RGMG & CO.
CHARTERED ACCOUNTANTS
120, Rajendra Bhawan, Rajendra Place,
New Delhi-110 008 Phone : (91)-(11) 2576 1681
Email : rajesh@rgmg.org, manoj@rgmg.org

INDEPENDENT AUDITORS' REPORT

To The Members
Sceptre Medical (India) Private Limited

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **Sceptre Medical (India) Sceptre Medical (India) Private Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2024 and the Statement of Profit and Loss for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by 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 March 31, 2024, and profit 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 Companies Act, 2013. *Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.* We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 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 are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information other than the financial statements and auditors' report thereon

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

RGMG & CO. New Delhi FRN Chartered Accountants

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of intern

- 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

Being a Small Company, the provisions of the Companies (Auditor's Report) Order, 2020 ("the Order") , issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 is not applicable to the Company.

1. As required by Section 143 (3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.

RGMG & CO. New Delhi FRN 500129N Chartered Accountants

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.

e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.

f) Since the Company's turnover as per last audited financial statements is less than Rs. 50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs 25 Crore, the Company is exempted from getting an audit opinion with respect to the adequacy of the financial controls over financial reporting of the Company and the operating effectiveness of such controls vide notification dated June 13, 2017; and

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

   i. The Company does not have any pending litigations which would impact its financial position;
   ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate

RGMG & CO.
New Delhi
FRN [illegible]
Chartered Accountants

Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures that we have considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clause iv(a) and iv(b) contain any material mis-statement.

v. The company has not declared or paid dividend during the year.

vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023. Based on our examination which included test checks the Company has used accounting software maintaining its books of account, which have a features of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, for the periods where audit trail (Edit Log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

For RGMG & CO.
Chartered Accountants
FRN No. 006329N

M Gupta

Manoj Gupta
Partner
Membership No. 096116
Place: New Delhi
Date: 05.09.2024
UDIN: 24096116BKFNHX4351

Sceptre Medical (India) Private Limited
Balance Sheet as at 31st March,2024

in Rs.,000

Particulars	Note No	2024	2023
	2		
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	2	11719.44	11719.44
Reserve and surplus	3	79740.08	62878.17
Non-current liabilities			
Long-term borrowings	4	63389.77	68149.39
Deferred tax liabilities (Net)	5	6689.51	5809.69
Current liabilities			
Short-term borrowings	6	19525.93	15029.32
Trade payables	7	9284.25	21227.63
Other current liabilities	8	12241.85	10238.19
Short Term Provisions	9	6020.24	-
TOTAL		**208611.06**	**195051.83**
II. ASSETS			
Non Current Assets			
Property, Plant & Equipment	10	79552.66	80119.21
Non Current Investments	11	29717.03	30429.71
Other Non Current Assets	12	819.55	1406.96
Current Assets			
Inventories	13	41365.60	40953.64
Trade receivable	14	47143.62	22625.52
Cash and cash equivalents	15	4776.26	14231.94
Short Term Loan and Advances	16	4604.04	4322.39
Other Current Assets	17	632.29	962.47
TOTAL		**208611.06**	**195051.83**

Significant Accounting Policies Notes on
Financial Statements
As per our report of even date
For RGMG & CO.
Chartered Accountants
Firm Reg No.: 06329N

RGMG & CO. New Delhi FRN 006329N Chartered Accountants

Manoj Gupta
Partner
M.No. 096116
New Delhi
05.09.2024

Sanjay Manocha
Director
DIN: 00076997

Archna Manocha
Director
DIN: 02020796

Sceptre Medical (India) Private Limited
Statement of Profit & Loss for the year ended 31st March, 2024

