarter Result	November 2025
Third Quarter Result	February 2026
Annual Results for the year ending on 31st March, 2025	May 2026

#### (III) Listing on Stock Exchange

The company's shares are listed at the following stock exchanges and has paid the annual listing fee to the stock exchange:

##### **METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED,**

205(A), 2nd floor, Piramal Agastya Corporate Park,  
Kamani Junction, LBS Road, Kurla (West)  
Mumbai – 400070.

##### **The Calcutta Stock Exchange Limited**

7, LYONS RANGE, , KOLKATA, West Bengal, India - 700001

#### (IV) Market Price Data

The monthly high/low market price of shares during last financial year 2024-25 at the **METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED( MSEI)** is as under:

As in the MSEI the shares are not traded so there is no high and low price in the year .

Month	High Price	Low Price	Close Price
Apr-2024	-	-	-
May-2024	-	-	-
June-2024	-	-	-
July-2024	-	-	-
Aug-2024	-	-	-
Sep-2024	-	-	-
Oct-2024	-	-	-
Nov-2024	-	-	-
Dec-2024	-	-	-
Jan-2025	-	-	-
Feb-2025	-	-	-
Mar-2025	-	-	-

#### (V) Registrar And Share Transfer Agent

The company has appointed Skyline Financial Service Pvt. Ltd. as the Registrar and Share Transfer Agent of the company. The Correspondence address of the agent is as follows:

Skyline Financial Services Pvt Ltd.

**Address:** D-153A, Phase-1 Okhla Industrial Area, New Delhi - 110020

# Goalpost Industries Limited

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**Tel:** [+91-11-26812682](tel:+91-11-26812682)

**Email:** [grievances@skylinerta.com](mailto:grievances@skylinerta.com)

#### **(VI) Share Transfer System**

The Company's shares are traded compulsorily in Demat segment on the Stock Exchanges. Shares received for transfer in physical mode are processed and valid transfers are approved within prescribed time limit.

Duly transferred share certificates are dispatched within statutory time limit.

A summary of approved transfers, transmissions, deletion requests, etc., are placed before the Board of Directors from time to time as per Listing Regulations.

Your Company obtains a half-yearly compliance certificate from a Company Secretary in Practice as required under Listing Regulations (including any statutory modification(s) or re-enactment(s) for the time being in force) and files a copy of the said certificate with MSEI.

#### **(VII) Investor Education and Protection Fund (IEPF)**

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules'), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Central Government, after the completion of seven years. Further, according to the Rules, the shares in respect of which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the demat account created by the IEPF authority. Accordingly, In our company their is unpaid dividend declared so no need to transferred the unclaimed and unpaid dividends. Further, the corresponding shares will be transferred as per the requirement of the IEPF rules, details of which are provided on Company's website goalpostltd.in

#### **(VIII) Distribution of Shareholding and Shareholding Pattern**

Distribution of shareholding and shareholding pattern of the shares as on 31st March, 2025 are as follows:

	SHAREHOLDERS		SHARE HELD	
Share holding Nominal Value of Rs. 10	Number of Shareholders	% to Total Numbers	Share or Debenture holding Amount	% to Total Amount
Up To 5,000	87	71.90	3930.00	0.04
5001 To 10,000	0	0.00	0.00	0.00
10001 To 20,000	0	0.00	0.00	0.00
20001 To 30,000	5	4.13	13400.00	0.13
30001 To 40,000	5	4.13	17700.00	0.17
40001 To 50,000	7	5.79	31500.00	0.31
50001 To 1,00,000	11	9.09	69340.00	0.68
1,00,000 and Above	6	4.96	10109130.00	98.67
<b>Total</b>	<b>121</b>	<b>100.00</b>	<b>10245000.00</b>	<b>100.00</b>

#### **(IX) Dematerialization of Shares and Liquidity**

PARTICULAR	NO. OF SHAREHOLDERS	% OF NO. OF SHAREHOLDERS	NO. OF SHARE	% OF SHARE HELD
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# Goalpost Industries Limited

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NSDL	27	22.31%	161970	1.58 %
CDSL	4	3.31 %	10000000	97.61%
PHYSICAL	90	74.38 %	83030	0.81 %
<b>TOTAL SHAREHOLDERS</b>	<b>121</b>	<b>100%</b>	<b>10245000</b>	<b>100%</b>

### **(X): Outstanding GDRs / ADRs / Warrants or any convertible instruments, conversion date and likely impact on equity:**

During the year, the Company has converted 1,00,00,000 (One Crore) warrants into equal no. of equity shares at a price of Rs. 26.60/- (Rupees Twenty-six & Sixty Paise Only) including premium of Rs.16.60 (Rupees Sixteen & Sixty Paise Only) per equity shares on 6th September, 2024 the warrant was allotted on 6<sup>th</sup> September, 2024 in the previous FY that is 2024-25 on preferential Basis on a price determined as per SEBI (Issue of capital and disclosure requirements), 2018. The warrants was allotted with the condition of conversion into equal no. of Equity shares, in one or more tranches, within a period of eighteen months from the date of allotment of convertible warrants.

The fund raised through the allotment of shares & warrants issued on preferential basis has been utilized for the purpose for which the funds were raised.

Consequent to the preferential issue of Equity Shares there is not any change in control of the Company

Company has also received the listing and trading approval for the newly converted shares from the Metropolitan Stock Exchange of India (MSEI) where the company is listed on 3<sup>rd</sup> October 2024.

### **(XI): Commodity Price Risk or Foreign Exchange Risk and Hedging Activities.**

The company has the exposure towards risk related to commodity price as well as the foreign exchange risk. The concern risks have been discussed under the Management Discussion and Analysis and note on financial statements forming part of the Annual Report.

### **(XII): Plant Location**

Our company is managing from the registered office of the company. Hence there is no plant of the Company.

### **(XIII) Correspondence Address**

The Investor's may send their correspondence to the Registrar and Share Transfer agent or directly to the company at the following Address:

### **WEBSITE**

Appropriate information on the Company's website, regarding key policies, codes and charters, adopted by the Company:

SR NO.	Policy Name	Web Link
1	Detail of Business	<a href="https://goalpostltd.in/about-us">https://goalpostltd.in/about-us</a>
2.	MOA and AOA	<a href="https://goalpostltd.in/files/dur46/dur_46_01C.pdf">https://goalpostltd.in/files/dur46/dur_46_01C.pdf</a>



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3.	Code of Conduct for Insider Trading	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
4	Familiarization Programme	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
5	Prevention of Sexual Harassment Policy	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
6	Policy for Determining Materiality of Events	<a href="https://goalpostltd.in/investors">https://goalpostltd.in/investors</a>
7	Policy for Preservation of Documents	<a href="https://goalpostltd.in/files/policy/pol_003.pdf">https://goalpostltd.in/files/policy/pol_003.pdf</a>
8	Code of Conduct for Senior Management and Personal	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
9	Code For Independent Directors	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
10	Related Party Transaction Policy	<a href="https://goalpostltd.in/files/policy/pol_004.pdf">https://goalpostltd.in/files/policy/pol_004.pdf</a>
11	Whistle Blower Policy	<a href="https://goalpostltd.in/files/policy/pol_001.pdf">https://goalpostltd.in/files/policy/pol_001.pdf</a>
12	Nomination and Remuneration Policy	<a href="https://goalpostltd.in/files/policy/pol_001.pdf">https://goalpostltd.in/files/policy/pol_001.pdf</a>
13	Policy for Determining Material Subsidiary	<a href="https://goalpostltd.in/files/policy/pol_012.pdf">https://goalpostltd.in/files/policy/pol_012.pdf</a>
14	Policy for Evaluation of the Performance of the Board of Directors	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
15	Policy on Procedure of Inquiry in case of leak of UPSI	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
16	Remuneration Policy	<a href="https://goalpostltd.in/investors">https://goalpostltd.in/investors</a>
17	Risk Management Policy	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
18	CSR Policy	<a href="https://goalpostltd.in/investors#portfolio">https://goalpostltd.in/investors#portfolio</a>
19	Board Diversity Policy	

**Annexure-G**

**Declaration**

I hereby confirm that the Company has received a confirmation from all the members of the Board and Senior Management, for the financial year ended March 31, 2025, that they are in compliance with the Company's Code of Conduct.

**For Goalpost industries Limited**

**Rohit Mittal**  
**Chairman**  
**DIN:02527072**

#### Annexure - H

### **Corporate Policies**

Every Listed Company is required to formulate certain policies pursuant to provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has formulated and adopted all such applicable policies. These policies are reviewed periodically by the Board and updated as and when needed.

The below-mentioned policies are available on the website of the Company at <https://Goalpost.in/investors#portfolio>

**Annexure-I**

**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**  
**Goalpost industries Limited**  
**324A, IIIrd Floor, Aggarwal Plaza,**  
**Sec-14, Rohini,**  
**New Delhi – 110085**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of “**Goalpost Industries Limited**” having **CIN: L74110DL1982PLC013956** and having registered office at Shop No. 324A, Plot No.3, Aggarwal Plaza, DDA Community Center, Sector-14, Rohini, New Delhi-110085 and (hereinafter referred to as ‘the Company’), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, I/We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 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.

