

**SREE JAYALAKSHMI AUTOSPIN LIMITED**  
**Regd. Office: “Sanjana” Davanagere Road, Chitradurga-577501,**  
**Karnataka.**  
**Phone No: 08194-223040**  
**e-mail: [sjlalcd@gmail.com](mailto:sjlalcd@gmail.com), Website: sjlal.com**



**ANNUAL REPORT**  
**2023-2024**

**SREE JAYALAKSHMI AUTOSPIN LIMITED**

**BOARD OF DIRECTORS**

**Smt Sarita Devi, Chairman& Managing Director**  
**Sri Lakshita Sharma, Additional Director**  
**Smt Manisha Godara, Additional Director**  
**Sri Manuj Agarwal, Additional Director**

**AUDITORS**

**KARTHIK P & Co.**  
**Chartered Accountants**

**Regd. Office: "Sanjana" Davanagere Road, Chitradurga-577501, Karnataka.**  
**Phone No: 08194-223040**  
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**ANNUAL REPORT**  
**2023-2024**

# **SREE JAYALAKSHMI AUTOSPIN LIMITED**

**L85110KA1991PLC011732**

## **Notice of the 33 (Thirty Three) Annual General Meeting**

Notice is hereby given that the Thirty Third Annual General Meeting of the Members of Sree Jayalakshmi Auto Spin Limited will be held on, Monday 30<sup>th</sup> September 2024, at 12.00 P.M. through Video Conferencing (VC) or other Audio Visual means (OAVM) to transact the following businesses:

### **Ordinary Business: -**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2024, including Balance Sheet as at 31<sup>st</sup> March 2024, the statement of the Profit and Loss Account and Cash flow statement for the year ended on that date and Reports of the Board of Directors and Auditors thereon and, if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the Audited Financial Statements for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors of the Company be and are hereby approved and adopted.”

2. Regularization of Additional Director of Ms. Manisha Godara as an Independent Director of the Company. To consider and, if thought fit, to pass with or without modification(s), the following resolution as ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Manisha Godara (DIN: 08116113), who was appointed as Additional Director on 29.07.2024 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.”

3. Regularization of Additional Director of Mr. Manuj Agarwal as an Independent Director of the Company. To consider and, if thought fit, to pass with or without modification(s), the following resolution as ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Manuj Agarwal (DIN: 09193711), who was appointed as Additional Director on 29.07.2024 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.”

4. Regularization of Additional Director of Ms Lakshita Sharma as Executive Director of the Company. To consider and, if thought fit, to pass with or without modification(s), the following resolution as ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Ms. Lakshita Sharma (DIN: 09831479), who was appointed as Additional Director on 29.07.2024 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company.”

5. Appointment of Mrs. Sarita Devi, Director of the company as Managing Director of the Company, who retires by rotation, and being eligible for re-appointment. To consider and, if thought fit, to pass with or without modification(s), the following resolution as ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Sarita Devi (DIN: 02467927), who was appointed as Additional Director on 16.07.2024 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as Managing Director of the Company.”

6. To appoint M/s. G.R. Gupta and Company, Chartered Accountants as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the Thirty Eight Annual General Meeting. To appoint M/s. G.R. Gupta and Company, Chartered Accountants, (Firm registration number 006201C) as statutory auditors of the Company until the conclusion of Thirty Eighth AGM and to fix their remuneration and in this respect, to pass, with or without modification (s) the following resolution as an ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and on the basis of recommendation of Audit Committee, M/s. G.R. Gupta and Company, Chartered Accountants, (Firm registration number 006201C) as the statutory Auditors of the Company, be and is hereby appointed to hold office of Auditors from the conclusion of this Annual General Meeting (AGM) until the conclusion of Thirty Eighth Annual General Meeting and is hereby authorized to fix the remuneration payable to them, as may be determined by the Audit Committee, in consultation with the Auditors.”

### **Special Business:-**

7. To shift Registered Office from Chitradurga Sanjana, Davangere Road, Chitradurga, Karnataka to Office No 507 508 5th Floor, Vaibhav Cine Mutiplex Vaishali Nagar, Vaishali Nagar, Jaipur, Jaipur, Rajasthan, India, 302021 and in this respect, to pass, with or without modification(s) the following resolution as an special resolution:

**“RESOLVED THAT** pursuant to the provisions of section 12 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the shareholders of the Company be and hereby accorded to shift the registered office of the Company from 'SNAJANA' DAVANGERE ROAD, Chitradurga, Karnataka, 577501 to Office No 507 508 5th Floor, Vaibhav Cine Mutiplex, Vaishali Nagar, Jaipur, Rajasthan,302021, India.

RESOLVED FURTHER THAT any director of the Company be and is hereby authorized on behalf of the Company, to do all such acts, deeds, matters, and things as deem necessary, proper and desirable and to sign, and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of Forms as required for change in address registered office with the Registrar of Companies and with all other regulatory authorities including Goods and Service Tax Department, Income Tax Department, Banks and at all places where the same has to be mentioned and disclosed.”

8. To change the name of the company from Sree Jayalakshmi Autospin Ltd.

**“RESOLVED THAT** pursuant to the provisions of Section 13 sub-section (2) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and the rules framed there under, consent of the Shareholders of the Company be and is hereby accorded, to change the name from “SREE JAYALAKSHMI AUTOSPIN LTD” to SPARKLE GOLD MINES GROUP LIMITED, or any other similar name as available subject or approval of Central Registration Centre, Manesar,(Haryana) and in this respect, to pass, with or without modification(s) the following resolution as an special resolution:

RESOLVED FURTHER THAT Clause I of the Memorandum of Association of the Company be substituted by the above mentioned alteration.

RESOLVED FURTHER THAT clause 2(a) of the Articles of Association of the company be substituted by the above mentioned alteration.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, any Director of the Company be and is hereby authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form as return of appointment with the Central Registration Centre, Manesar,(Haryana) and Registrar of Companies, Bangalore.”

9. Alteration of Object Clause of the Memorandum of Association.

**“RESOLVED THAT** pursuant to the provisions of 13 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification or re-enactment thereof for the time being in force) and the rules framed there under, consent of the Shareholders of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, Jaipur, the object Clause III (A) of the Memorandum of Association of the Company be and is hereby altered by addition to the existing objects of the clause, with following new clauses and in this respect, to pass, with or without modification(s) pass a special resolution:

*“To mine, quarry, excavate, Manufacture, Buy, Sell, Import, Export, Refine, Alter and to search for all Stones, Marble, Granites, make merchantable or otherwise deal in Stones and to carry on business as Miners and acquire, Hire, Lease, explore, work, excise, develop and to acquire mining right and get quarry smell, refine and to prepare market for all kinds of Stones, Marble, Granites, ore, minerals and metal and other, found in or upon the Earth.”*

*“To establish, install and set up factories, stone polishing and cutting machines for purpose of polishing, glazing, processing and cutting of marble slab, granite and all other natural stones”*

*“To do all or any of the business of prospecting, exploring, opening and working mines, drill and sink shafts or wells and to pump, refine, raise, dig and quarry for oil, petroleum, gold, silver, diamonds, precious stones, semi-precious stones, coal, limestone, iron, aluminum, titanium, mica, aplite, chrome, copper, gypsum, lead, manganese, nickel, platinum, uranium, sulphur, tin, zinc, zircon, bauxite and tungsten and ores and minerals.”*

*“To carry on all or any of the business of goldsmiths, silver smiths, jewellers, gem and diamond merchants and of manufacturing and dealing in jewellery, ornaments and their components and accessories and of producing acquiring and trading in metals, bullion, gold ornaments, silver utensils, diamond, precious stones, semi-precious stones.”*

*“To carry on the business of construction as Contractors, Builders, Town planners, Infrastructure developers, Real estate developers and Engineers land developers, estate agents, immovable property dealers and to acquire, buy, purchase, hire or otherwise lands, buildings, civil works immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows, kothis, bridges, highways, roads, commercial properties and civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property in India.”*

**“RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take all necessary steps to give effect to the above said resolution.”

10. To increase the Authorized Share Capital of the company from existing 5,00,00,000 (five crore) to 20,00,00,000 (twenty crore). To consider and in this respect, to pass, with or without modification (s) the following resolution as an special resolution:

**“RESOLVED THAT** subject to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013, the Authorized Share Capital of the company be and is hereby

increased from the present Rs. 5,00,00,000/- (Rupees Five Crores) consisting of 50,00,000 (Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 20,00,00,000/- (Rupees Twenty Crores) consisting of 2,00,00,000 (Two Crores) Equity Shares of Rs 10/- (Rupees Ten) each.”

“RESOLVED FURTHER THAT pursuant to provisions of Section 13 and all other applicable provisions of Companies Act, 2013 the existing Clause V of the Memorandum of Association of the Company relating to Share Capital be and is hereby altered by deleting the same and substituting in place therefore, the following new Clause V:-

V. The Authorised Share Capital of the Company shall be Rs. 20,00,00,000/- (Rupees Twenty Crores) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs10/- (Rupees Ten) each.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all necessary steps to give effect to the above said resolution.”

Note: Above mentioned item 10 of business is added in the aforesaid Notice as a Special Business vide amendment/addition in the Notice of Annual General Meeting and this amendment/addition shall be deemed to be an integral part of the Notice approved by Board of Directors on September 05, 2024 and the notes provided therein.

**By the Order of the Board**

**Regd Office: Chitradurga  
Sanjana, Davangere Road,  
Chitradurga-577501 Karnataka  
CIN: L85110KA1991PLC011732**

**Sd/-  
LAKSHITA SHARMA  
Director  
DIN: 09831479  
Date: 05.09.2024**

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its circular no. 20/2020 dated 05th May, 2020 read with circular nos. 14/2020 and 17/2020 dated 08th April, 2020 and 13th April, 2020 respectively (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. MCA had vide circular no. 09/2023 dated 25th September, 2023 has allowed the Companies whose AGM are due to be held in the year 2024, to conduct their AGMs on or before 30th September, 2024 in accordance with the requirement provided in this Circular. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Pursuant to MCA Circular no. 14/2020 dated 8th April 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint Authorized Representatives by uploading a duly certified copy of the board

resolution authorizing their representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

3. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Amendment Rules, 2015 as presently in force and the business set out in the Notice will be transacted through such voting.
  - a) Pursuant to the 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 & administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulation, the Company is pleased to provide members the facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than the venue of the AGM (“remote e-voting”) will be provided by Central Depository Services Limited (CDSL).
4. The Board of Directors of the Company has appointed Ms. Megha Khandelwal, Practicing Company Secretary, (Membership No.10237), as Scrutinizer to scrutinize the Voting process in a fair and transparent manner.
5. The Scrutinizer shall submit a consolidated Scrutinizer’s Report (votes casted during the AGM and votes casted through remote e-voting) of the total votes cast in favour of or against, if any, not later than 48 hours after the conclusion of the AGM to the Chairman of the Company. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting. The result declared along with the consolidated Scrutinizer’s Report shall be simultaneously placed on the Company’s website [www.sellwinindia.com](http://www.sellwinindia.com) and on the website of CDSL and communicated to the BSE Limited.
6. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
8. The register of members and the share transfer books of the company will remain closed from Monday 23<sup>rd</sup> September, 2024 to Monday 30<sup>th</sup> September 2024 (Both days inclusive).
9. If the members have any queries on the audited accounts, board’s report & auditor's report, the same should be forwarded to the company in writing at its registered office at least 10 days before the meeting so that the same can be replied at the time of annual general meeting to the members' satisfaction.
10. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available electronically for inspection by the members during the AGM.
11. Details as required in sub-regulation (4) of Regulation 26 and sub-regulation (3) of Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meeting (SS-2) of ICSI, in respect



of Director seeking appointment / reappointment at the 33<sup>rd</sup> AGM, forms integral part of the Notice of the 33<sup>rd</sup> AGM as Annexure. Requisite declarations have been received from the Directors for seeking appointment/ re-appointment.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:**

- (i) The voting period begins on Friday 27<sup>th</sup> September 2024 at 9.00 AM and ends on Sunday 29<sup>th</sup>, September 2024 at 5.00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23.09.2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
- (iv) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the</li> </ol>

	<p>e-Voting service providers' website directly.</p> <ol style="list-style-type: none"> <li>3) 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>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> 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 able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for Id AS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	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 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	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

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

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Physical shareholders another than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  1. The procedure for attending meeting & e-Voting on the day of the AGM/EGM is same as the instructions mentioned above for e-voting.
  2. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
  3. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

Ms. Megha Khandelwal, practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The scrutinizer shall not later than 2 (Two) days of conclusion of the meeting make a consolidated scrutinizers report (which includes remote e-voting and voting as may be permitted at the venue of the AGM by means of ballot paper/poll) of the total votes cast in favour or against, if any to the Chairman or a person authorized by him in writing who shall countersign the same and declare the results of the voting forthwith.