In Rs.,000

	Particulars	Note No	2024	2023
	Income:			
I	Revenue from operations	18	222371.82	176019.72
	Other Income	19	1659.17	1959.41
	Total Income		**224030.99**	**177979.14**
II	**Expenses:**			
	Cost of Material Consumed	20	67498.86	59645.86
	Purchase Stock in Trade	21	60506.64	35431.21
	Change in Inventories	22	1369.54	13672.19
	Employee benefits expenses	23	32085.26	34478.40
	Finance Cost	24	6531.00	5413.42
	Depreciation and amortization expenses	25	6758.14	7629.18
	Other Expenses	26	24879.68	20332.53
	Total expenses		**199629.13**	**176602.80**
III	**Profit before tax**		24401.86	1376.34
IV	**Tax expenses:**			
	Current Tax		6500.00	61.19
	Deferred Tax		879.82	254.54
V	**Profit (Loss) for the period (III-IV)**		17022.04	1569.68
VI	**Earning per equity share:**			
	Basic & Diluted		15	1

Significant Accounting Policies Notes on
Financial Statements
As per our report of even date
For RGMG & CO.
Chartered Accountants
Firm Reg No.: 06329N

Manoj Gupta
Partner
M.No. 096116
New Delhi
05.09.2024

Sanjay Manocha
Director
DIN: 00076997

Archna Manocha
Director
DIN: 02020796

Sceptre Medical (India) Private Limited

Notes forming part of the Financial Statements for the year ended March 31,2024

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 Corprate Information

Sceptre Medical (India) Private Limited("the Company) was incorporated on 24th June, 2010 under the Companies Act,1956 as a Private Limited Company. The Company is engage in the business of medical devices, medical equipment, surgical items, surgical equipment, pathological/laboratory items and other related goods.

1.2 Basis of Preparation of Financial Statements

The financial statements have been prepared in accordance with the generally accepted accounting principals in india under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules 2014, till the standards of accounting or any addendum thereto are prescribed by central Government in consultantion and recommendation of the National Financial Reporting Authority, the existing Accouting Standards notified under the Companies Act, 1956 shall to apply. Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under section 211(3C) of Companies ACt, 1956 (Companies (Accounting Standards) Rules 2006, as amended) and other relevant provisions of the Companies Act, 2013

1.3 Use of Estimates

The preparation of finanical statement requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenue and expenses during the reporting period. Difference between the actual results and estimates are recongnised in the period in which the results are known/materialised.

1.4 Cash and Cash equivalents

Cash comprises cash on hand and demand deposits with banks, Cash equivalents are short term,highly liquid investments that are readily convertiable into known amounts of cash and which are subject to insignificant risk of changes in value.

1.5 Cash Flow Statement

Cash flows are reported using the indirect menthod, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non cash nature and any defeerals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financial activities of the company are segregated based on the available information.

RGMG & CO. New Delhi FRN: Chartered Accountants

1.6 Property, Plant and Equipment

Property, Plant and Equipment are stated at cost, less accumulated depreciation/ amortisation. Costs includes all expenses incurred to bring the assets to its present location and condition.

1.7 Depreciation and Amortisation

Depreciation on Property, Plant & Equipment is provided to the extent of depreciation amount on Stright Line Method (SLM) over the estimated useful life of the Assets in the manner prescribed in Schedule II of the Act, as against the earlier practice of depreciating at the rates prescribed in Schedule XIV of companies Act 1956,

Effective from 1st April 2014, the Company depreciates its fixed assets over the useful life

Depreciation on additions to assets or on sale / discardment of assets, is calculated prorata basis from the month of such addition or upto the month of such sale/discardment, as the case may be.

1.8 Impairment of Assets

An Asset is treated as impaired when the carrying cost of assets exceeds its recoverable value.An impairment loss is charged in Profit & Loss Account in the year in which an assets is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

1.9 Foreign Currency Transactions

Purchases and Services revenue are accounted at daily rates. Exchange Fluctuations arising on payment or on realization are dealt with in the Statement of Profit & Loss. Monetary Assets and Monetary Liabilities are restated at the year end closing rate and any difference arising thereof has been dealt with in the statement of Profit & Loss to the extent its pertains to the current year.

1.10 Investments

Current Investments are carried at lower of cost and quoted/ fair value, computed category wise. Long Term Investment are stated at cost. Provisions for diminution in the value of long-term investment is made only if such a decline is other than temporary.

1.11 Inventories

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any.