<b>Sr. No</b>	<b>Name of Director</b>	<b>DIN</b>
1.	ROHIT MITTAL	02527072
2.	LALITA MITTAL	07008283
3.	SWATI JAIN	09436199
4.	GEETIKA GARG	10643307

**For G AAKASH & ASSOCIATES**  
**COMPANY SECRETARIES**

**AAKASH GOEL**  
**(PROP.)**  
**M. NO.: A57213**  
**CP NO.: 21629**  
**PEER REVIEWED NO: 1685/2022**  
**UDIN: A057213G001059533**  
**Date: 22.08.2025**  
**Place: Haryana**

**CORPORATE GOVERNANCE REPORT**

**CFO/CEO CERTIFICATION IN RESPECT OF FINANCIAL STATEMENTS AND CASH  
FLOW STATEMENT**

**[Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]  
For the Financial Year ended March 31, 2025**

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended March 31, 2025, and we hereby certify and confirm to the best of our knowledge and belief the following:

- a. The Financial Statements and Cash Flow statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- b. The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- c. There are no transactions entered in to by the Company during the year ended March 31, 2025, which are fraudulent, illegal or violative of Company's Code of Conduct.
- d. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.
- e. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.
- f. That there have been no significant changes in the accounting policies during the relevant period.
- g. We have not noticed any fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

sd/-	sd/-
Mrs. Kanta Bansal	Mr. Mohd. Aslam Baqui
CEO	CFO

Date: 27.08.2025

Place: Delhi

**COMPLIANCE CERTIFICATE ON COMPLIANCE OF CONDITIONS OF  
CORPORATE GOVERNANCE**

To  
The Members of **Goalpost Industries Limited**

We have examined the compliance of the conditions of Corporate Governance by **Goalpost Industries Limited** for the year ended 31st March, 2025, as stipulated in Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**For G AAKASH & ASSOCIATES  
COMPANY SECRETARIES**

**AAKASH GOEL  
(PROP.)  
M. NO.: A57213  
CP NO.: 21629  
PEER REVIEWED NO: 1685/2022  
UDIN: A057213G001059577  
Date: 22.08.2025  
Place: Haryana**

## INDEPENDENT AUDITOR'S REPORT

To  
The members of  
**GOALPOST INDUSTRIES LIMITED**  
**Report on the Audit of Financial Statements**

### Opinion

We have audited the accompanying financial statements of **GOALPOST INDUSTRIES LIMITED** ("the Company"), which comprise the balance sheet as at 31<sup>st</sup> March 2025, the statement of profit and loss, statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31<sup>st</sup> March, 2025, and the **net profit** (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

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

Key audit matters	Auditor's response
<p>Revenue from operation</p> <p>(I) According to Ind AS 115, revenue to be recognized on satisfaction of performance obligation and transfer of control pertaining to goods and/ or services.</p> <p>(II) Determination of transaction price for measurement of revenue according to Ind AS 115.</p>	<p>Our audit procedure inter- alia included the following-</p> <ul style="list-style-type: none"> <li>• We assessed the company's accounting policy for timing of revenue recognition assess compliances in terms of Ind AS-115 on 'Revenue from contract with customers.</li> <li>• On a sample basis we have tested orders or contract with customers, sales invoices raised by the company to determine timing of transfer of control along with transaction price.</li> <li>• We performed year end cut off procedures to determine whether revenues are recorded in the correct period.</li> <li>• We used assessment of overall control environment relevant for measurement of revenue.</li> </ul> <p>We performed testing of journal entries, with particular focus on manual adjustment to revenue account, to mitigate the risk of manipulation of revenue and profit figures.</p>

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and the auditor's report thereon.

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

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

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

#### Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting standard and the other accounting principles generally accepted in India. 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 are operating effectively for insuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

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

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

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain a reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our 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 due to fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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



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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls 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 reasonable be thought to bear on our independence, and where applicable, relevant safeguards.

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

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. the Balance sheet, the statement of profit and loss, statement of changes in equity and the cash flow statement dealt with by this report are in agreement with the books of accounts;
  - d. In our opinion, the aforesaid financial statements comply with the accounting standards specified under Section 133 of the Act;
  - e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **Annexure B**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact, if any of pending litigations on its financial position, in its financial statements. (Refer note no. 26 of the financial statements).
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.
  - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
  
(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and  
  
(c) Based on audit procedures we have obtained reasonable and appropriate evidence in the circumstances nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
  - v. No Dividend has been declared or paid by the company during the period by this report in pursuance with Section 123 of the Companies Act 2013.
  - vi. Based on examination, which includes test checks, the Company has used accounting software for maintaining its books of account for the financial year ended on 31<sup>st</sup> March 2025 which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit and the audit trail feature has not been tampered with and the audit trail has been preserved as per statutory requirement for record retention.
  - h. In our opinion and according to the information and explanations given to us, no remuneration has paid by the company to its director during the current financial year. The requirement of provision of section 197 are complied by the company to the extent applicable to it.

**Goalpost Industries Limited**  
**Annual Report Financial Year 2024-25**  
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Firm Regn. No. 304040E

**O.P. Pareek**

Partner

Membership No. 014238

**UDIN: 25014238BMJMBT3036**

New Delhi, the 23<sup>rd</sup> day of May, 2025

**ANNEXURE- A TO THE AUDITOR'S REPORT**

The Annexure referred to in Paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of our report of even date to the members of **GOALPOST INDUSTRIES LIMITED** for the year ended on 31<sup>st</sup> March 2025.

- (i) (a) (A) As per information and explanation given to us, the company is maintaining proper records showing full particulars, including quantitative details and situation of property, plant and equipment;  
  
(B) As per information and explanation given to us, the company does not have any intangible assets hence provisions of sub clause (i)(a)(B) of para 3 of the order are not applicable;  
  
(b) As per information and explanation given to us, physical verification of property, plant and equipment has been conducted at regular interval in a year by the management and no material discrepancies were noticed during the course of verification;  
  
(c) According to information and explanation given to us, the company does not hold any immovable property during the year dealt with by this report. Accordingly, the provisions of sub-clause (i)(c) of para 3 of the order are not applicable;  
  
(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year. Accordingly, the provisions sub-clause (i)(d) of para 3 of the order are not applicable;  
  
(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly, the provisions of sub- clause (i)(e) of para 3 of the order are not applicable.
- (ii) (a) As per information and explanation given to us, physical verification of inventory has been conducted once in a year by the management and no material discrepancies were noticed during the course of verification. Furthermore, inventory consisting of shares and securities are held in dematerialized form, balances of same has been verified with securities closing balances available at Depository participant (i.e. NSDL/CDSL) further no material discrepancies were noticed during the course of such verification;  
  
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not taken any working capital loan from banks or financial

# Goalpost Industries Limited

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institutions exceeding Rs. 5 Crores on the basis of security of current assets during the period covered by this report. Accordingly, the provisions of sub-clause (ii)(b) of para 3 of the order are not applicable.

(iii) As per information and explanation given to us, the companies have granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year.

(a) A. According to the information and explanations given to us, the company does not have any subsidiaries, associates and joint ventures. Accordingly, the provisions of sub-clause (iii)(a)(A) of para 3 of the order are not applicable.

B. Based on the audit procedures carried on by us and as per the information and explanations given to us, the company has granted loans to parties other than subsidiaries, joint ventures and associates, the details are given as follows:

*(Rs. in thousands)*

Particulars	Guarantee	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year				
- Subsidiaries	Nil	Nil	Nil	Nil
- Joint ventures	Nil	Nil	Nil	Nil
- Associates	Nil	Nil	Nil	Nil
- Others	Nil	Nil	6,550.00	Nil
Balances outstanding as at balance sheet date				
- Subsidiaries	Nil	Nil	Nil	Nil
- Joint ventures	Nil	Nil	Nil	Nil
- Associates	Nil	Nil	Nil	Nil
- Others	Nil	Nil	2906.26	Nil

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

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, loans given by the company are repayable on demand and there is no stipulation of schedule of repayment of principal and payment of interest and hence, we are unable to make any comment on regularity of repayment;

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- (d) According to the information and explanations provided to us and considering the nature of loan given by the company without specifying any repayment term, there is no loan overdue amount for more than ninety days;
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the over dues of existing loans given to the same party;
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has given loans repayable on demand or without specifying any terms or period of repayment including such loans that have been granted to promoters, related parties as defined in clause (76) of Section 2 of the Companies Act, 2013, relevant details are given as follows:

*(Rs. in thousands)*

Total loan granted repayable on demand to:	Aggregate amount granted during the year	% of Total loans
Promoter	Nil	0%
Related party	6,050.00	92.37%
Others	500.00	7.63%
<b>Total loan other than repayable on demand:</b>	Nil	Nil
<b>Total</b>	<b>6,550.00</b>	<b>100.00%</b>