The results declared along with the Scrutinizer's report shall be placed on the Company's website, [www.sjlal.com](http://www.sjlal.com) and on the website of CDSL at [www.cdslindia.com](http://www.cdslindia.com) immediately after declaration of results of passing of the resolution at the Annual General Meeting of the Company and the same shall also be communicated to Bombay Stock Exchange Limited, where the shares of the Company are listed.

Sd/-

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Regd Office:**

**Sanjana, Davangere Road,**

**Chitradurga-577501 Karnataka**

**CIN: L85110KA1991PLC011732**

**Dated: 05.09.2024**

**ANNEXURE TO AGM NOTICE**

**The Statement of disclosures pursuant to Secretarial Standard-2 on General Meetings and Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is as under**

<b>Name of the Director</b>	<b>Ms. Sarita Devi</b>
DIN	02467927
Date of Birth	30/06/1977
Date of first appointment in the current designation	16/07/2024
Qualification	Graduate
Experience (including expertise in specific functional area)/Brief Resume	The Director has an experience in Import and Export Compliances
Directorships and Committee memberships held in other listing Companies as on 31.03.2024	NA
Inter-se relationship between director	NA
No. of Meetings of the Board attended	NA
Details of remuneration last drawn	NA
Number of Shares held in the Company	373609

<b>Name of the Director</b>	<b>Ms. Lakshita Sharma</b>
DIN	09831479
Date of Birth	05/10/2002
Date of first appointment in the current designation	29/07/2024
Qualification	Masters in Business Administration
Experience (including expertise in specific functional area)/Brief Resume	The Director has good experience in Finance, Accounts and Marketing
Directorships and Committee memberships held in other listing Companies as on 31.03.2024	NA
Inter-se relationship between director	NA
No. of Meetings of the Board attended	NA
Details of remuneration last drawn	NA
Number of Shares held in the Company	300000

<b>Name of the Director</b>	<b>Mr. Manuj Agarwal</b>
DIN	09193711
Date of Birth	14/12/1988
Date of first appointment in the current designation	16/07/2024
Qualification	Chartered Accountant
Experience (including expertise in specific functional area)/Brief Resume	The Director has an experience in the field of Finance
Directorships and Committee memberships held in other listing Companies as on 31.03.2024	NA
Inter-se relationship between director	NA
No. of Meetings of the Board attended	NA
Details of remuneration last drawn	NA
Number of Shares held in the Company	0

<b>Name of the Director</b>	<b>Ms. Manisha Godara</b>
DIN	08116113
Date of Birth	05/07/1993
Date of first appointment in the current designation	16/07/2024
Qualification	Company Secretary
Experience (including expertise in specific functional area)/Brief Resume	The Director has experience in the field of secretarial compliance.
Directorships and Committee memberships held in other listing Companies as on 31.03.2024	NA
Inter-se relationship between director	NA
No. of Meetings of the Board attended	NA
Details of remuneration last drawn	NA
Number of Shares held in the Company	0

## **DIRECTORS' REPORT**

To,  
The Members,  
Sree Jayalakshmi Auto Spin Limited.

Your Directors have pleasure in presenting their Thirty Third (33rd) Annual Report on the business and operations of the Company along with the Audited Financial accounts for the Financial Year ended March 31, 2024.

**(amount in INR)**

<b>Particulars</b>	<b>2023-2024</b>	<b>2022-2023</b>
<b>Other Income</b>	9,46,242.00	9,11,585.00
<b>Profit on sale of Land and Building</b>	3,48,35,614.00	00
<b>Total Income</b>	3,57,81,856.00	9,11,585.00
<b>Depreciation</b>	<b>1,13,925.00</b>	<b>1,77,705.00</b>
<b>Total Expenses</b>	35,93,603.00	13,31,895.00
<b>Profit/Loss</b>	<b>3,20,74,328.00</b>	<b>(5,98,015.00)</b>

**Financial summary or highlights:** The Company's financial performances for the year under review along with previous year's figures are given hereunder:

**Dividend:** No Dividend is recommended for the current financial year.

**Reserves:** The Company has not transferred any amount to reserves.

**Brief description of the Company's working during the year/State of Company's affair:**

The main activities of the Company, Ginning and Cotton Trading. Cotton is purchased from farmers from APMC yards. That cotton is ginned and sold to spinning mills in South India and cotton seeds are sold to oil units in Karnataka and other states. For the time being company has stopped the business activity due to shortage of funds and due to fluctuations in the market.

**Change in the nature of business, if any:**

No change in the nature of the business.

**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:** No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

**Details of Subsidiary/Joint Ventures/Associate Companies:** The Company does not have any Subsidiary, Joint venture or Associate Company.

**Deposits:** The Company has neither accepted nor renewed any deposits during the year under review. Director has given loan from his own funds.



**Auditors**'s. Company has proposed to appoint M/s. G.R. Gupta and Company, Chartered Accountants, Statutory Auditors of the Company to hold office till the conclusion of the Thirty Eighth Annual General Meeting (AGM). The Company takes this opportunity to convey thanks to M/s Karthik P & Co., the retiring auditors of the Company for all the support and guidance provided by them.

**Share Capital:** No shares were allotted during the period under review. As on 31<sup>st</sup> March 2024, the Authorized Share Capital stood as Rs. 5, 00, 00, 000/- (Rupees Five Crores only) divided into 50, 00,000 (Fifty Lacs) Equity Shares of Rs. 10/- (Rupees Ten only) each and issued, Subscribed and paid up as on 31<sup>st</sup> March 2024 is Rs. 4,47,82,000/- (Rupees Four Crores Forty-Seven Lacs and Eighty-Two Thousand only) divided into 44,78,200 (Forty-Four Lacs Seventy-Eight Thousand Two Hundred) Equity Shares of Rs. 10 /- (Rupees Ten only) each.

- The Company has not increased its authorized or paid-up share capital.
- The Company has not bought back any of its securities during the year under review.
- The Company has not issued any sweat equity shares during the year under review.
- No bonus shares were issued during the year under review.
- The Company has not provided any stock option scheme to the employees.

**Extract of the annual return:** Pursuant to Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Annual Return of the Company for Financial Year 2023-24 is available on the Company's website at [www.sjlal.com](http://www.sjlal.com)

**Conservation of energy, technology absorption and foreign exchange earnings and outgo:** The detail in regard to the technology absorption is annexed as an **Annexure I**. There was no foreign exchange inflow or Outflow during the year under review.

**Corporate Social Responsibility (CSR):** The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

**Directors:**

**A) Appointment, Re-appointment and Resignation of Key Managerial Person:**

• **01 April 2023 - 31 March 2024**

In accordance with the provisions of section 152 of the Companies Act, 2013 and articles of association of the Company, Mrs. Ela Gupta had resigned as a Company Secretary and Compliance Officer of the Company w.e.f 22<sup>nd</sup> July 2023. No further appointment of Company Secretary was made for the said period.

Mr. T. Veerabhadraswamy (DIN: 02519026) and Mr. Basavaraj V.Patil (DIN: 2274036) were appointed as Independent Directors to the Board of the Company w.e.f. 03<sup>rd</sup> August 2023. Mr. Kapil Sharma (DIN:10060527) was appointed as the Additional Director (Executive Non Independent) to the Board of the Company w.e.f. 09.10.2023 and further he resigned on 31.10.2023.

Mr. Tarun Jairath (DIN: 10267383) w.e.f. 31.10.2023 and Mr. Yesh Sharma (DIN: 10291986) w.e.f. 04.12.2023 were appointed as the Additional Director (Executive Non Independent) and pursuant to Regulation 17(1C) of SEBI(LODR) Regulations, 2015 had to automatically vacate.

**01 April 2024 – 04 September 2024**

In accordance with the provisions of section 152 and other applicable provisions of the Companies Act, 2013, Ms. Sarita Devi Sharma, (DIN:02467927) (Managing Director) of the company, was appointed on 16.07.2024, retires by rotation in the ensuing Annual General Meeting and being eligible has offered herself for re-appointment. Ms. Manisha Godara, (DIN: 08116113) and Mr. Manuj Agarwal, (DIN: 09193711) were appointed as the Additional Directors on the board both w.e.f. 29/07/2024. Further Ms. Lakshita Sharma (DIN: 09831479) was appointed as the CFO w.e.f. 16/07/2024 and Additional Director w.e.f. 29/07/2024 on the Board.

Mr. Presh Kumar was appointed as a Company Secretary and compliance officer of the company w.e.f. 14<sup>th</sup> June 2024. Further Mr. Presh Kumar has submitted his resignation on 02<sup>nd</sup> Sept 2024 w.e.f. 30<sup>th</sup> Sept 2024.

**B) Declaration by an Independent Director and re- appointment, if any.** The Independent Directors have submitted their disclosures to the Board that they full fill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

**C) Formal Annual Evaluation of Board of Directors:** Pursuant to the governing provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a formal evaluation was carried out by the Board of its own performance and that of its committees and individual directors. During the year under review, one meeting of the independent directors was held wherein the performance of non-independent directors and the Board as whole were reviewed. The performance evaluation of committees and Independent Directors was carried out by entire Board excluding the director being evaluated. The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Directors to effectively and necessarily perform their duties.

The final evaluation was thereafter deliberated and assessed taking into account inputs from the Board about evaluation of independent directors and various committees of the Board and suggesting action plan for improving Board performance and plan for next Board, its committee(s) and individual director's evaluation.

**D) Number of meetings of the Board of Directors:** The Company had 10 Board meetings during the financial year under review which is mentioned in the Corporate Governance Report. During the year, 10 (Ten) Meetings of the Board of Directors were held respectively on 24.05.2023, 28.07.2023, 03.08.2023, 09.10.2023, 31.10.2023, 06.11.2023, 08.11.2023, 04.12.2023, 05.02.2024 and 08.03.2024

**Audit Committee:** As on 31<sup>st</sup> March 2024 Audit Committee consists of three executive directors. The members of the Committee are Mr. Ramamurthy, Mr. T Chandershaker and Smt. U. Vijaya Prabhakar. The audit committee had met for five times in a financial year.

**Nomination and Remuneration Committee:** As on 31<sup>st</sup> March 2024 Committee consists of three executive directors. The members of the Committee are Mr. Ramamurthy, Mr. T Chandershaker and Mr. Vishwanath K Mamani. The audit committee had met for five times in a financial year.

**Vigil Mechanism/Whistle Blower Policy:** The Company has adopted a Whistle Blower Policy and has established the mechanism in lieu with the requirements under the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Whistle Blower policy is formulated to provide a vigil mechanism for Directors and Employees to raise the genuine concerns about unethical behaviour, actual and suspected fraud and violation, actual or suspected fraud. It also provides for adequate safeguard against victimization of the whistle blower. No person has been denied access to the Audit committee. The committee looks into the complaints, and tracks matters to the closure as per the law.

**Stakeholder's Relationship Committee:** Mr. Ramamurthy Independent and Non-Executive director is the chairman of the Stakeholders' Grievance Committee. The roles and responsibilities of the Committee are given in detail in the corporate governance report.