RGMG & CO. New Delhi FRN-[illegible] Chartered Accountants

1.12 Revenue Recognition

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, sales tax, service tax, excise duty and sales during trial run period, adjustment for discounts (net), Value Added Tax (VAT) and gain/loss on corresponding hedge contracts. Dividend Income is recognised when right to receive is established. Interest income is recognised on time proportion basis taking into account the amount outstanding and rate applicable.

1.13 Borrowing Costs

Borrowing costs that are attributable to the acquistion or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its inteneded use. All

1.14 Earning Per Share

Basic Earning per Share is computed by dividing Profit after tax (including the post tax effect of extraordinary items, if any) by the number of equity share outstanding during the year.

1.15 Provisions for Current and Deferred Tax

Provisions for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act,1961. Deferred tax resulting from "timing difference" between taxable and accounting income is accounted using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax assets is recongnised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future

1.16 Provisions, Contingent Liabilities and Contingent Assets

Provisons involoving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resouces. Contingent Liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recongnized nor disclosed in the financial statements.

2.19 The MCA Vide Notification dated 24th March 2021 has amended Schedule III to the Companies Act, 2013 in respect of certain disclosers are applicable from 1st April, 2021. The Company incorporated the changes as per the said amendment in the

(I) The Companies has no transactions with Companies Struck off under section 248 of the Companies Act, 2013 or Section 560 of the Companies Act,1956 during the year

(ii) The Company has not traded or invested in Crypto Currency or Virtual Currency during the year.

(iii) The Company do not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami Property.

(iv) The Company do not have any charge or satisfaction which is yet to be registered with ROC beyond the statutory period.

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company have not received any funds from any person(s) or entity(ies). Including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vii) The Company does not have any loans and advances in the nature of loans to promoters, directors, KMP and other related parties.

RGMG & CO.
New Delhi
Chartered Accountants

1.18 Disclosure as per Accounting Standard - 18 on 'Related Party Disclosures'

Following are the related parties and transactions made with them during the year.

- Key Management Personnel (KMP) : Mr. Sanjay Manocha
  Director of the Company : Ms. Archna Manocha
  Director's Son Mr. Siddartha Manocha
  Director's Son Mr. Aryan Manocha

- Entities in which KMP/Relatives of KM : M S Medicals Private Limited
  can exercise significant influence : Manocha Medical Private Limited

Detail of related party transactions during the year ended 31 March, 2024

(in Rs.000)

	2024	2023
Salary		
Mr Sanjay Manocha	3600.00	3600.00
Mr. Siddartha Manocha	1100.00	900.00
Ms. Archna Manocha	2400.00	2400.00
Ms. Aryan Manocha	-	600.00
Purchase of Good		
M S Medicals Medical Private Limited	703.00	5868.69
Sceptre Medical Devices Private Limited	32.03	3767.09
Sale of Goods		
M S Medicals Medical Private Limited	71672.27	79758.70
Sceptre Medical Devices Private Limited	84.25	91.10
Balance outstanding at the end of the year		
M S Medicals Medical Private Limited	8301.30 Dr	10589.37 Dr
Sceptre Medical Devices Private Limited	18.85 Dr	264.84 Dr

1.19 Detail of Current Maturities of Long Term Borrowings as below:

		Long Term	Short Term	Total
1	SIDBI-	53821.00	18235.00	72056.00
8	HDFC Loan	6681.37	300.00	6981.37
9	BOI Car Loan-Luxus	2887.40	600.00	3487.40
10	AXIS BANK	-	390.93	390.93
		63389.77	**19525.93**	**82915.70**