- (iv) According to the information and explanations given to us and on the basis of our examination of the records, the Company has complied with the requirement of provision of section 185 and 186 of the Companies Act, 2013 in respect of loans, guarantees, securities to the extent as applicable;
- (v) According to the information and explanations given to us and on the basis of our examination of the records, The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, the requirement of provision of sub clause (v) of para 3 of the order are not applicable;
- (vi) According to information and explanations given to us, the Company is not liable to maintain cost records as prescribed under section 148(1) of the Companies Act, 2013;
- (vii) (a) According to information and explanations given to us, the company is generally regular in depositing undisputed statutory dues including income-tax and any other applicable statutory dues to the appropriate authorities and there are no outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date, they became payable, except the following: -

Nature of Dues	Period Related to	Amount (Rs. In “000”)
Income tax (Self- Assessment Tax)	A.Y. 2023- 2024	219.67

- (b) According to information and explanations given to us, there are no outstanding statutory dues on part of the Company which is not deposited on account of any dispute with the appropriate authorities;

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not defaulted in repayment of loans or borrowings or in payment of interest thereon during the period covered by this report. Accordingly, the provisions of sub clause (ix)(a) of para 3 are not applicable;
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been declared a willful defaulter by any bank or financial institution or government or government authority;
- (c) According to the information and explanations given to us by the management, the company has not obtained any term loans. Accordingly, the provisions of sub clause (ix)(c) of para 3 of the order are not applicable;
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the company, we report that no funds have been raised on short-term basis that have been utilized for the long- term purpose by the company;
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company does not have any subsidiaries as defined under the companies Act, 2013. Accordingly, the provisions of sub clause (ix)(e) of para 3 of the order are not applicable;
- (f) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company does not have any subsidiaries as defined under the Companies Act, 2013. Accordingly, the provisions of sub clause (ix)(f) of para 3 of the order are not applicable;
- (x) (a) The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, the provisions of sub clause (x)(a) of para 3 of the order are not applicable;
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has converted share warrants hitherto issued on preferential basis with an option with each warrant to convert into one equity shares, within 18 months from the date of issue. All of the share warrants have been converted into equity shares during the period covered by this report. The requirements of section 42 and section 62 of the Companies Act, 2013 to the extent applicable have been complied with and the partial funds so received have been utilised for the purpose for which the funds were raised;
- (xi) (a) Based on examination of the books and records of the company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the company or on the company has been noticed or reported during the course of the audit;
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

- (c) According to the Information and explanations given to us, there are no whistle blower complaints received by the company during the year;
- (xii) According to the information and explanation given to us and on the basis of our information and explanation of the records of the company is not a Nidhi Company hence the provisions of sub clause (xii) of para 3 of the order are not applicable;
- (xiii) According to information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 wherever applicable and the details have been disclosed in the financial statements as required by the applicable accounting standards;
- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business;
- (b) According to information and explanation given to us, the internal auditors have not issued their report till the date of signing of our report. Hence, we have not considered the internal audit reports of the Company;
- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable.
- (xvi) (a) The company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the requirement of provisions of sub clause (xvi)(a) of para 3 of the order are not applicable;
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934;
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the provisions of sub clause (xvi)(c) of para 3 of the order are not applicable;
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the provisions of sub clause (xvi)(d) of para 3 of the order are not applicable;
- (xvii) The Company has not incurred any cash losses during the current financial year and in immediately preceeding financial year;
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the provisions of sub clause (xviii) of para 3 of the order are not applicable;
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;
- (xx) According to the information and explanations given to us, provisions of Corporate Social Responsibility (CSR) specified in section 135 read with schedule VII of Companies Act are not applicable upon the company;



**FOR V.N. PUROHIT & CO.**

**Chartered Accountants**

Firm Regn. No. 304040E

**O.P. Pareek**

Partner

Membership No. 014238

**UDIN: 25014238BMJMBT3036**

New Delhi, the 23<sup>rd</sup> day of May, 2025

**ANNEXURE- B TO THE AUDITOR'S REPORT**

**Report on the Internal Financial Controls under Clause (i) of Sub- section (3) of Section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of **GOALPOST INDUSTRIES LIMITED** as on 31<sup>st</sup> March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Opinion**

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31<sup>st</sup> March 2025, based on “the internal financial controls with reference to financial statements criteria 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”.

**Management's Responsibility for the Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.



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**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to 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) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material aspects.

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

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

**Meaning of Internal Financial Controls with reference to financial statements**

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

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and the receipt and expenditures of the Company are being only in accordance with authorizations of management and directors of the Company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with reference to financial statements**

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

# Goalpost Industries Limited

Annual Report Financial Year 2024-25

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**FOR V.N. PUROHIT & CO.**

**Chartered Accountants**

Firm Regn. No. 304040E

**O.P. Pareek**

Partner

Membership No. 014238

**UDIN: 25014238BMJMBT3036**

New Delhi, the 23<sup>rd</sup> day of May, 2025

# Goalpost Industries Limited

## Annual Report Financial Year 2024-25

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GOALPOST INDUSTRIES LIMITED			
(formerly known as Gulmohar Investments and Holdings Limited)			
CIN: L74110DL1982PLC013956			
BALANCE SHEET AS AT 31ST MARCH 2025			
		(Rupees in "000" unless otherwise stated)	
	Notes	As at 31st March 2025	As at 31st March 2024
<b>ASSETS</b>			
<b>Non- current assets</b>			
Property, plant and equipment	3	155.00	225.40
Financial assets			
Loans	4	1,433.26	3,114.87
Deferred tax assets (net)	5	52.06	50.41
<b>Current assets</b>			
Inventories	6	1,42,699.84	34,515.50
Financial assets			
Trade receivables	7	1,38,318.95	67,609.50
Cash and cash equivalents	8	837.46	676.12
Other Financial Assets	9	3,437.63	7,107.50
Other current assets	10	3,798.60	692.09
<b>Total Assets</b>		<b>2,90,732.80</b>	<b>1,13,991.39</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	11	1,02,450.00	2,450.00
Other equity	12	1,83,883.52	1,11,274.82
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
<b>Current Liabilities</b>			
Current tax Liabilities (net)		3,476.17	8.44
Other current liabilities	13	923.11	258.13
<b>Total equity and liabilities</b>		<b>2,90,732.80</b>	<b>1,13,991.39</b>
Notes to the financial statements	1-41		
The accompanying notes form an integral part of the financial statements.			
As per our report of even date			
<b>FOR V.N. PUROHIT &amp; CO.</b>		<b>For and on behalf of the Board of Directors of</b>	
<b>Chartered Accountants</b>		<b>Goalpost Industries Limited</b>	
Firm Regn. No. 304040E			
<b>O. P. Pareek</b>		<b>Rohit Mittal</b>	<b>Lalita Mittal</b>
Partner		Director	Director
Membership No. 014238		DIN: 02527072	DIN: 07008283
		E-25, Sector-13	E-25, Sector-13
		Sai Apartment, Rohini	Sai Apartment, Rohini
		Delhi-110085	Delhi-110085
<b>UDIN: 25014238BMJMBT3036</b>			
Place: New Delhi			
Date: 23rd May 2025			
<b>Kalika Mishra</b>		<b>Kanta Bansal</b>	<b>Mohd. Aslam Baqui</b>
Company Secretary		CEO	CFO
PAN: BQVPG5807R		PAN: AJAPB4793Q	PAN: AAQPB3094B