**Particulars of loans, guarantees or investments under section 186:** The particulars of Loans, guarantees or investments made under Section 186 are not applicable.

**Particulars of contracts or arrangements with related parties:** The particulars of Contracts or Arrangements made with related parties made pursuant to Section 188 is furnished in **Annexure II** and is attached to this report.

**Managerial Remuneration:** None of the employees in the company is earning above five lakhs per months / Sixty Lacs per annum.

**Secretarial Audit report:** Pursuant to Section 204 of the Companies Act 2013 and the Companies (Appointment and remuneration of Managerial Personnel) Rules 2014, the Company has appointed **G. Shanker Prasad**, Company Secretary in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **Annexure III** with the report. There are some qualifications, reservation or adverse remarks or disclaimer in the Secretarial Audit Report the board of directors are explaining this qualification in **Annexure IV**.

**Directors' Responsibility Statement:** The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that.

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for - that period.

(c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:** There were no such orders passed.

**Management Discussion and Analysis report:** Management Discussion and Analysis Report as required under LODR Regulations is disclosed as **Annexure V**.

**Corporate Governance Report:** Corporate Governance report as required under LODR Regulations is disclosed as **Annexure VI**.

**Listing Fees:** The Company confirm that it has paid the annual listing fees for the year 2024-25 Stock exchange.

**Criteria of Making Payments to Non-Executive Director If the Same Has Not Been Disclosed in Annual Report:** The Company is not making any Payment to Non-Executive Director of the Company.

**Other particulars related to Directors:** The Independent Directors also assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Directors to effectively and necessarily perform their duties.

**Prevention, Prohibition and Redressal of Sexual Harassment of women at Work Place:** The Company has in place a policy on prevention, prohibition & redressal of sexual harassment of women at work place. No complaints are received during the year. There are no women employees in Company roles.

**Policy On Dealing with Related Party Transactions:** Company deals with related parties on market terms and conditions at market prices. No special consideration is given, they only do job works at ruling market prices.

**Policy for Determining Material Subsidiaries:** Company does not deal in any material subsidiaries.

**Details If Familiarization on Programmes Imparted to Independent Directors Including The Following Details:** No familiarization programs are conducted to Independent Directors. The Independent Directors are well aware of the Textiles Cotton Industries and financial and banking in general. They are also well versed in day-to-day market fluctuation in cotton and Textiles Markets.

**The E-Mail Address for Grievance Redressal and Other Relevant Details:** The Grievance redressal is headed by Independent Director Mr. Rama Murthy and shareholders can complain directly through the e-mail [sjalcd@mail.com](mailto:sjalcd@mail.com) and to Integrated Registry Management Service Pvt

Ltd No, 30 Ramana Residency, Ground Floor, 4th Cross Sampige road Malleshwaram, Bangalore-560003.E mail id: irg@intergratedindia.in.

**No Fixed Agreements with Media Companies:** There were no Fixed Agreements with Media Companies and no such meet was conducted.

**No Meeting of Institutional Investors or Analysts Meet Conducted by the Company**

**Penalty for Non-Compliance**

BSE has imposed a fine of Rs.35,000 for late filing of financial results. Fine for Non-Compliance of appointing a Company Secretary was levied by SEBI amounting to Rs. 87,320.

**The Company has a proper and adequate system of internal controls:** This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from un-authorized use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls.

**Compliance With Secretarial Standards on Board and General Meeting**

Pursuant to Clause 9 of the Revised Secretarial Standard-1(SS-1) and Standard-2 (SS-2), your company has complied with applicable Secretarial Standard issued by the Institute of Company Secretaries of India during the financial year under review.

**Acknowledgements:** Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

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

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Place: Chitradurga**

**Date: 05.09.2024**

## Annexure I

### **DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN**

#### **(A) EXCHANGE EARNINGS AND OUTGO(A) CONSERVATION OF ENERGY:**

(i)	the steps taken or impact on conservation of energy	NIL
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL
(iii)	the capital investment on energy conservation equipments	NIL

#### **(B) TECHNOLOGY ABSORPTION:**

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

#### **(C) FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Foreign Exchange Earnings: NIL Foreign Exchange Outgo: NIL

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

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Place: Chitradurga**

**Dated: 05.09.2024**

**Annexure II**

**Form No. 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*)

**Form for 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 proviso thereto**

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

**2. Details of contracts or arrangements or transactions at arm's length basis:**

1.. (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, if any: **NIL**

(e) Justification for entering into such contracts or arrangements or transactions: **NIL**

(f) Date(s) of approval by the Board: N.A.

(g) Amount paid as advances, if any: NIL

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

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Place: Chitradurga**

**Dated: 05.09.2024**

**Annexure III**

**G. SHANKER PRASAD ACS ACMA**

**PRACTISING COMPANY SECRETARY**

**#10, AG's Colony, Anandnagar, Bangalore - 560024 Tel: 080 42146796**

**E-mail: gsp@graplind.com**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH 2024**

*[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,

Sree Jayalakshmi Autospin Limited,

L85110KA1991PLC011732

Chitradurga, Karnataka

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sree Jayalakshmi Autospin Limited (hereinafter called the "Company"). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings. *(Not Applicable)*
- (v) The following Regulations and Guidelines (and any amendments thereto) prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable:-

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading)



- Regulations, 2015;
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 and amendments from time to time;
  - d) The Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015.
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.

(vi) The other laws as applicable to the company:

- a. The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- b. The Employee State Insurance Act, 1948 and the rules and regulations made thereunder.

(The relevant document and record were examined on test-check basis having regard to the company's compliance system and its operations)

During the period under review, the Company has complied with the provisions of the applicable Act, Rules, Regulations, Guidelines, etc. mentioned above subject to my observation in Annexure A.

Since the compliances with the applicable financial laws, like direct and indirect tax laws have been subject to review by statutory financial audit and other designated professionals, I have examined on a test-check basis the relevant documents and records of the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 issued by The Institute of Company Secretaries of India.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors, Independent Directors and Women Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board/ Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a

system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- The decisions at the Board and the Committee meetings were taken unanimously/ requisite majority and the related discussions were duly recorded in the minutes.

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

**G. Shanker Prasad**

**ACS No.: 6357**

**CP No: 6450**

**PR No. 1366/2021**

**Place:** Bengaluru

**Date:** 02.09.2024

**UDIN:** A006357F001101011

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

**ANNEXURE A**

Regulation No.	Alleged default	Companies Explanation (summary)
1. Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Non-submission of the financial results within the period prescribed under this regulation	Due to certain filling issue in BSE Listing Center the company had not been able to file financial result on time.

2. The Company has not filed within the prescribed time forms required to be filed with the Registrar of Companies.

## ANNEXURE B

To,  
The Members,  
Sree Jayalakshmi Autospin Limited,  
L85110KA1991PLC011732  
Chitradurga, Karnataka

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

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

**G. Shanker Prasad**  
**ACS No.:** 6357  
**CP No:** 6450  
PR No. 1366/2021

**Place:** Bengaluru

**Date:** 02.09.2024

**Annexure IV**

**Board's explanation to the observation made in Secretarial Audit Report**

The Company has since taken steps to have all the documents filed and applied to the relevant authorities for condonation/composition of delays.

**For Sree Jayalakshmi Auto Spin Limited**

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Place: Chitradurga**

**Dated: 05.09.2024**

## Annexure V

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

The key areas of Management Discussion and Analysis are given below.

#### **OVERVIEW**

The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and the Generally Accepted Accounting Principles (GAAP) in India.

#### **INDUSRTY STRUCTURE AND DEVELOPMENTS**

The Indian economy was under stress and the rupee depreciates sharply. India registered an economic growth of 8.2% in the financial year 2023-24 and 7.2% in 2022-23. The global economic turbulence that continued for past few years was expected to ease off by 2024 with stable and motivated new Government. We also faced significant strains in our growth rate as the same was in the Industry. Containment of the fiscal and current account deficits in the coming months will provide a cushion to the Indian economy from further volatility. Inflation expectations have moderated.

#### **SEGMENT WISE OR PRODUCT WISE PERFORMANCE**

The global economic scenario has remained volatile and weak market sentiments continued in Fiscal 2018, worsened by the absence of major policy developments during the year. Most Indian markets experienced continued moderation of absorption.

#### **OUTLOOK**

Your Company continues to implement its strategy to concentrate on its core business activity. Your Company believes that demand conditions in the real estate sector are exhibiting early signs of improvement, and signs of declining interest rates as well as renewed activity in the lending and public capital markets are expected to ease funding pressures. Hence, the Company is expecting to improve its performance and profitability in future.

#### **OPPORTUNITIES & THREAT**

Your Company plans to focus on the new areas and segments. Your Company on its part is also well poised to seize new opportunities as they come.

#### **RISKS & CONCERN**

Your Company has implemented robust risk management policies and guidelines that set out the risk appetite for your company and your Company's general risk management philosophy. Accordingly, your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

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

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

## **HUMAN RESOURCES**

The human resources strategy enabled the Company to attract, integrate, develop and retain the best talent required for driving business growth. The sustained strategic focus to enhance employee capability, improve efficiency. The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented.

## **FINANCIAL PERFORMANCE**

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.

**For and on behalf of the Board**

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Place: Chitradurga**

**Dated: 05.09.2024**

## Annexure VI

### REPORT ON CORPORATE GOVERNANCE

#### Company's Philosophy on Code of Governance

M/s. Sree Jayalakshmi Autospin Limited believes in functioning in a transparent manner with the basic philosophy being to enhance the Shareholders' values, keeping in mind the needs and interest of the Shareholders. Your Company continues to follow procedures and practice in conformity with the code of Corporate Governance as enunciated in the SEBI (LODR) Regulations, 2015. Following disclosures set out the approach and commitment of the Company towards the Corporate Governance.

#### Board of Directors & Board Meetings

Composition of Board: The Board of Directors of the Company consisted of Four (4) Directors including two (2) Independent Directors namely Mr. T.Veerabhadraswamy, and Basavaraj N Patel, all non-executive Directors. Mr. K.V. Prabhakar is a Chairman and Managing Director and Mrs. U. Vijay Prabhakar is a non-executive Director. The Composition of the Board is in conformity with the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015.

Board Meetings; During the year, 10 (Five) Meetings of the Board of Directors were held respectively on 24.05.2023, 28.07.2023, 03.08.2023, 09.10.2023, 31.10.2023, 06.11.2023, 08.11.2023, 04.12.2023, 05.02.2024 and 08.03.2024. The details regarding the attendance of Directors at the Board Meeting, Number of Directorships and Committee positions held by them in other Companies are given below:

Names of the directors	Designation / Category	Relationship with other directors	No. of board meetings attended out of 10 held during the year	Number of shares held by the director	Directorship in another Public Ltd. Companies*	Attendance of previous AGM held on September 04.09.2023	Directorship in another listed entities & category
KV Prabhakar	Managing Director, Executive	Yes	10	692125	4	Present	Nil
U.Vijaya Prabhakar	Non-Executive, Non-Independent Director	Yes	10	652762	1	Present	Nil
Rama Murthy	Non-Executive, Non-Independent Director	Yes	3	28000	0	Present	Nil

T.Chandraskher	Executive, Director	Yes	3	NIL	0	Present	Nil
Basavaraja V Patil	Independent Director, Non-Executive	No Relation	7	NIL	0	Present	Nil
T.Veerbhadrasmay	Independent Director, Non-Executive	No Relation	7	NIL	0	Present	Nil

\*As required under Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements), Regulation 2015, it does not include directorship in Foreign Companies, companies registered under Section 8 of the Companies Act, 2013 and private limited companies. The Board periodically reviews the compliance report of all laws applicable to the Company. All the Directors have made necessary disclosures about the directorships and committee positions they occupy in other companies.

**Particulars of Directors seeking appointment and re-appointment:**

As required under Regulation 36(3) of the SEBI Listing Regulations, particulars of Director(s) seeking re-appointment at the forthcoming Annual General Meeting (AGM) are given in the Annexure to the Notice convening the said AGM.