1.4 Key Financial Ratios are as below:

In Rs.,000

Sr.No	Ratio	Current Year Numerator	Current Year Denominator	Current Year Ratio	Previous Year Numerator	Previous Year Denominator	Previous Year Ratio	% Variance
1	**Current Ratio**							
	Current Assets / Current Liabilities							
	Current Assets							
	Inventories	41365.60			40953.64			
	Trade receivable	47143.62			22625.52			
	Cash and cash equivalents	4776.26			14231.94			
	Short-term loans and advances	4604.04			4322.39			
	Other Current Assets	632.29			962.47			
	Total	**98521.82**			**83095.97**			
	Current Liabilities							
	Trade payables		9284.25			21227.63		
	Short Term Loans		19525.93			15029.32		
	Other current liabilities		12241.85			10238.19		
	Provision for Taxation		6020.24			-		
	Total		**47072.27**	**2.09**		**46495.14**	**1.79**	17.11
2	**Debt-Equity Ratio**							
	Total Debts / Shareholders Equity							
	Debts							
	Long-term borrowings	63389.77			68149.39			
	Short-term borrowings	19525.93			15029.32			
		82915.70			**83178.71**			
	Shareholders Equity							
	Share Capital		11719.44			11719.44		
	Reserve and surplus		79740.08			62878.17		
			91459.52	**0.91**		**74597.61**	1.12	-18.69
3	**Debt Service Coverage Ratio**							
	Earning available for debts service / Debts Service							
	Earning for Debts Services							
	Net Profit before Taxes	24401.86			1376.34			
	Add: Depreciation	6758.14			7629.18			
	Interest	6531.00			5413.42			
	Total	**37691.00**			**14418.93**			
	Debts Service							
	Interest Payment		6531.00			5413.42		
	Principal =Short Term & Long -term		19525.93			15029.32		
			26056.93	**1.45**	**0**	**20442.74**	0.705	105.08
4	**Return on Equity Ratio**							
	Net Profit after Taxes / Shareholder Equity							
	Net Profit After Tax	17901.86			1315.15			
		17901.86			**1315.15**			
	Shareholders Equity							
	Share Capital		11719.44			11719.44		
	Reserve and surplus		79740.08			62878.17		
			91459.52	0.1957		**74597.61**	0.018	1010.25

RGMG & CO.
New Delhi
Chartered Accountants

5	**Inventory Turnover Ratio**							
	Cost of Goods Sold/Sales							
	Average Inventory							
	Cost of Goods Sold							
	Cost of Material Consumed	67498.86			59645.86			
	Purchase of Stock-in-Trade	60506.64			35431.21			
	Change in Inventory of Stock	1369.54			13672.19			
	Custom Duty	28.86			49.46			
	Power & Fuel	1806.33			1310.00			
	Fee & Taxes	402.94			131.34			
	Total	**131613.17**			**110240.08**			
	Average Stock							
	Opening Stock		40953.64			43284.41		
	Closing Stock		41365.60			40953.64		
	Total		**82319.24**			**84238.05**		
	Average Turnover		**41159.62**	3.1976		**42119.03**	2.62	22.17
6	**Trade Receivable Turnover Ratio**							
	Net Credit Sales							
	Average Accounts Receivable							
	Net Credit Sales							
	Sales less Sales Return	222371.82			176019.72			
		222371.82			**176019.72**			
	Average Account Receivable							
	Opening Balance		22625.52			13603.37		
	Closing Balance		47143.62			22625.52		
	Average Account Receivable		**34884.57**	6.3745		**18114.45**	9.717	-34.40
7	**Trade Payable Turnover Ratio**							
	Net Credit Purchases							
	Average Accounts Payable							
	Net Credit Purchases							
	Purchases less Purchases Return	129787.00			106402.68			
	Total	**129787.00**			**106402.68**			
	Average Account Payable							
	Opening Balance		21227.63			17155.94		
	Closing Balance		9284.25			21227.63		
	Average Account Payable		**30511.88**			**38383.57**		
			15255.94	8.5073		**19191.78**	5.544	53.45
8	**Net Capital Turnover Ratio**							
	Net Sales							
	Net Working Capital							
	Net Sales	222371.82			176019.72			
	Net Working Capital							
	Current Assets		98521.82			83095.97		
	Less: Current Liabilities		47072.27			46495.14		
			51449.55	4.3221		**36600.82**	4.809	-10.13
9	**Net Profit Ratio**							
	Net Profit							
	Sales							
	Net Profit (After Taxes)	**17901.86**			1315.15			
	Sales		222371.82	0.0805		176019.72	0.007	977.47