# Goalpost Industries Limited

## Annual Report Financial Year 2024-25

Page No. 99

<b>GOALPOST INDUSTRIES LIMITED</b> (formerly known as Gulmohar Investments and Holdings Limited) CIN: L74110DL1982PLC013956 <b>STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH 2025</b>			
		(Rupees in "000" unless otherwise stated)	
	Notes	For the year ended on 31st March 2025	For the year ended on 31st March 2024
<b>REVENUE</b>			
Revenue from operations	14	1,95,050.72	70,308.10
Other income	15	340.95	234.37
<b>Total Income (I)</b>		<b>1,95,391.67</b>	<b>70,542.47</b>
<b>EXPENSES</b>			
Purchase of Stock in trade	16	2,84,391.45	1,00,972.48
Changes in inventories of stock in trade	17	(1,08,184.34)	(34,354.03)
Employee benefits expense	18	1,380.00	1,980.00
Finance costs	19	11.87	159.19
Depreciation expenses	3	70.40	102.38
Other expenses	20	3,608.90	1,254.17
<b>Total expenses (II)</b>		<b>1,81,278.28</b>	<b>70,114.19</b>
<b>Profit/ (loss) before exceptional items and tax (I-II)</b>		<b>14,113.39</b>	<b>428.28</b>
Exceptional items		-	-
<b>Profit/ (loss) before tax</b>		<b>14,113.39</b>	<b>428.28</b>
Tax expense			
Current tax		3,614.43	128.99
Earlier year tax adjustments		(14.34)	(186.87)
Deferred tax		(1.65)	(6.86)
<b>Profit/ (loss) for the period (III)</b>		<b>10,514.95</b>	<b>493.02</b>
<b>OTHER COMPREHENSIVE INCOME</b>			
Items that will not be reclassified to profit or loss			
Change in fair value of equity instruments through other comprehensive income		-	-
Income tax relating to above		-	-
<b>Total other comprehensive income (IV)</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the period (III+IV)</b>		<b>10,514.95</b>	<b>493.02</b>
<b>Earning per equity share (EPS)</b>			
[nominal value of share Rs. 10]			
Basic (in Rs)		1.78	2.01
Diluted (in Rs)		1.78	2.01
Weighted average number of shares		59,16,233	2,45,000
Notes to the financial statements	1-41		
The accompanying notes are an integral part of the financial statements.			
As per our report of even date			
<b>FOR V.N. PUROHIT &amp; CO.</b>		<b>For and on behalf of the Board of Directors of</b>	
Chartered Accountants		Goalpost Industries Limited	
Firm Regn. No. 304040E			
<b>O. P. Pareek</b>		<b>Rohit Mittal</b>	<b>Lalita Mittal</b>
Partner		Director	Director
Membership No. 014238		DIN: 02527072	DIN: 07008283
		E-25, Sector-13	E-25, Sector-13
		Sai Apartment, Rohini	Sai Apartment, Rohini
		Delhi-110085	Delhi-110085
<b>UDIN: 25014238BMJMBT3036</b>			
Place: New Delhi			
Date: 23rd May 2025			
		<b>Kalika Mishra</b>	<b>Mohd. Aslam Baqui</b>
		Company Secretary	CFO
		PAN: BQVPG5807R	PAN: AAQPB3094B
		<b>Kanta Bansal</b>	
		CEO	
		PAN: AJAPB4793Q	

# Goalpost Industries Limited

## Annual Report Financial Year 2024-25

Page No. 100

<b>GOALPOST INDUSTRIES LIMITED</b> (formerly known as Gulmohar Investments and Holdings Limited) CIN: L74110DL1982PLC013956 <b>CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2025</b>		
	(Rupees in "000" unless otherwise stated)	
	For the year ended on 31st March 2025	For the year ended on 31st March 2024
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit/ (loss) before tax and after	14,113.39	428.28
Adjustment in reserved exceptional items	-	-
Adjustments for items: -		
Allowance for credit impaired/expected credit loss	240.43	26.11
Interest on borrowings	11.87	159.19
Interest received	(339.04)	(234.37)
De-recognition of financial assets	141.18	-
Bad debts	172.17	-
Depreciation	70.40	102.38
Operating profit before working capital changes	14,410.40	481.59
Working capital adjustments: -		
(Increase)/ decrease in inventories	(1,08,184.34)	(34,354.03)
(Increase)/ decrease in Trade Receivables	(70,881.62)	(67,609.50)
(Increase)/ decrease in other financial assets	3,669.86	(6,976.74)
(Increase)/ decrease in other current assets	(3,106.52)	(648.21)
Increase/ (decrease) in other current liabilities	664.97	5.11
Cash generated from operations	(1,63,427.25)	(1,09,101.78)
Direct taxes paid	(132.33)	(339.94)
<b>Net cash flow from operating activities (A)</b>	<b>(1,63,559.58)</b>	<b>(1,09,441.72)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
(Increase)/ decrease in loans and advances	1,300.00	4,330.82
Interest received	339.04	234.37
Sale/(purchase) of property, plant & equipment	-	-
<b>Net cash flow from investing activities (B)</b>	<b>1,639.04</b>	<b>4,565.19</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from issue of share warrants	1,62,093.75	1,03,906.25
Interest on borrowings	(11.87)	(159.19)
<b>Net cash flow from financing activities (C)</b>	<b>1,62,081.88</b>	<b>1,03,747.06</b>
<b>Net cash flow during the year (A + B + C)</b>	<b>161.34</b>	<b>(1,129.47)</b>
Add: Opening cash and cash equivalents	676.12	1,805.59
<b>Closing cash and cash equivalents</b>	<b>837.46</b>	<b>676.12</b>
<b>Components of cash and cash equivalents</b>		
Cash on hand	672.70	466.18
Balance with banks	164.76	209.94
<b>Total cash and cash equivalents (Note 8)</b>	<b>837.46</b>	<b>676.12</b>
Notes to the financial statements	1-41	
The accompanying notes form an integral part of the financial statements. As per our report of even date		
<b>FOR V.N. PUROHIT &amp; CO.</b> Chartered Accountants Firm Regn. No. 304040E	For and on behalf of the Board of Directors of Goalpost Industries Limited	
<b>O. P. Pareek</b> Partner Membership No. 014238	<b>Rohit Mittal</b> Director DIN: 02527072 E-25, Sector-13 Sai Apartment, Rohini Delhi-110085	<b>Lalita Mittal</b> Director DIN: 07008283 E-25, Sector-13 Sai Apartment, Rohini Delhi-110085
<b>UDIN: 25014238BMJMBT3036</b> Place: New Delhi Date: 23rd May 2025	<b>Kalika Mishra</b> Company Secretary PAN: BQVPG5807R	<b>Kanta Bansal</b> CEO PAN: AJAPB4793Q
	<b>Mohd. Aslam Baqui</b> CFO PAN: AAQPB3094B	

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GOALPOST INDUSTRIES LIMITED					
(formerly known as Gulmohar Investments and Holdings Limited)					
CIN: L74110DL1982PLC013956					
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2025					
(a) Equity Share Capital					
Balance as at 1st April 2024	Change in equity share capital due to prior period errors	Restated balance as at 1st April 2024		Changes in equity share capital	Balance as at 31st March 2025
2,450.00	-	2,450.00		1,00,000.00	1,02,450.00
Balance as at 1st April 2023	Change in equity share capital due to prior period errors	Restated balance as at 1st April 2023		Changes in equity share capital	Balance as at 31st March 2024
2,450.00	-	2,450.00		-	2,450.00
(b) Other Equity					
Particulars	Reserves & Surplus		Equity instruments through other comprehensive income	Money Received against Share Warrants	Total
	Retained Earnings	Securities Premium			
Balances as at 1st April 2023	6,858.61	-	16.95	-	6,875.56
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balances as at 1st April 2023	6,858.61	-	16.95	-	6,875.56
Add/ (less:) changes during the year		-	-	1,03,906.25	1,03,906.25
Profit/(loss) for the year	493.02	-	-	-	-
Other comprehensive income/(losses)	-	-	-	-	-
Total comprehensive income	493.02	-	-	-	493.02
Balances as at 31st March 2024	7,351.62	-	16.95	1,03,906.25	1,11,274.82
Balances as at 1st April 2024	7,351.62	-	16.95	1,03,906.25	1,11,274.82
Changes in accounting policy or prior period errors	-	-	-	-	-
Restated balances as at 1st April 2024	7,351.62	-	16.95	1,03,906.25	1,11,274.82
Received during the year	-	-	-	1,62,093.75	1,62,093.75
Conversion of warrants into Shares	-	1,66,000.00	-	(2,66,000.00)	(1,00,000.00)
Profit/(loss) for the year	10,514.95	-	-	-	10,514.95
Adjustment towards dividend				-	-
Other comprehensive income/(losses)	-	-	-	-	-
Total comprehensive income	10,514.95	-	-	-	10,514.95
Balances as at 31st March 2025	17,866.57	1,66,000.00	16.95	-	1,83,883.52
Notes to the financial statements			1-41		
The accompanying notes are an integral part of the financial statements in terms of our report attached					
FOR V. N. PUROHIT & CO.				For and on behalf of the Board of Directors	
Chartered Accountants				Goalpost Industries Limited	
Firm Regn No. 304040E					
O. P. Pareek				Rohit Mittal	Lalita Mittal
Partner				Director	Director
Membership No. 014238				DIN: 02527072	DIN: 07008283
UDIN: 25014238BMJMBT3036				E-25, Sector-13	E-25, Sector-13
				Sai Apartment, Rohini	Sai Apartment, Rohini
				Delhi-110085	Delhi-110085
Place: New Delhi					
Date: 23rd May 2025					
		Kalika Mishra		Kanta Bansal	Mohd. Aslam Baqui
		Company Secretary		CEO	CFO
		PAN: BQVPG5807R		PAN: AJAPB4793Q	PAN: AAQPB3094B

# Goalpost Industries Limited

## Annual Report Financial Year 2024-25

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GOALPOST INDUSTRIES LIMITED  
(formerly known as Gulmohar Investments and Holdings Limited)  
CIN: L74110DL1982PLC013956

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025

#### 1 Corporate Information:

Goalpost Industries Limited (bearing CIN : L74110DL1982PLC013956) was incorporated on 13th June, 1982 under the erstwhile Companies Act, 1956 with the Registrar of Companies, NCT of Delhi. The Company is currently engaged in the business of trading including buying, selling, reselling, importing, exporting etc, dealing in any manner whatsoever, in all type of goods and commodities and dealing in gold silver and other metal material also to act as broker, agent ,consultant, commission agent to carry business as exhibitor etc .The Company is listed on Metropolitan Stock Exchange of India Limited (MSEI) with [Script code: GOALPOST] and also of Calcutta Stock Exchange Limited ( CSE).