**Board Independence:**

Based on the confirmation/disclosures received from the Directors, 4 Non-Executive Directors are independent in terms of Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations. There are no material pecuniary relationships or transactions between the Independent Directors and the Company. Company does not pay any compensation and sitting fees to Non- Executive Directors.

**COMMITTEE(S) OF THE BOARD**

The Board of the Company has constituted the following Committees with adequate delegation of powers.

**Audit Committee:**

The Audit Committee has been delegated with the powers and entrusted with the duties to oversee the Company's financial reporting process and adequacy of internal audit system, scope of the audit including observations of the Auditors, adequacy of internal audit system etc.

Presently, the Audit Committee consists of three Independent Directors namely Mr. Ramamurthy, Mr. T Chandershaker and Smt. U. Vijaya Prabhakar during the Financial Year under Report, Five (5) Audit Committee meetings have taken place on 24.05.2023, 28.07.2023, 03.08.2023, 08.11.2023 and 05.02.2024. The composition and terms of reference of Audit Committee are in conformity with the LODR Regulations and the Companies Act, 2013.

The minutes of the meetings of the Audit Committee are placed before the Board for its information.



**Investors’/Shareholders’ Grievance Committee:**

The Investors’/Shareholders’ Grievance Committee has been delegated with the powers to approve and register transfer and/or transmission of shares, to issue the duplicate share certificates, to redress all types of grievances of the Shareholders/Investors relating to the transfer, transmission of shares and also relating to non-receipt of annual reports and declared dividends etc.

Presently, the Shareholders Grievance Committee is chaired after by Sri T.Chandarshekar Independent Director of the Company. Investors/Shareholders Grievance Committee meetings have taken place on 28/07/2023.

Information relating to Shareholders/Investors Complaints is regularly placed before the Committee. There were no complaints from the shareholders for the year.

**Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee has been delegated with the powers to consider and approve all elements of remuneration package of all the directors i.e. salary, benefits, bonuses, stock options, pensions etc., to review at any point of time the service contracts or other terms of appointment of any or all of the directors and to consider and approve the applications to be made to the Central Government at any point of time for increase or otherwise, in the remuneration of the directors of the company with the approval of the Central Government.

Presently, the Remuneration Committee consists of three Independent Directors namely three Independent Directors namely T.Chandarshekar, Mr. Rama Murthy and Mrs. Vijaya Prabhakar. Nomination and Remuneration Committee meetings have taken place on 28.07.2023, 09.10.2023, 31.10.2023, 04.12.2023 and 08.03.2024.

**General Body Meetings:** The details regarding venue and times of last three Annual General Meeting of the Company are given below:

Financial Year	Date of the Meeting	No. of Special Resolution(s) passed	Special Resolutions passed
2020-21	24.09.2021 Regd office, Sanjana,Davanagere Road,Chitradurga- 577501	Nil	Nil
2021-22	02.09.2022 Regd office, Sanjana,Davanagere Road,Chitradurga- 577501	Nil	Nil
2022-23	04.09.2023 Regd office, Sanjana,Davanagere Road,Chitradurga- 577501	1	1

None of the business proposed to be transacted at the ensuing Annual General Meeting require passing of Special Resolution through Postal Ballot. There was no Extra-Ordinary General Meeting of the shareholders held during the financial year.

**Disclosures:** During the year, there were no significant transactions with the directors or the management, their subsidiaries or relatives etc. that have any potential conflict with interest of the company at large. Also, no penalties or strictures have been imposed on the Company in respect of which penalties were imposed on the company by the Stock Exchanges or SEBI or any other Statutory Authority related to capital markets during the last three years. The Company has adopted whistle Blower Policy under which the employees are free to report the violations of applicable law and regulations. It is affirmed that no personnel have been denied access to the Audit Committee.

**Accounting Treatment in Preparation of Financial Statements;**

The guidance/accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) and prescribed under Section 133 of the Companies Act, 2013, have been followed in preparation of the financial statements of the Company.

Company adheres to the compliance of prohibition of insider trading regulations and also compliance of SEBI regulations. Company has well place Audit committee and all accounting disclosures are made to Audit committee for discussion and guidance to the Board.

**General Shareholders' Information:**

a. 33<sup>rd</sup> Annual General Meeting

Date: 30<sup>th</sup> September, 2024

Day: Thursday

Time: 11.00 a.m.

Through Video Conferencing (VC)

b. Financial Year: 2023 - 2024

c. Date of Book Closure: 22.09.2024 to 30.09.2024 (Both days inclusive)

d. Listing: BSE

e. Presently the Securities of the Company are listed with Bombay Stock Exchange, Mumbai.

f. Registrar & Share Transfer Agent: M/S. Integrated Registry Management Services Pvt Ltd.

No 30, Ramana residency, Ground Floor, 4th Cross, Sampigi Road,

Malleswaram, Bangalore 560003

g. Distribution of Shareholding as on March 31, 2024

Category	No of Shares	% of Equity
Indian Promoters	6,99,620	15.62
Clearing Members	-	-
Mutual Fund/UTI	39,000	0.87
Banks/Financial Institutions, Insurance companies(central/state govt)	4,00,000	8.93
Private Corporate Bodies	3,71,686	8.30
NRI/OCB/FFI	2,54,601	5.69
Indian Public	27,12,393	60.57
Trust	900	0.02
Total	44,78,200	100

#### **Dematerialization of Shares and liquidity:**

The Company Shares are traded compulsory in dematerialized form only. The Company has entered into tripartite agreement with NSDL and CDSL for dematerialization of the company's shares. The ISIN allotted to the company's shares is NSE6518FQ01010.

#### **Certificate Under Regulation 34(3) of Sebi Listing Regulation:**

Company has obtained a certificate pursuant to the Regulation 34(3) read with Schedule V of the Listing Regulations M/s Megha Khandelwal, practicing company secretaries confirming that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other statutory authorities. The said certificate forms part of this report.

#### **Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The company has in place an Anti-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. During the year under review, company has not received any Sexual Harassment Complaints.

#### **Means of Communication**

The Quarterly Results (Provisional) of the Company are published in the Companies website. Annual Report containing, inter alia, Audited Annual Accounts, Directors Report, Auditors Report and other important information is circulated to members and other entitled entities thereto. The Company's website [www.sjlal.com](http://www.sjlal.com) contains separate section „Investors“ where shareholders information is available. The Annual Report of the Company is also available on the website.

#### **For Sree Jayalakshmi Auto Spin Limited**

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Dated: 05.09.2024**

**Place: Chitradurga**

## **MD/ CFO CERTIFICATION**

The Board of Directors  
Sree Jayalakshmi Auto Spin Limited.

Subject: Compliance Certificate as required under Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

We, Sarita Devi, Managing Director along with CFO of Sree Jayalakshmi Auto Spin Limited  
Hereby certify that:

- A. We have reviewed financial statements and the cash flow statement of the Company for the financial Year ended March 31, 2024 and that to the best of our knowledge and belief:
1. These statements do not contain any materially untrue statement or omit any material fact or Contain statements that might be misleading;
  2. 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 our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or vocative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit Committee that there is no:
- i. Significant changes in internal control over financial reporting during the year;
  - ii. Significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we 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.

**LAKSHITA SHARMA**  
**Director/CFO**  
**DIN: 09831479**

**Dated: 05.09.2024**

## **DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT**

As required under Schedule V (D) of the Securities & Exchange Board of India (Listing Obligation and Disclosures Requirement) Regulation 2015, all the Members of the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended March 31, 2024.

**LAKSHITA SHARMA**

**Director**

**DIN: 09831479**

**Date: 05.09.2024**

## **AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members,  
Sree Jayalakshmi Auto Spin Limited.

We have examined the compliance of conditions of Corporate Governance by Sree Jayalakshmi Auto Spin Limited for the year ended March 31, 2024 stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. 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 fully complied with all the mandatory conditions of Corporate Governance as stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges.

**For: KARTHIK P & CO.**  
**Chartered Accountants**  
**FRN. 0184605**

**Karthik Prasanna**  
**Proprietor M. No: 228852**  
**UDIN: 24228852BKGZHI6370**



**Independent Auditors' Report**

**Report on the Audit of the Ind AS Financial Statements**

**Opinion**

We have audited the accompanying Ind AS financial statements of **Sree Jayalakshmi Auto Spin Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss (including other comprehensive income), Statement of changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Ind AS financial statements, including a summary of the significant accounting policies and other explanatory information. (hereinafter referred to as "the Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

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

**Key Audit Matters**

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

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the *Company's annual report, Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information*, but does not include the Ind AS financial statements and our auditors' report thereon.

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

In connection with our audit of the 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 in the 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.

**Address : JCR Extension-(East),3<sup>rd</sup> Cross,Karthik Nilaya, Near Ganesha Temple, Chitradurga – 577501**

**Mob: 9483320242 | Email: cakarthikp2018@gmail.com**





**Responsibilities of Management and those charges with governance for the Ind AS financial statements**

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

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

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

**Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

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

A further description of the auditor's responsibilities for the audit of the Ind AS financial statement is included in **Annexure A**. The description forms part of our auditor's report.

Our opinion on the Ind AS financial statements is not modified in respect of these matters.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" 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 Ind AS Balance Sheet, the statement of profit and loss (including other comprehensive income), the Ind AS statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.

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**Mob: 9483320242 | Email: cakarthikp2018@gmail.com**







**KARTHIC P & CO.,**  
**Chartered Accountants.**

**CA Karthik Prasanna**  
**B.com, FCA, ACFE**

- f) With respect to the adequacy of the Internal Financial Controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C"
- g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197(16) of the Act
- h) With respect to the other matters to be included in the Auditors' 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:
- The Company does not have any pending litigations which would impact its financial position.
  - The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Karthik P & Co.,  
Chartered Accountants  
Firm Regn.No. 018460S

Date: 20/05/2024  
Place: Chitradurga

*P. Karthik*

Karthik Prasanna  
Proprietor (M.No.228852)

For KARTHIC. P & CO  
Chartered Accountant

*P. Karthik*

(KARTHIC PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S



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**Annexure A**

**Responsibilities for Audit of Financial Statement**

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

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

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

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

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

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

For Karthik P & Co.,  
Chartered Accountants  
Firm Regn.No. 018460S

*P. Karthik*

Karthik Prasanna  
Proprietor (M.No.228852)

Date: 20/05/2024  
Place: Chitradurga

For KARTHIK. P & CO  
Chartered Accountant  
*P. Karthik*  
(KARTHIK PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S



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**Annexure B to the Independent Auditors' report on the Ind As financial statements**

**1. Fixed Asset:**

- a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- b. As explained to us and documents being verified a major portion of the asset of the company being in the nature of land and building has been sold to S.A.S Agritech which is a partnership firm for a consideration of Rs 3,75,00,000/- which has created a long-term capital gain during the year. Necessary accounting entries have been verified and found correct with computation. Rest of the fixed assets have been physically verified by the management at reasonable intervals: no material discrepancies were noticed on such verification.
- c. The title deeds of immovable properties are held in the name of the company.

**2. Inventory:**

As explained to us, inventories have been physically verified during the year by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to the book records. However, noticed in the financials a constant amount of Rs 3,50,000/- has been carried forward in the balance sheet which has been brought to the notice of the management for verifying of such inventory and suggested to write off if such goods are not physically available with proper approval from the board before such removal from financial books.

**3. Loans, Guarantee and Advances given**

The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the Order are not applicable to the Company and hence not commented upon.

**4. Loans, Guarantee and Advances to Directors of Company**

In respect of loans, investments, guarantees and security provisions of the Section 185 and 186 of the Companies Act, 2013 have been complied with.

**5. Deposits**

Company has not accepted any deposits from the public and hence the directors issued by the Reserve Bank of India and the provisions of Section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

**6. Maintenance of Costing Records**

As per information & explanation given by the management maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

**7. Deposit of Statutory Liabilities**

- According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees State Insurance, Income Tax, Sales-tax, Service Tax, Goods and Service Tax, Custom Duty, Excise Duty, Value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding

**Address : JCR Extension-(East),3<sup>rd</sup> Cross,Karthik Nilaya, Near Ganesha Temple, Chitradurga – 577501**

**Mob: 9483320242 | Email: cakarthikp2018@gmail.com**





statutory dues as on 31<sup>st</sup> March 2024 for a period of more than six months from the date they become payable.

- According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.

**8. Default in repayment of borrowings:**

In our opinion and according to the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holder as applicable to the Company.

**9. Funds raised and utilisation:**

Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial offer or further public offer (including debt instruments) or taken any term loan during the year.

**10. Fraud and whistle-blower complaints:**

According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

**11. Managerial Remuneration:**

According to the information and explanations given to us, we report that managerial remuneration has been paid in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act during the reporting period related to FY 2023-24.

**12. Nidhi Company:**

The Company is not a Nidhi Company. Therefore clause (xii) of the order is not applicable to the company.

**13. Related Party Transactions:**

According to the information and explanations given to us, all transactions with the related parties were in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc as required by the applicable accounting standards.

**14. Internal Audit:**

The Company does not have an internal audit system commensurate with the size and nature of the business.

**15. Preferential Allotment:**

The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

**16. Non-Cash Transactions:**

The Company has not entered into non-cash transactions with directors or persons connected with him.

**17. Cash Losses:**

The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

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**KARTHIK P & CO.,**  
**Chartered Accountants.**

**CA Karthik Prasanna**  
**B.com, FCA, ACFE**

**18. Resignation of Statutory Auditors:**

There has been no instance of any resignation of the statutory auditors occurred during the year.

**19. Material uncertainty on meeting liabilities:**

No Material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of 1 year from the balance sheet date.

**20. Transfer to fund specified under Schedule VII of Companies Act, 2013:**

In respect of other than ongoing projects, the company has not transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub0section (5) of section 135 of the said Act.

**21. Registration under RBI act:**

The company is not required to be registered under the section 45-IA of the Reserve Bank of India Act, 1934.

Date: 20/05/2024  
Place: Chitradurga

For, Karthik P & Co.,  
Chartered Accountants  
Firm Registration No.018460S

*P. Karthik*  
Karthik Prasanna  
Proprietor  
Membership No. 228852

For KARTHIK. P & CO  
Chartered Accountant  
*P. Karthik*  
(KARTHIK PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S



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**Annexure C to the Independent Auditors' report on Internal Financial Control**

**Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013**

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

**Opinion**

We have audited the internal financial controls with reference to standalone financial statements of **Sree Jayalakshmi Auto Spin Limited** ("the Company") as of 31 March 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

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

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

**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 and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

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**Mob: 9483320242 | Email: cakarthikp2018@gmail.com**



**BALANCE SHEET**

PARTICULARS	NOTES	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>I EQUITY &amp; LIABILITY</b>			
<b>Equity</b>			
(A) Equity Share Capital	2	4,47,82,000	4,47,82,000
(B) Other Equity	3	(3,11,18,800)	(6,31,93,128)
<b>NON CURRENT LIABILITIES</b>			
a) Financial Liabilities	4	-	2,52,16,843
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities		-	-
b) Provisions		-	-
c) Deferred Tax Liabilities		-	-
d) Other Non Current Liabilities		-	-
<b>CURRENT LIABILITIES</b>			
(a) Financial Liabilities	5	-	-
(i) Borrowings		-	-
(ii) Trade payables	6	14,76,084	21,50,260
(iii) Other financial liabilities		-	-
(b) Other Current Liabilities	7	11,50,000	11,50,000
d) Short Term Provisions	8	5,77,269	4,79,928
<b>TOTAL-EQUITY &amp; LIABILITIES</b>		<b>1,68,66,553</b>	<b>1,05,85,903</b>
<b>II ASSETS</b>			
<b>NON CURRENT ASSETS</b>			
(a) Property, Plant and Equipment	9	24,974	28,03,286
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible assets		-	-
(f) Intangible assets under development		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Loans		-	-
(iv) Others		-	-
(i) Deferred tax assets (net)		-	-
(j) Other non-current assets	11	1,19,510	4,76,285
<b>CURRENT ASSETS</b>			
(a) Inventories	12	3,50,000	3,50,000
(b) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables	13	52,15,608	54,81,206
(iii) Cash and cash equivalents	14	21,99,424	2,00,258
(iv) Bank balances other than (iii) above	14	17,60,515	1,48,945
(v) Loans	15	71,52,521	10,76,924
(vi) N S C & Co Operative Bank Shares	10	44,000	49,000
(c) Current Tax Assets (Net)		-	-
(d) Other current assets		-	-
<b>TOTAL-ASSETS</b>		<b>1,68,66,553</b>	<b>1,05,85,903</b>

The accompanying notes are an integral part of these financial Statements

This is the Balance sheet referred to our in report of even date

For SREE JAYALAKSHMI AUTO SPIN LTD.,

*K.V. Prabhakar*  
K.V. Prabhakar

Chairman  
DIN: 01716813

T VeerbhadraSwamy  
Director  
DIN:02519026

Place:Chitradurga  
Date:20.05.2024



For, Karthik P & Co.,  
Chartered Accountants

*P. Karthik*  
Karthik Prasanna

Proprietor  
Mem No: 228852

UDIN:

24228852BKZHI6370



**Part II- Statement of Profit and Loss account**

PARTICULARS	NOTES	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>REVENUE</b>			
Revenue from Operation			
Sales of Products (Net)	16	-	-
Other Income	17	3,57,81,856	9,11,585
<b>Total Revenue</b>		<b>3,57,81,856</b>	<b>9,11,585</b>
<b>EXPENDITURE</b>			
Cost of Materials consumed	18	-	-
Change In Inventories of Finished Goods	19	-	-
Employee Benefit Expenses	20	5,26,000	4,10,348
Financial Cost	21	-	-
Depreciation	9	1,13,925	1,77,705
Other Expenses	22	30,67,603	9,21,547
<b>Total Expenses</b>		<b>37,07,528</b>	<b>15,09,600</b>
Profit/(loss) before exceptional items and tax		3,20,74,328	(5,98,015)
Exceptional Items			
Profit/(loss) before Tax		3,20,74,328	(5,98,015)
Tax expense:		-	-
(1) Current tax		-	-
(2) Deferred tax		-	-
<b>Profit (Loss) for the period from continuing operations</b>		<b>3,20,74,328</b>	<b>(5,98,015)</b>
Profit/(loss) from discontinued operations		-	-
Tax expense of discontinued operations		-	-
<b>Profit/(loss) from Discontinued operations (after tax) (X-XI)</b>		<b>3,20,74,328</b>	<b>(5,98,015)</b>
<b>Profit/(loss) for the period (IX+XII)</b>			
Other Comprehensive Income		-	-
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
<b>Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)</b>		<b>3,20,74,328</b>	<b>(5,98,015)</b>
Paid Up Equity Share Capital(face Value Rs 10/- Per Share)		4,47,82,000	4,47,82,000
Reserves & Surplus Excluding Revaluation Reserve		3,16,000	3,16,000
Earnings per equity share (for continuing operation):			
(1) Basic		7.11	(0.13)
(2) Diluted		7.11	(0.13)
Earnings per equity share (for discontinued operation):			
(1) Basic		-	-
(2) Diluted		-	-
Earnings per equity share(for discontinued & continuing operations)			
(1) Basic		7.11	(0.13)
(2) Diluted		7.11	(0.13)

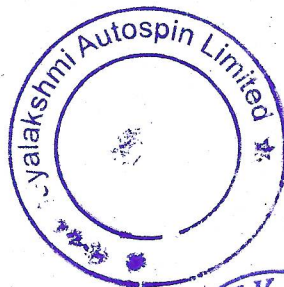
The accompanying notes are an integral part of these financial Statements  
This is the Statement of Profit and Loss referred to in our report of even date

For SREE JAYALAKSHMI AUTO SPIN LTD.,

*K.V. Prabhakar*  
K.V.Prabhakar  
Chairman  
DIN: 01716813

T VeerabhadraSwamy  
Director  
DIN : 02519026

Place:Chitradurga  
Date:20.05.2024



For, Karthik P & Co.,  
Chartered Accountants  
FRN:018640S

*P. Karthik*  
Karthik Prasanna  
Proprietor  
Mem No: 228852

UDIN: 24228852BK02HI6370

For KARTHIK. P & CO  
Chartered Accountant

*P. Karthik*  
(KARTHIK PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S



**SREE JAYALAKSHMI AUTOSPIN LIMITED**

Registered Office: "Sanjana" Davangere Road, Chitradurga-577501 Karnataka

Telephone (08194) 234446/223040, Fax: (08194) 234193

Statement of Changes in Equity for the Period ended 31.03.2024

CIN:L85110KA1991PLC011732

A. Equity Share Capital	Balance at the beginning of the reporting period	Changes in equity share capital during the reporting period	Balance at the end of the reporting period
Equity Share Capital	4,47,82,000	-	4,47,82,000

B. Other Equity	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus			Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
			Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)									
Balance at the beginning of the reporting period	-	-	3,16,000	-	-	(6,35,09,128)	-	-	-	-	-	-	-	(6,31,93,128)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	3,20,74,328	-	-	-	-	-	-	-	3,20,74,328
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	-	-	3,16,000	-	-	(3,14,34,800)	-	-	-	-	-	-	-	(3,11,18,800)

For Karthik P & Co.,  
Firm Registration No. 018460S  
Chartered Accountants

*P. Karthik*  
Karthik Prasanna  
Proprietor.

Membership No.228852  
UDIN :24228852BKZHI6370

Place: Chitradurga

Date:20.05.2024



For KARTHIK. P & CO  
Chartered Accountant

*P. Karthik*  
(KARTHIK PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S

**SREE JAYALAKSHMI AUTOSPIN LIMITED**  
Registered Office: "Sanjana" Davangere Road, Chitradurga-577501 Karnataka  
CIN:L85110KA1991PLC011732

**Schedule 9 - Details of Depreciation and Fixed Assets as on 31.03.2024**

Assets	Gross Block			Depreciation			Net Assets			
	Cost as at 1st April, 2023	Additions during the year	Deletion during the year	Total cost as at 31st March, 2024	Cummulative Depreciation upto 31st March, 2023	Depreciation during the year	Adjustments during the year	Upto 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Land	8,89,752	-	8,89,752.00	0	0	0	-	0	0	8,89,752
Building	96,93,547	-	17,74,634.00	79,18,913	78,09,294	1,09,619	-	79,18,913	0	18,84,253
Furniture & Fittings	4,24,178	-	-	4,24,178	4,07,545	4,306	-	4,11,851	12,327	16,633
Veehicles	8,61,437	-	-	8,61,437	8,61,435	0	-	8,61,435	0	0
Other Assets	2,83,352	-	-	2,83,352	2,70,704	0	-	2,70,704	12,648	12,648
<b>Total</b>	<b>1,21,52,266</b>	<b>-</b>	<b>26,64,386.00</b>	<b>94,87,880</b>	<b>93,48,978</b>	<b>1,13,925</b>	<b>-</b>	<b>94,62,904</b>	<b>24,974</b>	<b>28,03,286</b>
Previous Year	1,21,52,266	0	0	1,21,52,266	89,75,858	1,95,416	0	91,71,274	29,80,990	31,76,406



**1. Significant Accounting Policies**

1. 1 a) The financial Statements have been prepared on accrual basis under the historical cost convention

**1.2 Fixed Assets:**

a) Fixed Assets are stated at cost less depreciation. All expenses relating to the acquisition and installation of fixed assets are capitalised.

b) Depreciation on all assets is being provided on straight line method at rates specified in Schedule II to the Companies Act 2013

c) An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable Value and the Impairment loss is charged to profit and loss account in the year in which asset is impaired

**1.3 Government Grants:**

a) Grants in the form of capital/investment subsidy are treated as capital reserves.

b) Grants relating to fixed assets are adjusted in the cost of such assets.