#### 2 Significant Accounting Policies

##### 2.1 Statement of Compliance

The financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015.

##### 2.2 Basis for preparation of financial statements

The financial statements have been prepared in historical cost basis which is generally based on the fair value of consideration given in exchange for goods and services.

##### 2.3 Use of Estimates:

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported amounts of assets and liabilities on the date of financial statements, disclosure of contingent liabilities as at the date of the financial statements, and the reported amounts of income and expenses during the reported period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised.

##### 2.4 Critical accounting estimates:

###### 2.4.1 Income Taxes:

Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

###### 2.4.2 Impairment of Investments:

The carrying value of investments is reviewed at cost annually, or more frequently whenever, there is indication for impairment. If the recoverable amount is less than the carrying amount, the impairment loss is accounted for.

###### 2.4.3 Provisions:

Provisions are recognized when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. These are reviewed at each balance sheet date adjusted to reflect the current best estimates.

##### 2.5 Property, Plant and Equipment

PPE are stated at actual cost less accumulated depreciation and net of impairment. The actual cost capitalized includes material cost, freight, installation cost, duties and taxes, eligible borrowing costs and other incidental expenses incurred during the construction/installation stage.

The Company has chosen the cost model for recognition and this model is applied to all class of assets. After recognition as an asset, an item of PPE is carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Depreciable amount of an asset is the cost of an asset less its estimated residual value.

Depreciation on PPE, including assets taken on lease, other than freehold land is charged based on Written Down Value method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013. The useful life of asset taken into consideration as per Schedule II for the purpose of calculating depreciation is as follows: -

Particulars of PPE	Useful life (in years)
Motor Car	8

An item of PPE is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss.

At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

##### 2.6 Revenue recognition:

Effective 1st April, 2018, the Company has applied Ind AS 115 - Revenue from Contracts with Customers. Pursuant to adoption of Ind AS 115, Revenue from contracts with customers are recognized when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognized depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods or services.

**2.6.1 Sale of goods: -**

Revenue from sale of goods is recognized when the control over such goods have been transferred, being when the goods are delivered to the customers. Delivery occurs when the products have been shipped or delivered to the specific location as the case may be, risks of loss have been transferred to the customers, and either the customer has accepted the goods in accordance with the sales contract or the acceptance provisions have lapsed or the Company has objective evidence that all criteria for acceptance have been satisfied. Revenue from these sales are recognized based on the price specified in the contract.

**2.6.2 Interest Income: -**

The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost. EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that exactly discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

**2.6.3 Dividend: -**

Dividend income from investments is recognised when the shareholders' right to receive payment has been established which is generally when the shareholders approve the dividend.

**2.7 Interest income**

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

**2.8 Other income**

In respect of other heads of income in the Company's accounts the income shall recognize on accrual basis.

**2.9 Foreign currency transactions:**

Foreign currency transactions are recorded as exchange rates prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are restated into the functional currency using exchange rates prevailing on the date of Balance Sheet. Gains and losses arising on settlement and restatement of foreign currency denominated monetary assets and liabilities are recognized in the profit or loss.

**2.10 Financial Instruments:**

**Financial Assets: -**

**Recognition and initial measurement: -**

Financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction cost.

**Subsequent measurement: -**

**Financial Assets measured at Amortised Cost (AC)**

Financial assets are subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is the cost of a financial asset adjusted to achieve a constant effective interest rate over the life of the financial asset.

**Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)**

Financial assets are subsequently measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows on specified dates that are solely payments of principal and interest on the principal amount outstanding and selling financial assets.

**Financial Assets measured Fair Value Through Profit and Loss (FVTPL)**

Financial assets are subsequently measured at fair value through profit or loss unless they are measured at amortized cost or at fair value through other comprehensive income. For financial assets measured at fair value through profit and loss, all changes in the fair value are recognized in profit and loss when they occur.

**De-recognition of Financial Assets: -**

A financial asset is primarily de-recognized when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

**Financial Liabilities: -**

**Recognition and initial measurement: -**

All Financial liabilities are recognized initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are classified as amortized cost.

**Subsequent measurement: -**

Subsequent to initial recognition, these liabilities are measured at Amortized cost using the effective interest rate method.



#### **De-recognition of Financial liabilities**

Financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on closure of the concerned project or earlier based on the previous experience of Management and actual facts of each case and recognized in other Operating Revenues.

Further when an existing Financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

#### **Offsetting of Financial Instrument: -**

Financial Assets and Financial Liabilities are offset and the net amount is reported in the Balance sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on net basis, to realize the assets and settle the liabilities simultaneously.

#### **2.11 Impairment of Financial Assets**

##### **Equity instruments, Debt Instruments and Mutual Fund: -**

In accordance with Ind -AS 109, the Company applies Expected Credit Loss model for measurement and recognition of impairment loss for Financial Assets.

Expected Credit Loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive.

##### **Other Financial Assets: -**

The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

#### **2.12 Inventories**

Inventories (Other than Quoted Shares & Securities) are valued at cost or net realisable value, whichever is lower. Cost is determined on weighted average basis and includes cost of purchase and other costs incurred in bringing inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

#### **2.13 Cash & Cash equivalent**

Cash and cash equivalents Cash and cash equivalents in the balance sheet comprise of cash at bank and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

#### **2.14 Taxation**

Tax expense comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid/recovered from the tax authorities, based on estimated tax liability computed after taking credit for allowances and exemption in accordance with Income Tax Act, 1961.

Current and deferred tax are recognized in profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the income taxes are recognized in other comprehensive income or directly in equity, respectively.

Advance taxes and provisions for current income taxes are presented in the statement of financial position after offsetting advance tax paid and income tax provision.

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amounts.

Deferred income tax is recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred income tax assets is reviewed at each reporting date. Deferred tax asset/liability is measured at the tax rates that are expected to be applied to the period when the asset is realized or the liability is settled.

#### **2.15 Earnings Per Share**

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the period and also after the Balance Sheet date but before the date the financial statements are approved by the Board of Directors.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit/ (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

#### **2.16 Provision, Contingent Liabilities and Contingent Assets:**

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Contingent Assets and Contingent Liabilities are not recognized in the financial statements.

# Goalpost Industries Limited

## Annual Report Financial Year 2024-25

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GOALPOST INDUSTRIES LIMITED						
(formerly known as Gulmohar Investments and Holdings Limited)						
CIN: L74110DL1982PLC013956						
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2025						
						Rs in "000"
3	Property, plant and equipment (PPE)			As at 31st March 2025		As at 31st March 2024
	Carrying amount: -					
	Motor car			155.00		225.40
	Total			155.00		225.40
				Motor car		Total
	Cost or deemed cost: -					
	Balance as at 31st March 2023			693.18		693.18
	Additions during the year			-		-
	Assets disposal/ written off during the year			-		-
	Balance as at 31st March 2024			693.18		693.18
	Additions during the year			-		-
	Assets disposal/ written off during the year			-		-
	Balance as at 31st March 2025			693.18		693.18
	Accumulated depreciation: -					
	Balance as at 31st March 2023			365.40		365.40
	Charge for the year			102.38		102.38
	Assets disposal/ written off during the year			-		-
	Balance as at 31st March 2024			467.78		467.78
	Charge for the year			70.40		70.40
	Assets disposal/ written off during the year			-		-
	Balance as at 31st March 2025			538.18		538.18
	Carrying amount: -					
	Balance as at 31st March 2024			225.40		225.40
	Balance as at 31st March 2025			155.00		155.00
3.1	All the above property, plant & equipment are owned by the company.					
3.2	The company has not made any of change (10% or more in the aggregate of the net carrying value of each class of PPE) in the value of PPE due to revaluation.					
4	Loans : Non current			As at 31st March 2025		As at 31st March 2024
	Unsecured, considered good (at amortised cost):					
	Loan to related parties			1,500.00		-
	Loan to others			-		2,941.18
	Less : Allowance for credit impaired/expected credit loss			(120.83)		(218.44)
	Total (A)			1,379.17		2,722.74
	Unsecured, significant increase in credit risk (at amortised cost):					
	Loan to related parties			1,406.26		1,406.26
	Loan to others			-		-
	Less : Allowance for credit impaired/expected credit loss			(1,352.17)		(1,014.13)
	Total (B)			54.09		392.13
	Grand Total (A+B)			1,433.26		3,114.87
4.1	Particulars			As at		As at 31st March 2024
				Amount of loan or advance in the nature of loan outstanding	% to the total loans and advances in the nature of loans	Amount of loan or advance in the nature of loan outstanding
						% to the total loans and advances in the nature of loans
	Loans and advances granted to promoters, directors, KMPs and other related parties that are (a) repayable on demand; or (b) without specifying any terms or period of repayment			2,906.26	100.00%	1,406.26
						32.35%
5	Deferred tax assets/(liabilities) (net)			As at 31st March 2025		As at 31st March 2024
	At the start of the year			50.41		43.55
	(Charge)/ credit to statement of profit and loss & OCI			1.65		6.86
	At the end of year			52.06		50.41

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5.1	Deferred tax asset is recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.						
5.2	The tax effect of significant timing differences that has resulted in deferred tax assets are given below:-						
	Timing Difference on account of :	For the year ended 31st March 2025					
		Opening balance	Recognized in profit and loss	Recognized in OCI	Closing balance		
	Property plant and equipment	50.41	1.65	-	52.06		
	Total	50.41	1.65	-	52.06		
	Timing Difference on account of :	For the year ended 31st March 2024					
		Opening balance	Recognized in profit and loss	Recognized in OCI	Closing balance		
	Property plant and equipment	43.55	6.86	-	50.41		
	Total	43.55	6.86	-	50.41		
6	Inventories			As at		As at	
				31st March 2025		31st March 2024	
	Stock in trade: -						
	Equity Instruments (quoted)-Fair Value Through Profit & Loss' (FVTPL)			160.04		159.90	
	Gold Bars & Coins			1,42,539.80		34,355.60	
				1,42,699.84		34,515.50	
7	Trade receivables: current			As at		As at	
				31st March 2025		31st March 2024	
	Considered good - unsecured			1,38,318.95		67,609.50	
				1,38,318.95		67,609.50	
	7.1 Trade receivables ageing schedule						
	Particulars	Outstanding from due date of payment as on 31st March 2025					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
	(i)Undisputed Trade Receivables :	1,38,318.95	-	-	-	-	1,38,318.95
	(ii)Undisputed Trade Receivables :	-	-	-	-	-	-
	(iii) Disputed Trade Receivables :	-	-	-	-	-	-
	(iv) Disputed Trade Receivables :	-	-	-	-	-	-
	Particulars	Outstanding from due date of payment as on 31st March 2024					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
	(i)Undisputed Trade Receivables :	29,252.94	38,356.57	-	-	-	67,609.51
	(ii)Undisputed Trade Receivables :	-	-	-	-	-	-
	(iii) Disputed Trade Receivables :	-	-	-	-	-	-
	(iv) Disputed Trade Receivables :	-	-	-	-	-	-
8	Cash and cash equivalents			As at		As at	
				31st March 2025		31st March 2024	
	Balances with banks			164.76		209.94	
	Cash on hand (as certified)			672.70		466.18	
				837.46		676.12	
9	Other financial assets: current			As at		As at	
				31st March 2025		31st March 2024	
	Advance to Suppliers			3,381.56		7,000.00	
	Interest accrued			36.07		107.50	
	Security Deposit			20.00		-	
				3,437.63		7,107.50	

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10	Other current assets				As at		As at	
					31st March 2025		31st March 2024	
	Input credit of GST				3,798.60		649.56	
	Refund receivable A.Y. (2020-21)				-		42.53	
					3,798.60		692.09	
11	Equity share capital				31st March 2025		31st March 2024	
					Nos.	Amount	Nos.	Amount
	Authorized shares							
	Equity shares of Rs. 10 each with voting rights				1,05,00,000	1,05,000.00	1,05,00,000	1,05,000.00
					1,05,00,000	1,05,000.00	1,05,00,000	1,05,000.00
	Issued, subscribed and fully paid- up shares				1,02,45,000	1,02,450.00	2,45,000	2,450.00
	Equity shares of Rs.10/- each with voting rights				1,02,45,000	1,02,450.00	2,45,000	2,450.00
11.1	Reconciliation of number of equity shares and amount outstanding				31st March 2025		31st March 2024	
					Nos.	Amount	Nos.	Amount
	Equity shares							
	- At the beginning of the period				2,45,000	2,450.00	2,45,000	2,450.00
	- Issued during the year (Note 11.2)				1,00,00,000	1,00,000.00	-	-
	Total outstanding at the end of the period				1,02,45,000	1,02,450.00	2,45,000	2,450.00
11.2	The company has issued 1,00,00,000 Share warrants at an issue price of Rs. 26.60 each through preferential allotment under the terms approved by shareholders in the extra ordinary general meeting held on 18th July 2023. Every share warrant has an option of conversion into one equity share of Rs. 10 each to be exercised by the warrant holder within 18 months from the issue of such warrants by the Company. All share warrants were converted into the equity shares during the year ended 31st March 2025 and as such there are no share warrants pending for conversion at the end of the financial year.							
11.3	Terms and rights attached to equity shares							
	The company has issued only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to vote per share. The company declares and pays dividend if any, in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.							
11.3	Details of shareholders holding more than 5% shares in the company: -							
					31st March 2025		31st March 2024	
					Nos.	% holding	Nos.	% holding
	Leading leasing finance & investment Co. Limited.				72,000	0.70%	72,000	29.39%
	Munish mahajan				37,130	0.36%	37,130	15.16%
	Alrick Constructions Private Limited				25,00,000	24.40%	-	0.00%
	Dolf Leasing Limited				25,00,000	24.40%	-	0.00%
	Prateek Securities Private Limited				25,00,000	24.40%	-	0.00%
	Pine View Portfolio Consultants Private Limited				25,00,000	24.40%	-	0.00%
	As per records, registers and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.							
11.4	Details of shares held by promoters in the company							
	Promoter Name	As at 31st March 2025		As at 31st March 2024		% Change during the year		
		No of shares	% of total shares	No of shares	% of total shares			
	Leading leasing finance and investment Co. Limited	72,000	0.70%	72,000	29.39%	-		
	Munish Mahajan	37,130	0.36%	37,130	15.16%	-		
	There is no change in promoters shareholdings in terms of absolute numbers during the period ended on 31st March 2024 and 31st March 2025.							

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12	Other equity				As at 31st March 2025	As at 31st March 2024
	<u>Equity instruments through other comprehensive income</u>					
	Balance as per last financial statements			16.95		16.95
	Add/ (less:) changes during the year			-		-
	Closing balance			16.95		16.95
	<u>Retained earnings</u>					
	Balance as per last financial statements			7,351.62		6,858.60
	Changes in accounting estimate			-		-
	Restated opening balances			7,351.62		6,858.60
	Profit/ (loss) for the period			10,514.95		493.02
	Adjustment towards dividend			-		-
	Closing balance			17,866.57		7,351.62
	<u>Money received against share warrants</u>					
	Balance as per last financial statements			1,03,906.25		-
	Add: received during the year			1,62,093.75		1,03,906.25
	Less: conversion of warrant into equity shares			(2,66,000.00)		-
	Closing balance			-		1,03,906.25
	<u>Securities Premium</u>					
	Balance as per last financial statements			-		-
	Add/(Less) : transfer/utilisation during the year			1,66,000.00		-
	Closing balance			1,66,000.00		-
				1,83,883.52		1,11,274.82
12.1	The company has issued 1,00,00,000 Share warrants at an issue price of Rs. 26.60 each as per terms approved by shareholders in EGM on 18th July 2023. Every share warrant has an option of conversion into one equity share of Rs. 10 each to be exercised by the warrant holder within 18 months of the issue by the Company. All share warrants were converted into the equity shares during the year ended 31st March 2025 and as such there are no share warrants pending for conversion at the end of the financial year.					
13	Other current liabilities				As at 31st March 2025	As at 31st March 2024
	Salary payable				150.00	145.00
	Audit fees payable				55.90	45.90
	Expenses payable				6.51	-
	TDS and TCS payable				210.34	35.54
	Unclaimed and unpaid dividend				-	-
	For the F.Y. 2021-22 : Final Dividend				22.22	22.22
	For the F.Y. 2022-23 : Interim Dividend				9.48	9.48
	Cheque overdrawn				468.66	-
					923.11	258.13
14	Revenue from operation				For the year ended 31st March 2025	For the year ended 31st March 2024
	<u>Sale of products: -</u>					
	Gold Bars & Coins				1,95,050.72	-
	Agricultural produce				-	67,672.17
	<u>Professional services</u>				-	2,635.93
					1,95,050.72	70,308.10
15	Other income				For the year ended 31st March 2025	For the year ended 31st March 2024
	Interest income on loan				339.04	234.37
	Interest on I.T refund				1.91	-
					340.95	234.37
16	Purchase of Stock In trade				For the year ended 31st March 2025	For the year ended 31st March 2024
	Purchase of Gold Bars & Coins				2,84,391.45	34,355.60
	Purchase of Agricultural Produce				-	66,616.88
					2,84,391.45	1,00,972.48