**1.4 Inventories:**

a) Raw Materials, Stores and spares, are valued at cost,. Finished goods and work in progress are valued at cost or net realisable value whichever is lower.

**1.5 INVESTMENTS:**

Current Investments are carried at lower off cost or fair value whichever is less and non current investments are stated at cost provision for diminution in the value of non current investment is made only if such declain is other than temporary in nature.

**RETIREMENT BENEFITS :**

1.7 Provision for employer's contribution towards P.F & E.S.I has been made during the year.

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>2. SHARE CAPITAL</b>		
<b>Authorised</b>		
50,00,000 Equity Shares of Rs.10 Each	5,00,00,000.00	5,00,00,000.00
<b>Issues</b>		
44,78,200 Equity Shares of Rs.10 Each	4,47,82,000.00	4,47,82,000.00
<b>Subscribed and paid Up</b>		
44,78,200 Equity Shares of Rs.10 Each	4,47,82,000.00	4,47,82,000.00
<b>Total</b>	<b>4,47,82,000</b>	<b>4,47,82,000</b>
<b>Reconciliation of the number of shares</b>	<b>31st March 2024</b>	<b>31st March 2023</b>
Balance at the beginning of the period	44,78,200	44,78,200
Issued during the year	-	-
Bought back during the year	-	-
Balance at the end of the period	44,78,200	44,78,200

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company



Name of Share Holder	%	As at March 31st 2024
		No of Shares Held
Sri K V Prabhakar	15.62%	6,99,620.00
Smt U Vijaya Prabhakar	14.58%	6,52,762.00
Smt Sanjana Prabhakar	7.25%	3,24,789.00

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>3. RESERVES &amp; SURPLUS</b>		
<b>a. Capital Reserve</b>		
Balance at the beginning of the period	3,16,000.00	3,16,000
Addition /(deletion )during the year	-	-
Balance at the end of the period	3,16,000.00	3,16,000
<b>b. Profit and Loss Account</b>		
Balance at the beginning of the period	(6,35,09,128)	(6,29,11,113)
Add: Additional Depreciation due to transitional Provisions		
Add: profit/ (loss for the year)	3,20,74,328	(5,98,015)
Balance at the end of the period	<b>(3,14,34,800)</b>	<b>(6,35,09,128)</b>
<b>Total Reserves and Surplus</b>	<b>(3,11,18,800)</b>	<b>(6,31,93,128)</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>NON CURRENT LIABILITIES</b>		
<b>4. LONG-TERM BORROWINGS</b>		
<b>Secured</b>		
<b>A. Loans From Banks</b>		
Vehicle Loan		
<b>B. Unsecured</b>		
Loan From Related parties	-	2,50,66,843
Loan or Advance from Other Parites	-	1,50,000
<b>TOTAL</b>	<b>-</b>	<b>2,52,16,843</b>

a) Loan from related parties are taken from Directors and does not carry any interest

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>CURRENT LIABILITIES</b>		
<b>5. SHORT-TERMBORROWINGS</b>		
<b>Secured- From banks</b>		
<b>Total</b>	<b>-</b>	<b>-</b>



PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>6. TRADE PAYABLE</b>		
Due to Micro , Small and medium Enterprises*		
Sundry Creditors for supplies and others	14,76,084	21,50,260
Due to Related Parties	-	-
<b>Total</b>	<b>14,76,084</b>	<b>21,50,260</b>

\* refer note 30

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>7. OTHER CURRENT LIABILITIES</b>		
Advance from customers	-	-
Lease Deposit Received	11,50,000	11,50,000
<b>Total</b>	<b>11,50,000</b>	<b>11,50,000</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>8. SHORT TERM PROVISIONS</b>		
Provision for Employee Benefits	450	450
Other Provisions	5,76,819	4,79,478
<b>Total</b>	<b>5,77,269</b>	<b>4,79,928</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>10. NON -CURRENT INVESTMENTS</b> ( All unquoted unless otherwise specified)		
N S C	33,000	33,000
<b>Shares in Merchant Co Operative Bank</b> (Unquoted & Fully paid up 100 face value Rs 100)	10,000	10,000
<b>Shares in Veerashiava Co Operative Bank</b> (Unquoted & Fully paid up 50 face value Rs 100)	-	5,000
<b>Fixed Deposit in Corporation Bank</b>	1,000	1,000
<b>Total</b>	<b>44,000</b>	<b>49,000</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>NON CURRENT ASSETS</b>		
<b>11. LONG-TERM LOANS AND ADVANCES</b> (Unsecured, considered good)		
Security Deposits	1,19,510	4,76,285
<b>Total</b>	<b>1,19,510</b>	<b>4,76,285</b>



PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>CURRENT ASSETS</b>		
<b>12. INVENTORIES</b>		
(As per Inventory taken, valued and certified by the Mgmt)		
Raw Materials	-	-
Finished Goods	-	-
Stores and Consumables	3,50,000	3,50,000
<b>Total</b>	<b>3,50,000</b>	<b>3,50,000</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>13. TRADE RECEIVABLES</b>		
Secured		
Unsecured		
(Unsecured considered good)		
a) Over six months*	52,15,608.00	54,62,406.00
b) Others	-	18,800.00
<b>Total</b>	<b>52,15,608</b>	<b>54,81,206</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>14. CASH AND BANK BALANCES</b>		
Cash & Cash Equivalent		
Cash in Hand	21,99,423	2,00,258
Cash at Bank		
In current Accounts	17,60,515	1,48,945
<b>Total</b>	<b>39,59,938</b>	<b>3,49,202</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>15. SHORT TERM LOANS AND ADVANCES</b>		
(Advances recoverable in cash or in kind or for value to be received)		
Unsecured & Considered Good		
Balance with Revenue Authorities	10,92,904	7,67,306
Others		
Manjunatha & Co	25,00,000	-
M B Veerabhadrappe	25,00,000	-
Rajalakshmi Company	10,00,000	-
Staff advances	59,617	3,09,617
<b>Total</b>	<b>71,52,521</b>	<b>10,76,924</b>



PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>16. REVENUE FROM CONTINUING OPERATION</b>		
Cotton Lint Sales	-	-
Cotton Seeds Sales	-	-
Kappa's Sales	-	-
<b>Total</b>	-	-

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>17. OTHER INCOMES</b>		
Other Income	9,39,950	9,11,585
Profit on Sale of Land and Building	3,48,35,614	-
Interest Income	6,292	-
<b>Total</b>	<b>3,57,81,856</b>	<b>9,11,585</b>

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>18. COST OF MATERIAL CONSUMED</b>		
Opening Stock	-	-
Lint Purchases	-	-
Kappas Purchase	-	-
Less : a) closing stock of raw materials	-	-
b) closing stock of WIP	-	-
<b>Total Raw Materials Consumed</b>	-	-

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>19. CHANGES IN INVENTORIES OF FINISHED GOODS WORK- IN-PROGRESS AND STOCK-IN-TRADE</b>		
<b>Increase/Decrease in finished goods:</b>		
Add: Opening stock of finished goods	-	-
Add: Purchases	-	-
Less: Closing Stock of Finished Goods	-	-
<b>Total</b>	-	-

PARTICULARS	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>20. EMPLOYEE BENEFITS EXPENSES</b>		
Bonus to Employees	71,000	-
Employees Contribution to ESI	-	-
Employers Contribution to EPF	-	22,900
Gratuity	3,30,000	2,00,000
Staff Salary	1,25,000	1,87,448
Staff Welfare	-	-
<b>Total</b>	<b>5,26,000</b>	<b>4,10,348</b>



30. Related party disclosures

Related party disclosures as required by Ind AS 24 - Related party disclosures are given below

(i) Relationships

Related Party

Sri K.V.Prabhakar  
Smt.U Vijaya Prabhakar  
Sri T VeerabhadraSwamy  
Sri Basavaraj S Patil

Relationship

Managing Director (Executive Director)  
Executive Director  
Non Executive Director  
Non Executive Director

Enterprises in which Key Management Personnel/relatives is/are interested

Sri K V Prabhakar	--do--
K.V.Prabhakar(H.U.F)	--do--
Vakratunda Agritech Pvt Ltd	--do--
Sree Ganesar Textiles	--do--
The Union Theaters (P) Ltd.,	--do--
The Margarine Refined Oil Cp Pvt Ltd.,	--do--
Sree Anjaneya Cotton Mills Pvt Ltd - Period 01-04-2022 to 01-07-2022	--do--
Sree Srinivasa Industries	--do--
Smt.U Vijaya Prabhakar	--do--

The accompanying notes are an integral part of these financial Statements

For SREE JAYALAKSHMI AUTO SPIN LTD.,

K.V.Prabhakar *K. V. Prabhakar*

Chairman

DIN: 01716813

Sri T VeerabhadraSwamy

Director

DIN : 02519026

Place: Chitradurga

Date :20.05.2024



Read with our Report

For, Karthik P & Co.,  
Chartered Accountants

FRN:018460S

*P. Karthik*  
Karthik Prasanna

Proprietor

Mem No: 228852

UDIN:0

24228952BKGZHI6310



For KARTHIK. P & CO  
Chartered Accountant

*P. Karthik*  
(KARTHIK PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S



**SREE JAYALAKSHMI AUTOSPIN LIMITED**

CIN:L85110KA1991PLC011732

**31. Details of Segment Reporting**

2023-24

Information about business segment	Cotton Lint & Cotton Seeds	Others	Total
Sales revenue from external customers	-	3,57,81,856	3,57,81,856
Other segment revenue	-	-	-
Total Revenue	-	-	3,57,81,856
Segment results	3,20,74,328	-	3,20,74,328
Unallocated results	-	-	-
Profit Before Tax	3,20,74,328	-	3,20,74,328
Provision for Tax	-	-	-
Segment assets	1,68,66,553	-	1,68,66,553
Unallocated corporate assets	-	-	-
Total Assets	1,68,66,553	-	1,68,66,553
Segment Liabilities	1,68,66,553	-	1,68,66,553
Unallocated corporate Liabilities	-	-	-
Total Liabilities	1,68,66,553	-	1,68,66,553

**OTHER DISCLOSURES -**

1. Segments have been identified in line with the Accounting standard 17 "Segment Reporting" taking into account the organisation structure as well as the differing risks and returns.

2. Company has disclosed business segment as the primary segment.

3. Composition of business segment.

Name of the segment

Comprises of Wastes, Cotton seeds & Kappa's

a) Cotton Yarns

b) Cotton Lint

c) Others

4. The segment revenue results, assets and liabilities include the respective amounts identifiable to each of the segments and amounts allocated on reasonable basis.

5. The accounting policies of the segments are the same as those described in the significant accounting policy as referred in schedule 18 to the accounts.

For SREE JAYALAKSHMI AUTO SPIN LTD.,

*K.V. Prabhakar*  
K.V. Prabhakar  
Chairman

T Veerabhadra Swamy

Director

Place: Chitradurga

Date : 20.05.2024

Read with our Report

For Karthik P & Co.,

Firm Registration No. 018460S

Chartered Accountants



*P. Karthik*  
Karthik Prasanna

Proprietor

M No 228852

UDIN : .....