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17	Changes in inventories			For the year ended	For the year ended
				31st March 2025	31st March 2024
	Opening balance of stock in trade			34,515.50	161.47
	Less: Closing balance stock in trade			(1,42,699.84)	(34,515.50)
				(1,08,184.34)	(34,354.03)
18	Employee benefit expenses			For the year ended	For the year ended
				31st March 2025	31st March 2024
	Salaries & allowances			1,380.00	1,980.00
				1,380.00	1,980.00
19	Finance cost			For the year ended	For the year ended
				31st March 2025	31st March 2024
	Interest on borrowing			11.87	159.19
				11.87	159.19
20	Other expenses			For the year ended	For the year ended
				31st March 2025	31st March 2024
	Advertisement expenses			-	67.08
	Allowance for credit impaired/expected credit loss			240.43	26.11
	Bank charges			2.00	0.53
	De-recognition of financial assets			141.18	-
	Bad Debts			172.17	-
	Director sitting fee			52.50	48.00
	Fees & subscription			442.29	93.00
	Interest and Late fee on statutory dues			0.84	30.85
	Internal audit fees			10.00	50.00
	Miscellaneous expenses			10.81	8.97
	Penalty and late Fee			28.97	50.00
	Printing & Stationery			41.50	-
	Payment to statutory auditors				
	- towards audit fee			51.00	51.00
	- towards other certification			17.50	20.00
	Professional charges			2,305.42	796.60
	Roc fees			3.00	8.43
	Vehicle running & maintenance			85.39	-
	Website expenses			3.90	3.60
				3,608.90	1,254.17

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M/s PRM Services (w.e.f. 08/10/2024)

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21.2 Following transactions are made with the related parties covered under Ind AS- 24 on "Related Parties Disclosure".

Transaction with		Nature of Transaction	Transaction during the year	
			31st March 2025	31st March 2024
(i)	Key Management Personnel:-			
	Rohit Mittal	Loan given	900.00	-
		Loan recovered	900.00	-
		Interest income	5.67	-
	Lalita Mittal	Loan given	300.00	-
		Loan recovered	300.00	-
		Interest income	2.07	-
	Pawan kumar Mittal	Reimbursement of expenses	-	8.49
		Loan given	300.00	-
		Loan recovered	300.00	-
		Interest income	2.07	-
	Kiran Mittal	Reimbursement of expenses	388.85	167.55
		Loan given	300.00	-
Loan recovered		300.00	-	
Interest income		2.07	-	
Mohd. Aslam Baqui	Remuneration	600.00	600.00	
Kanta Bansal	Remuneration	-	960.00	
Kalika Mishra	Remuneration	240.00	240.00	
(ii)	Relatives of Key Management Personnel:-			
	Nikhat Aslam	Loan given	-	-
		Loan recovered	-	490.00
		Interest income	-	74.76
(iii)	Enterprises in which Key Management Personnel and Relatives are having significant influences: -			
	Dolf Leasing Limited	Loan given	-	1,000.00
		Loan recovered	-	4,800.00
		Interest income	-	29.75
		Loan taken	750.00	3,300.00
		Loan repaid	750.00	3,300.00
		Interest expense	11.87	154.50
		Money received for issue of share warrants	41,562.50	24,937.50
	Rita Finance & Leasing Ltd.	Loan given	1,500.00	-
		Loan recovered	-	-
		Interest income	40.08	0
		Loan taken	1,250.00	2,750.00
		Loan repaid	1,250.00	2,750.00
		Interest expense	-	4.69
	Leading Leasing Finance and Investment Company Limited	Loan recovered	-	-
	Ispatika International Limited	Sale	89,984.03	-
	Afloat Enterprises Limited	Sale	42,116.70	-
	Kedarnath Industries Limited	Purchase	14,338.76	-
	PRM Hospitality Private Limited	Loan given	1,000.00	-
		Loan recovered	1,000.00	-
		Interest income	8.88	-
	PRM Merchants (Opc) Private Limited	Sale	39,750.00	-
		Purchase	-	43,354.33
Loan given		1,750.00	2,800.00	
Loan recovered		4,550.00	119.44	
Interest income		274.75	-	
Loan taken		220.23	-	
Loan repaid		220.23	-	
PRM Services	Reimbursement of expenses	87.74	-	



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Balance of related parties transactions as on 31st March 2024							
Transaction with				Nature of Transaction	Balance as at		
					31st March 2025	31st March 2024	
(i)	Key Management Personnel:-						
	Rohit Mittal			Loan & advances	-	-	
	Lalita Mittal			Loan & advances	-	-	
	Pawan kumar Mittal			Loan & advances	-	-	
	Kiran Mittal			Loan & advances	-	-	
	Mohd. Aslam Baqui			Remuneration payable	50.00	50.00	
	Kanta Bansal			Remuneration payable	-	75.00	
	Kalika Mishra			Remuneration payable	20.00	20.00	
(ii)	Relatives of Key Management Personnel:-						
	Nikhath Aslam			Loan & advances	-	-	
				Interest accrued	-	-	
(iii)	Enterprises in which Key Management Personnel and Relatives are having significant influences: -						
	Dolf Leasing Limited			Loan & advances	-	-	
				Interest accrued	-	-	
				Borrowing	-	-	
				Interest outstanding	-	-	
				Issue of share warrants	41,562.50	24,937.50	
				Issue of Equity share capital	66,500.00	-	
	Rita Finance & Leasing Ltd.			Loan & advances	1,500.00		
				Interest accrued	36.07		
				Borrowing	-	-	
	Leading Leasing Finance and Investment Company Limited			Loan & advances	1,406.26	1,406.26	
	Ispatika International Limited			Trade Receivables	57,064.80	-	
	Afloat Enterprises Limited			Trade Receivables	16,398.59	-	
	Kedarnath Industries Limited			Trade Payables	-	-	
	PRM Hospitality Private Limited			Loan & advances	-	-	
	PRM Merchants (Opc) Private Limited			Trade Receivables	40,983.45	-	
				Loan & advances	-	2,800.00	
				Interest accrued	-	107.50	
	PRM Services			Expenses Payable	-	-	

22	Segment information					
The Company has identified two reportable segments viz., trading of gold bars & coins and trading of agricultural produce after taking into account the nature of products and the differing risk and returns on such products. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting: -						
(i) Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and expenses that relates to enterprise as a whole and are not allocable to a segment on a reasonable basis have been disclosed as "Un-allocable".						
(ii) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Un-allocable".						
(iii) Segment Information:						
Particulars				31st March 2025		31st March 2024
Segment						
Revenue: -						
Gold Bars & Coins				1,95,050.72		-
Agricultural Produce				-		67,672.17
Unallocable				-		2,635.93
Total Revenue				1,95,050.72		70,308.10

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	<b>Segment Results</b>				
	(Profit/ loss before interest and taxes)				
	Gold Bars & Coins		18,843.47		-
	Agricultural Produce		-		1,055.30
	Less: Interest		11.87		159.19
	Less: Other Un-allocable expenditure (net)		4,718.21		467.83
	<b>Total Profit Before Taxes</b>		<b>14,113.39</b>		<b>428.28</b>
	<b>Segment assets</b>				
	Gold Bars & Coins		2,80,858.88		34,355.60
	Agricultural Produce		3,250.00		74,609.50
	Un-allocable		6,571.86		4,975.88
	<b>Total</b>		<b>2,90,680.74</b>		<b>1,13,940.98</b>
	<b>Segment liabilities</b>				
	Gold Bars & Coins		-		-
	Agricultural Produce		-		-
	Un-allocable		4,399.28		266.55
	<b>Total</b>		<b>4,399.28</b>		<b>266.55</b>
	<b>Capital employed</b>				
	Gold Bars & Coins		2,80,858.88		34,355.60
	Agricultural Produce		3,250.00		74,609.50
	Un-allocable		2,172.58		4,709.33
	<b>Total</b>		<b>2,86,281.46</b>		<b>1,13,674.43</b>
	(ii) Secondary Segment information: -				
	The Company does not have secondary segment division in respect of reportable segments.				
23	<b>Categories of Financial Instruments and its fair value measurement</b>				
	<b>Financial assets</b>		<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>
	Measured at amortised cost				
	(i) Cash and bank balance		837.46		676.12
	(ii) Loans		1,433.26		3,114.87
	(iii) Other financial assets		3,437.63		7,107.50
	<b>Total</b>		<b>5,708.35</b>		<b>10,898.49</b>
	<b>Financial liabilities</b>		<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>
	Measured at amortised cost				
	(i) Other financial liabilities		-		-
	<b>Total</b>		<b>-</b>		<b>-</b>
24	<b>Particulars</b>		<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>
	Earnings/ remittances and/ or expenditure in foreign currency		Nil		Nil
25	<b>Break-up of payments made to Statutory Auditors (excluding taxes) are disclosed as under: -</b>				
	<b>Particulars</b>		<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>
	In respect of Statutory Audit		51.00		51.00
	In respect of certification		17.50		20.00
	<b>Total</b>		<b>68.50</b>		<b>71.00</b>
	GST on above		12.33		12.78
26	<b>Particulars</b>		<b>As at 31st March 2025</b>		<b>As at 31st March 2024</b>
	Contingent Liability not provided for: -				
	Interest payable under Section 234B of the Income tax Act, 1961 in respect of return filed for the A.Y. 2023- 24		35.15		8.79
	Notice under Section 148 of the Income tax Act, 1961 ("the Act") for the A.Y. 2017- 18 received pursuant to order dated 12th April 2024 passed under Section 148A(d) of the Act.		Unascertainable		-
	Pending litigation by/ against the company		Nil		Nil