24228852BKGZHI6370

**SREE JAYALAKSHMI AUTOSPIN LIMITED**

Registered Office: "Sanjana" Davangere Road, Chitradurga-577501 Karnataka

Telephone (08194) 234446/223040, Fax: (08194) 234193

CIN:L85110KA1991PLC011732

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2024**

P A R T I C U L A R S	2023-2024		2022-2023	
	Amount In Rs		Amount In Rs	
<b>I. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit before Tax & Extraordinary items		3,20,74,328		(5,98,015)
Add: Non Cash Expenditure- Depreciation	1,13,925		1,77,705	
Less: Non Operating Income -Sale of assets	(3,48,35,614)		-	
Add: Interest Paid On Loans	-		-	
Less: Dividend Received	-		-	
Less: Interest Received	-	(3,47,21,689)	-	1,77,705
<b>Cash Flow Before changes in Working Capital</b>		(26,47,361)		(4,20,310)
Adjustment for:				
<b>Add:/Less: Changes in Current Assets</b>				
Changes In Inventories	-		-	
Changes in Trade Receivables	2,65,598		3,22,691	
Changes in Trade Payables	(6,74,176)		(2,30,318)	
Changes in Other Current Liabilities	-		(2,52,734)	
Changes in Short Term Provisions	97,341	(3,11,237)	1,79,548	19,187
<b>Cash Generated from Operations (A)</b>		(29,58,598)		(4,01,123)
<b>II. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Interest Received	-		-	
Changes in Long term Investments	5,000		-	
Changes in Short Term Loans	(60,75,597)		27,633	
Prior Period Adjustment	-		-	
Receipts from Sale of Fixed Assets	3,75,00,000		-	
Changes in Deposits	3,56,775		-	
Dividend Received	-	3,17,86,177	-	27,633
<b>Net Cash used in Investing Activities (B)</b>		3,17,86,177		27,633
<b>III. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Changes in Long Term Loans and advances	(2,52,16,843)		4,40,000	
Interest on Loans	-		-	
<b>Net Cash Flow from Financing Activities (C)</b>		(2,52,16,843)		4,40,000
<b>Net Increase or Decrease in Cash and Cash Equivalents(A+B+C)</b>		36,10,736		66,510
Cash and Cash Equivalents at beginng		3,49,203		2,82,693
Closing Balance of Cash and Cash Equivalents		39,59,939		3,49,203
<b>Cash and Cash Equivalents at end</b>		39,59,939		3,49,203

**NOTES ON CASH FLOW STATEMENTS**

1. Above statement has been prepared following the indirect Methods Except in case of interest Received/Paid, which have been considered on the basis of actual movement of cash with necessary adjustment in corresponding Assets and Liabilities.

2. Proceeds from long term and other borrowings are shown net of repayments.

3. Cash and Cash equivalents represent Cash and Bank Balances.

For SREE JAYALAKSHMI AUTO SPIN LTD.,

*K.V. Prabhakar*  
K.V.Prabhakar  
Chairman

T VeerabhadraSwamy  
Director

Place: Chitradurga  
Date:20.05.2024



For, Karthik P & Co.,  
Chartered Accountants  
FRN:018460S

*P. Karthik*  
Karthik Prasanna  
Proprietor  
Mem No: 228852

UDIN:

242222528K62HI6370

For **KARTHIK. P & CO**  
Chartered Accountant



*P. Karthik*  
**(KARTHIK PRASANNA)**  
Proprietor  
M No-228852

# Sree Jayalakshmi Auto Spin Limited

: Offi.: 223040, Fact.: 234487  
GSTIN : 29AADCS6415K1Z1  
PAN No. AADCS - 6415 K  
website : sjlal.com  
E.mail : sjlalcd@gmail.com

Regd. Offi : "SANJANA", Davangere Road,  
CHITRADURGA-577501.

Factory : Plot No. 80/81,"KIADB" Industrial Area, Old N.H.-4,  
CHITRADURGA-577501. (Karnataka)



Date.....

Ref. No.

To

20.05.2024

BSE Limited  
Corporate Relationship Department  
P.J.Tower  
Dalal Street. MUMBAI-400001

Dear sir

Sub: Audited financial result of the Company along with Auditors Report for the quarter ended and year ended March-2024.

We enclose herewith the following;

Audited Financial Result of the Company for the quarter ended and year ended March -2024 along with Assets and liabilities Statement cash flow statement.

AUDITORS REPORT of the Statutory Auditor of the Company on the Audited financial results of the Company for the quarter ended and year ended March -2024.

The Board of Director of the Company at its meeting held on 20.05.2024 commenced at 11.30 AM and concluded at 12.30.00 PM.

Kindly take it on your records.

Thanking you  
Your faithfully.

For Jayalakshmi AutoSpin Ltd

*K. V. P. Subrahmanya*

Managing Director



# Sree Jayalakshmi Auto Spin Limited

☎ : Offi.: 223040, Fact.: 234487  
GSTIN : 29AADCS6415K1Z1  
PAN No. AADCS - 6415 K  
website : sjlal.com  
E.mail : sjlalcd@gmail.com

Regd. Offi : "SANJANA", Davangere Road,  
CHITRADURGA-577501.

Factory : Plot No. 80/81,"KIADB" Industrial Area, Old N.H.-4,  
CHITRADURGA-577501. (Karnataka)



Ref. No.

Date.....

## Statement of Deviation/ Variation of fund raised

Name of Listed entity	Sree Jayalakshmi AutoSpin Ltd, "Sanjana" Davanagere Road, Chitradurga-577501
Mode of Fund Raising	Public Issue
Date of Raising Funds	1995
Amount Raised	268.68 Lakhs
Report filed for Quarter ended and year ended	MARCH -2024
Monitoring Agency	N A
Monitoring Agency Name, if applicable	N A
Is there a Deviation/Variation in use of funds raised	NO
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	N A
If yes, Date of shareholder Approval	N A
Explanation for the Deviation / Variation	N A
Comments of the Audit Committee after review	NO
Comments of the Auditors, if any	NO
Objects for which funds have been raised and where there has been a deviation, in the following table	N A

Original Object	Modified Object, if any	Original Allocation	Modified allocation	Funds Utilized	Amount Deviation/Variation for the quarter according to applicable object	Remarks if any
SPINNING PROJECT	NO	SPINNING	NO	YES	NO	NA

For Jayalakshmi AutoSpin Ltd

*K. V. P. [Signature]*  
Managing Director



# Sree Jayalakshmi Auto Spin Limited

: Offi.: 223040, Fact.: 234487  
GSTIN : 29AADCS6415K1Z1  
PAN No. AADCS - 6415 K  
website : sjlal.com  
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Regd. Offi : "SANJANA", Davangere Road,  
CHITRADURGA-577501.

Factory : Plot No. 80/81,"KIADB" Industrial Area, Old N.H.-4,  
CHITRADURGA-577501. (Karnataka)



Ref. No.

Date.....

To

20.05.2024

Department of Corporate Services,  
BSE LIMITED  
P.J.Tower, Dalal Street  
MUMBAI-400001

Sir

Sub: Declaration of Unmodified opinion.


This is with reference to the Audited Financial Results of Sree Jayalakshmi AutoSpin Limited for the fourth quarter (Q4) and financial year ended on 31st March, 2024 which have approved by the Board of Directors of the Company at their meeting held on Monday 20<sup>th</sup> May, 2024.

In this regard, we do hereby declare that, KARTHIK. P & CO., Chartered Accountants, the Statutory Auditors of the Company have issued the Auditor's Report with on unmodified opinion on the Audited Financial Statements for financial year ended 31<sup>st</sup> 2024. This declaration is made pursuant to Regulation 33(3)(d) of SEBI( Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above mentioned information on your records.

With best regards,

For Sree Jayalakshmi AutoSpin Limited

  
Managing Director  
K.V.PRABHAKAR  
DIN: 01716813



# Sree Jayalakshmi Auto Spin Limited

Offi.: 223040, Fact.: 234487  
GSTIN : 29AADCS6415K1Z1  
PAN No. AADCS - 6415 K  
website : sjlal.com  
E.mail : sjlalcd@gmail.com

Regd. Offi : "SANJANA", Davangere Road,  
CHITRADURGA-577501.

Factory : Plot No. 80/81,"KIADB" Industrial Area, Old N.H.-4,  
CHITRADURGA-577501. (Karnataka)



Ref. No.

Date.....

To

20.05.2024

BSE Limited  
Department of Corporate Servies (Listing)  
P.J.Tower  
Dalal Street. MUMBAI-400001

Dear sir

Sub: SDD Compliance Certificate for the Quarter ended March 31, 2024.

Pursuant to Previsions of Regulation3(5),36) and other applicable provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015 please find enclosed the Structured Digital Database (SDD) Compliance Certificate for the Quarter ended March 31,2024.

Kindly take the same in your records.

Your faithfully,

Encl: as above

## COMPLIANCE CERTIFICATE FOR THE QUARTER ENDED MARCH 31, 2024.

(Pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

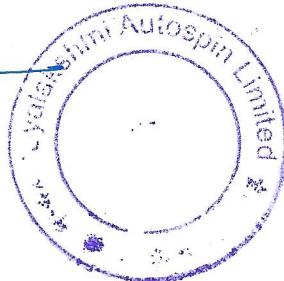
I K.V.PRABHAKAR, Managing Director of the Sree Jayalakshmi AutoSpin Limited. Am aware of the compliance requirement of Structured Digital Database ( SDD) pursuant to provisions of Regulation3(5)and 3(6) of Securities and Exchange Board of India(Prohibition of Insider Trading ) Regulations, 2015(PI Regulations) and I certify that

1. The Company has a Structured Digital Database in place
2. Control exists as to who can access the SDD
3. All the UPSI disseminated in the previous quarter have been captured in the Database
4. The System has captured nature of UPSI along with date and time
5. The database has been maintained internally and an audit trail is maintained
6. The database is non tamperable and has the capability to maintain the records for 8 years.

I also confirm that the Company was required to capture 1 Number of events during the quarte r ended and has captured 1 number of the said required events.

I would like to confirm that there were no non compliance(s) observed in the previous quarter.  
For Sree Jayalakshmi AutoSpin Ltd.,

Managing Director



**BALANCE SHEET**

PARTICULARS	NOTES	As on 31/03/2024 Amount in Rs	As on 31/03/2023 Amount in Rs
<b>I EQUITY &amp; LIABILITY</b>			
<b>Equity</b>			
(A) Equity Share Capital	2	4,47,82,000	4,47,82,000
(B) Other Equity	3	(3,11,18,800)	(6,31,93,128)
<b>NON CURRENT LIABILITIES</b>			
a) Financial Liabilities	4	-	2,52,16,843
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities		-	-
b) Provisions		-	-
c) Deferred Tax Liabilities		-	-
d) Other Non Current Liabilities		-	-
<b>CURRENT LIABILITIES</b>			
(a) Financial Liabilities	5	-	-
(i) Borrowings		-	-
(ii) Trade payables	6	14,76,084	21,50,260
(iii) Other financial liabilities		-	-
(b) Other Current Liabilities	7	11,50,000	11,50,000
d) Short Term Provisions	8	5,77,269	4,79,928
<b>TOTAL-EQUITY &amp; LIABILITIES</b>		<b>1,68,66,553</b>	<b>1,05,85,903</b>
<b>II ASSETS</b>			
<b>NON CURRENT ASSETS</b>			
(a) Property, Plant and Equipment	9	24,974	28,03,286
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible assets		-	-
(f) Intangible assets under development		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Loans		-	-
(iv) Others		-	-
(i) Deferred tax assets (net)		-	-
(j) Other non-current assets	11	1,19,510	4,76,285
<b>CURRENT ASSETS</b>			
(a) Inventories	12	3,50,000	3,50,000
(b) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables	13	52,15,608	54,81,206
(iii) Cash and cash equivalents	14	21,99,424	2,00,258
(iv) Bank balances other than (iii) above	14	17,60,515	1,48,945
(v) Loans	15	71,52,521	10,76,924
(vi) N S C & Co Operative Bank Shares	10	44,000	49,000
(c) Current Tax Assets (Net)		-	-
(d) Other current assets		-	-
<b>TOTAL-ASSETS</b>		<b>1,68,66,553</b>	<b>1,05,85,903</b>

The accompanying notes are an integral part of these financial Statements

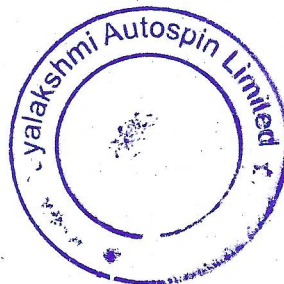
This is the Balance sheet referred to our in report of even date

For SREE JAYALAKSHMI AUTO SPIN LTD.,

*K.V. Prabhakar*  
K.V.Prabhakar  
Chairman  
DIN: 01716813

T VeerbhadraSwamy  
Director  
DIN:02519026

Place:Chitradurga  
Date:20.05.2024



For, Karthik P & Co.,  
Chartered Accountants

*P. Karthik*  
Karthik Prasanna  
Proprietor  
Mem No: 228852



UDIN:

24228852BKGZHI6370

**PART II - STATEMENT OF PROFIT AND LOSS**

Sl No.	PARTICULARS	Quarter ended			Year Ended	
		31-03-2024	31-12-2023	31-03-2023	31-03-2023	31-03-2024
		Audited	(Un-Audited)	(Audited)	Audited	Audited
I	Revenue from Operations	-	-	-	-	-
II	Other Income	2.33	350.80	2.27	9.12	357.82
III	Total Income from operations (I+II)	2.33	350.80	2.27	9.12	357.82
IV	Expenditure					
	Cost of materials Consumed	-	-	-	-	-
	Purchase of Stock In Trade	-	-	-	-	-
	Changes in Inventories of Finished goods	-	-	-	-	-
	Work-in-progress and stock in trade	-	-	-	-	-
	Employees benefits expenses	-	3.30	0.50	4.10	5.26
	Finance Cost	-	-	-	-	-
	Depreciation and amortisation expenses	0.04	1.10	1.78	1.78	1.14
	Other Expenditure	5.82	1.25	2.27	9.22	30.68
V	Total Expenses (V)	5.87	5.65	4.55	15.10	37.08
VI	Profit/ (Loss) before Exceptional Items and tax (III-V)	(3.54)	345.15	(2.28)	(5.98)	320.74
VII	Exceptional Items	-	-	-	-	-
VIII	Profit/ (Loss) before tax (VI-VII)	(3.54)	345.15	(2.28)	(5.98)	320.74
IX	Tax Expenses:					
	(1) Current tax	-	-	-	-	-
	(2) Deferred Tax	-	-	-	-	-
X	Profit / (Loss) for the period from continuing operations (VIII-IX)	(3.54)	345.15	(2.28)	(5.98)	320.74
XI	Profit / (Loss) from discontinued operations	-	-	-	-	-
XII	Tax expense of discontinued operations	-	-	-	-	-
XIII	Profit / (Loss) from discontinued operations (after tax)(X-XI)	-	-	-	-	-
XIV	Profit / (Loss) for the period (X+XIII)	(3.54)	345.15	(2.28)	(5.98)	320.74
XV	Other Comprehensive Income					
	A (i) Items that will not be reclassified to profit or loss					
	(ii) Income tax relating to items that will not be reclassified to profit or loss					
	B (i) Items that will be reclassified to profit or loss					
	(ii) Income tax relating to items that will be reclassified to profit or loss					
XVI	Total Comprehensive Income from the period (XIII+XIV) (Comprising profit (Loss) and other Comprehensive Income for the period)	(3.54)	345.15	(2.28)	(5.98)	320.74
	Paid up Equity share capital (Face Value of Rs.10/ per Share)	447.82	447.82	447.82	447.82	447.82
	Reserves & Surplus Excluding Revaluation Reserve	3.16	3.16	3.16	3.16	3.16
XVII	Earning Per Share (EPS) (for Continued Operations)					
	(1) Basic	(0.08)	7.71	(0.05)	(0.13)	7.16
	(2) Diluted	(0.08)	7.71	(0.05)	(0.13)	7.16
XVIII	Earning Per Share (EPS) (for discontinued Operations)					
	(1) Basic	-	-	-	-	-
	(2) Diluted	-	-	-	-	-
XIX	Earning Per Share (EPS) (for Continued & Discontinued Operations)					
	(1) Basic	(0.08)	7.71	(0.05)	(0.13)	7.16
	(2) Diluted	(0.08)	7.71	(0.05)	(0.13)	7.16

For Sree Jayalakshmi Autospin Limited

  
**Managing Director**





Notes :

1. Results for the quarter ended 31.03.2024 are in accordance with the Indian Accounting Standards (IND AS) notified by the ministry of Corporate Affairs, which are applicable to the Company for the accounting periods after 1st April 2017.

2. The above results after their review by the Audit Committee were taken on record by the Board of Directors in their meeting held on 20-05-2024

3. Figures for the previous periods are re-classified / re-arranged / re-grouped, whenever necessary, as per the format revised by SEBI in conformity with the amended Schedule.

4. The balances of parties under the head trade payables and loans & advances which are subject to confirmation, reconciliation and consequential adjustments, if any.

5. There are no unresolved investors complaints

6. Promoters Shares are not pledged.

7. Reconciliation of results between previously reported (referred to as Indian GAAP) and Ind AS for the Quarter ending 31.03.2024 is prescribed below

Particulars	Item Impacting	As per Indian GAAP	Effect of Transition to IND AS
Revenue from Operations		-	Nil
Other Comprehensive Income		Nil	Nil
Tax Expenses		Nil	Nil
Profit After Tax		(3.54)	Nil

Reconciliation of Statement of Profit and Loss Reported for the previous year under IGAAP to Ind AS Year Ended 31-03-2024

Particulars	Item Impacting	As per Indian GAAP	Effect of Transition to IND AS
Revenue from Operations		-	Nil
Other Comprehensive Income		Nil	Nil
Tax Expenses		Nil	Nil
Profit After Tax		320.74	Nil

Place: Chitradurga  
Date: 20-05-2024



For Sree Jayalakshmi Autospin Limited

*K. V. P. Reddy*  
SREE JAYALAKSHMI AUTOSPIN LTD.,  
sd/- MANAGING DIRECTOR  
Managing Director

**SREE JAYALAKSHMI AUTOSPIN LIMITED**  
Registered Office: "Sanjana" Davangere Road, Chitradurga-577501 Karnataka  
Telephone (08194) 234446/223040, Fax: (08194) 234193  
CIN:L85110KA1991PLC011732

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2024**

P A R T I C U L A R S	2023-2024 Amount In Rs		2022-2023 Amount In Rs	
<b>I. CASH FLOW FROM OPERATING ACTIVITIES</b>				
Net Profit before Tax & Extraordinary items		3,20,74,328		(5,98,015)
Add: Non Cash Expenditure- Depreciation	1,13,925		1,77,705	
Less: Non Operating Income -Sale of assets	(3,48,35,614)		-	
Add: Interest Paid On Loans	-		-	
Less: Dividend Received	-		-	
Less: Interest Received	-	(3,47,21,689)	-	1,77,705
Cash Flow Before changes in Working Capital		(26,47,361)		(4,20,310)
Adjustment for:				
Add:/Less: Changes in Current Assets				
Changes In Inventories	-		-	
Changes in Trade Receivables	2,65,598		3,22,691	
Changes in Trade Payables	(6,74,176)		(2,30,318)	
Changes in Other Current Liabilities	-		(2,52,734)	
Changes in Short Term Provisions	97,341	(3,11,237)	1,79,548	19,187
<b>Cash Generated from Operations (A)</b>		<b>(29,58,598)</b>		<b>(4,01,123)</b>
<b>II. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Interest Received	-		-	
Changes in Long term Investments	5,000		-	
Changes in Short Term Loans	(60,75,597)		27,633	
Prior Period Adjustment	-		-	
Receipts from Sale of Fixed Assets	3,75,00,000		-	
Changes in Deposits	3,56,775		-	
Dividend Received	-	3,17,86,177	-	27,633
<b>Net Cash used in Investing Activities (B)</b>		<b>3,17,86,177</b>		<b>27,633</b>
<b>III. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Changes in Long Term Loans and advances	(2,52,16,843)		4,40,000	
Interest on Loans	-		-	
<b>Net Cash Flow from Financing Activities (C)</b>		<b>(2,52,16,843)</b>		<b>4,40,000</b>
<b>Net Increase or Decrease in Cash and Cash Equivalents(A+B+C)</b>		<b>36,10,736</b>		<b>66,510</b>
Cash and Cash Equivalents at begining		3,49,203		2,82,693
Closing Balance of Cash and Cash Equivalents		39,59,939		3,49,203
<b>Cash and Cash Equivalents at end</b>		<b>39,59,939</b>		<b>3,49,203</b>

**NOTES ON CASH FLOW STATEMENTS**

1. Above statement has been prepared following the indirect Methods Except in case of interest Received/Paid, which have been considered on the basis of actual movement of cash with necessary adjustment in corresponding Assets and Liabilities.
2. Proceeds from long term and other borrowings are shown net of repayments.
3. Cash and Cash equivalents represent Cash and Bank Balances.

For SREE JAYALAKSHMI AUTO SPIN LTD.,

*K.V. Prabhakar*  
K.V.Prabhakar  
Chairman

T VeerabhadraSwamy  
Director

Place: Chitradurga  
Date:20.05.2024



For, Karthik P & Co.,  
Chartered Accountants  
FRN:018460S

*P. Karthik*  
Karthik Prasanna  
Proprietor  
Mem No: 228852

UDIN:

24322252BK2H16370



**Limited review report on quarterly audited financial results**

Review report to  
The Board of Directors,  
**M/s., SREE JAYALAKSHMI AUTO SPIN LIMITED**

We have reviewed the accompanying statement of unaudited financial results of M/s **SREE JAYALAKSHMI AUTO SPIN LIMITED** for the quarter ended 31<sup>st</sup> March 2024 (the Statement) being submitted by the company pursuant to the requirements of regulation 33 of the SEBI (listing obligations and disclosure requirements) regulations, 2015, read with SEBI circular no. CIR/CFD/FAC/62/2016 dated 5<sup>th</sup> July 2016.


The preparation of this statement is the responsibility of the Company's Management, and has been approved by the board of directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410. Review of Interim Financial Information performed by the independent Auditor of the entity issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free from material misstatement. A review is limited primarily to inquiries of company personnel and an analytical procedure applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.


Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards specified under section 133 of the Companies Act, 2013, read with rule 7 of the Companies (Accounts) rules 2014 and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulations 33 of the SEBI (Listing obligations and Disclosure requirements) regulation, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatements.

Place: Chitradurga  
Date: 20/05/2024

For, Karthik P & Co.,  
Chartered Accountants  
Firm Reg No : 018460S

  
Karthik Prasanna  
Proprietor  
Mem No : 228852

UDIN: 24228852BKGZHI6370  
For KARTHIK. P & CO  
Chartered Accountant

  
(KARTHIK PRASANNA)  
Proprietor  
M No-228852  
Firm Reg No: 018460S



Karthik P & Co  
Chartered Accountants  
#554, JCR Extension  
"Karthik Nilaya" 3<sup>rd</sup> Cross  
Near Ganesha Temple  
Chitradurga  
Karnataka – 577501  
Mail: [cakarthikp2018@gmail.com](mailto:cakarthikp2018@gmail.com)



Phone: +91 94833-20242

Independent Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

To, Board of Directors of

**M/s., SREE JAYALAKSHMI AUTO SPIN LIMITED**

We have audited the quarterly financial results of **M/s., SREE JAYALAKSHMI AUTO SPIN LIMITED** for the quarter ended 31/03/2024 and the year-to-date results for the period 01/01/2024 to 31/03/2024 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. This statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been compiled from the related Financial Statements which have been prepared in accordance with the Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit of such Financial Statements.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards required that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:
  - i. Are prepared in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard as modified by circular No. Cir/CFD/FAC/62/2016 dated July 5, 2016; and
  - ii. Give a true and fair view in conformity with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and "Other Comprehensive Income" and other financial information for the quarter ended 31/03/2024 as well as the year-to-date results for the period for the period from 01/01/2024 to 31/03/2024.

Place: Chitradurga

Date: 20/05/2024

For, Karthik P & Co.,

Chartered Accountants

FRN No: 018460S M No 228852

*P. Karthik*

Karthik Prasanna

Proprietor

UDIN: 24228852BKGZHI6370

For KARTHIK. P & CO  
Chartered Accountant

*P. Karthik*

(KARTHIK PRASANNA)

Proprietor

M No-228852

FRN No: 018460S