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27	Ratio Analysis and its components							
	S.No.	Particulars	31st March 2025		31st March 2024	Changes in percentage (%)		
	1	Current ratio (in times)	65.71		414.90	-84.16%		
	2	Debt- equity ratio (in times)	-		-	N. A.		
	3	Debt service coverage ratio (in times)	7.06		0.11	6250.91%		
	4	Return on equity ratio (in %)	5.26%		0.80%	556.00%		
	5	Inventory turnover ratio (in times)	2.20		3.90	-43.60%		
	6	Trade Receivable turnover ratio	1.89		2.08	-8.92%		
	7	Trade Payable turnover ratio	N. A.		-	N. A.		
	8	Net capital turnover ratio (in times)	0.69		0.64	7.52%		
	9	Net profit ratio (in times)	0.05		0.01	668.78%		
	10	Return on capital employed (in %)	4.93%		0.52%	854.98%		
	11	Return on Investment (in %)	-		-	N.A.		
	S. No.	Particular	Reasons for variance of more than 25% in above ratios					
	1	Current ratio	Due to increase in current liabilities					
	2	Debt service coverage ratio	Due to increase in Earnings available for debt service					
	3	Return on equity ratio	Due to increase in Net profit after tax- exceptional items					
	4	Inventory turnover ratio	Due to increase in average inventory					
	5	Net profit ratio	Due to increase in Net profit after tax-Exceptional items					
	6	Return on capital employed	Due to increase in Profit Before interest,Tax & Exceptional item					
	Components of Ratio							
	S.No.	Ratios	Numerator	Denominator	As at 31st March 2025		As at 31st March 2024	
					Numerator	Denominator	Numerator	Denominator
	1	Current ratio (in times)	Current assets	Current liabilities	2,89,092.48	4,399.28	1,10,600.71	266.57
	2	Debt- equity ratio (in times)	Total debts	Total equity(equity share capital+other equity)	-	2,86,333.52	-	1,13,724.82
	3	Debt service coverage ratio (in times)	Earnings available for debt service (Net profit before exceptional Items & tax expense + depreciation & amortization + Finance cost + Non cash operating items + other adjustment)	Finance cost + principle repayment of long term borrowings during the period/year	14,195.66	2,011.87	689.85	6,209.19
	4	Return on equity ratio (in %)	Net profit after tax-exceptional items	Average total equity [(opening equity share capital + opening Other equity + closing equity share capital + closing other equity)/2]	10,514.95	2,00,029.17	493.02	61,525.19
	5	Inventory turnover ratio (in times)	Revenue from sales of products	Average Inventory [(opening balance + closing balance)/2]	1,95,050.72	88,607.67	67,672.17	17,338.49
	6	Trade Receivable turnover ratio	Revenue from operations	Average trade receivable [(Opening balance + closing balance)/2]	1,95,050.72	1,02,964.23	70,308.10	33,804.75
	7	Trade Payable turnover ratio	Purchase of products	Average trade payable [(Opening balance + closing balance)/2]	2,84,391.45	-	1,00,972.48	-
	8	Net capital turnover ratio (in times)	Revenue from operations	Working capital (Current asset-current liabilities)	1,95,050.72	2,84,693.20	70,308.10	1,10,334.14
	9	Net profit ratio (in times)	Net profit after tax-Exceptional items	Revenue from operations	10,514.95	1,95,050.72	493.02	70,308.10
	10	Return on capital employed (in %)	Profit Before interest,Tax & Exceptional item	Total Equity + Total Debts (including preference share liability)	14,125.26	2,86,333.52	587.47	1,13,724.82
	11	Return on Investment (in %)	Interest Income on fixed deposits + Profit on sale of investments + Income of investment - impairment on value of investment	Current investments + Non current Investments + Fixed deposits with bank	-	20.00	-	-
28	Financial risk management							
	The Company has exposure to the following risks arising from financial instruments:							
	(i) Market risk							
	(a) Interest rate risk;							
	(ii) Credit risk and ;							
	(iii) Liquidity risk							

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<b>Risk management framework</b>				
The Company's activities expose it to a variety of financial risks, including market risk. The Company's primary risk management focus is to minimize potential adverse effects of risks on its financial performance. The Company's risk management assessment policies and processes are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. Risk assessment and management of these policies and processes are reviewed regularly to reflect changes in market conditions and the Company's activities. The Board of Directors and the Audit Committee are responsible for overseeing these policies and processes.				
<b>(i) Market risk</b>				
Market risk is the risk of changes in the market prices on account of foreign exchange rates, interest rates and Commodity prices, which shall affect the Company's income or the value of its holdings of its financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimising the returns.				
<b>(a) Interest rate risk</b>				
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from banks and others.				
<b>Interest rate sensitivity - variable rate instruments</b>				
A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased/(decreased) equity and profit or loss by amounts shown below. This analysis assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date.				
<i>Rs in "000"</i>				
Particulars	For the year ended on 31st March 2025		For the year ended on 31st March 2024	
	100 bp increase	100 bp decrease	100 bp increase	100 bp decrease
On account of variable rate on loans and advances given	29.06	(29.06)	43.47	(43.47)
On account of variable rate on borrowings	-	-	-	-
<b>Net impact on profit/(loss) before tax</b>	<b>29.06</b>	<b>(29.06)</b>	<b>43.47</b>	<b>(43.47)</b>
<b>(ii) Credit risk</b>				
Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the company's receivables from customer. The Company establishes an allowance for doubtful debts, impairment and expected credit loss that represents its estimate an allowance for doubtful debts, impairment and expected credit loss that represents its estimate on expected credit loss.				
<b>A. Trade receivables</b>				
The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry has an influence on credit risk assessment. Credit risk managed through credit approvals, establishing credit limits and continuously monitoring the creditor worthiness of customers to which the Company grants credit terms in the normal course of business. However, the company does not expect any losses from non-performance by these counter-parties apart from those already given in financials, and does not have any significant concentration of exposures.				
<b>B. Cash and cash equivalents</b>				
The Company holds cash and cash equivalents with creditworthy banks of ₹ 164.76 thousands. The credit worthiness of such banks is evaluated by the management on an on-going basis and is considered to be good.				
<b>(iii) Liquidity risk</b>				
Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company has been taking measures to ensure that the Company's cash flow from business borrowing is sufficient to meet the cash requirements for the Company's operations. The Company managing its liquidity needs by monitoring forecasted cash inflows and outflows in day to day business. Liquidity needs are monitor End on various time bands, on a day to day and week to week basis, as well as on the basis of a rolling 30 day projections. Net cash requirements are compared to available working capital facilities in order to determine head room or any shortfalls. Presently company's objective is to maintain sufficient cash to meet its operational liquidity requirements.				
29	The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of layers) Rules, 2017.			
30	The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.			
31	The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.			
32	The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.			
33	The company has not any such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provision of the Income Tax Act, 1961).			

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34	Balance shown under receivables, payables and advances are subject to confirmation.				
35	The Company did not have any long- term contracts including derivative contracts for which there were any material foreseeable losses.				
36	There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.				
37	The company does not have transactions with the companies struck off under section 248 of Companies Act ,2013.				
38	The financial statements were approved for issue by the Board of Directors on 23rd May, 2025				
39	Previous year's figures have been re- arranged or re- grouped wherever considered necessary.				
40	Figures have been rounded off to the nearest thousands of rupees.				
41	Figures in brackets indicate negative (-) figures.				
Signed for the purpose of Identification					
FOR V.N. PUROHIT & CO.				For and on behalf of the Board of Directors of	
Chartered Accountants				Goalpost Industries Limited	
Firm Regn. No. 304040E					
O. P. Pareek				Rohit Mittal	Lalita Mittal
Partner				Director	Director
Membership No. 014238				DIN: 02527072	DIN: 07008283
				E-25, Sector-13	E-25, Sector-13
UDIN: 25014238BMJMBT3036				Sai Apartment, Rohini	Sai Apartment, Rohini
Place: New Delhi				Delhi-110085	Delhi-110085
Date: 23rd May 2025					
Kalika Mishra				Kanta Bansal	Mohd. Aslam Baqui
Company Secretary				CEO	CFO
PAN: BQVPG5807R				PAN: AJAPB4793Q	PAN: AAQPB3094B