RGMG & CO.
New Delhi
FRN-[illegible]
Chartered Accountants

10	**Return on Capital Employed**							
	Earning before Interest and Taxes / Capital Employed							
	Earning before Interest and Taxes							
	Net Profit	24401.86			1376.34			
	Add: Interest	6531.00			5413.42			
	Total	**30932.87**			**6789.76**			
	Capital Employed							
	(Total Assets -Current Liabilities)							
	Total Assets		208611.06			195051.83		
	Less: Current Liabilities		-47072.27			-46495.14		
			255683.33	0.121		**241546.97**	0.028	330.39
11	**Return on Investment**							
	Profit / Investment	-152.50			-			
			1402.50	(10.87)		-	-	-

Reason for Variance

1 There is no significant change in the key financial ratio (Less than 25%)
2 There is no significant change in the key financial ratio (Less than 25%)
3 There is increased in Earning for Debts Services, Therefore ratio increased
4 There is increased in Profit after Tax, Therefore ratio increased
5 There is no significant change in the key financial ratio (Less than 25%)
6 There is increased in sales, Therefore ratio increased.
7 Purchase is decreased and Average Account Payable is decreased, therefore ratio is increased.
8 There is no significant change in the key financial ratio (Less than 25%)
9 Net Profit is increased as well as sales is also increased, therefore ratio is increased.
10 Net Profit is increased, therefore ratio is increased.
11 Loss in current year and no income in previous year, ,therefore no Comparison made.

RGMG & CO. New Delhi FRN: [illegible] Chartered Accountants

Notes on Financial Statement for the year ended 31st March, 2024

In Rs.,000

	2024	2023

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation

2. SHARE CAPITAL

	2024	2023
Authorized Share Capital :		
2000000 Equity shares of Rs.10/- each	20000.00	20000.00
(Previous Year 200000 Equity Shares)		
Issued,Subscribed and Paid up :		
1171944 Equity Shares of Rs.10/- each fully paid up	11719.44	11719.44
(Previous Year 1171944 Equity Shares of Rs.10/- each)		
Total	**11719.44**	**11719.44**

The details of Shareholders holding more than 5% Shares:

Name of the Sharholders	2024		2023	
	No. of Share	% held	No. of Share	% held
Sanjay Manocha	609055	51.97	609055	51.97
Archna Manocha	522264	44.56	522264	44.56
Siddharth Manocha	40625	3.47	40625	3.47

The details of Shareholding of Promoters:

Name of the Sharholders	2024		2023	
	No. of Share	% held	No. of Share	% held
Sanjay Manocha	609055	51.97	609055	51.97
Archna Manocha	522264	44.56	522264	44.56

The Reconcilation of the numbers of shares outstanding is set out below:

	2024	2023
Equity Shares at the beginning of the year	1171944	1171944
Add: Share Issued during the year	-	-
Equity Shares at the end of the year	1171944	1171944

Terms/rights attached to Equity Shares

The company has only one class of equity shares having a par value of Rs.10 per share. All these shares have same rights and preferences with respect to payment of dividend, repayment of capital and voting.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferentail amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

3. RESERVES AND SURPLUS

	2024	2023
Share Premium Account		
As per Last Balance Sheet	8250.48	8250.48
Add: During the year	-	-
Total(A)	**8250.48**	**8250.48**
Profit & Loss Account		
As per Last Balance Sheet	54627.69	53251.92
Add: Profit for the year	17022.04	1569.68
Less: Previous Year Adjustment	160.14	193.91
Total(B)	**71489.60**	**54627.69**
Grand Total (A+B)	**79740.08**	**62878.17**

Notes on Financial Statement for the year ended 31st March, 2024

In Rs.,000

	2024	2023
4.LONG TERM BORROWINGS		
Term Loan -Working Capital (SIDBI)	53821.00	57456.00
Business Term Loan	6681.37	7233.33
Term Loan against Vehicle	2887.40	3460.06
Total	**63389.77**	**68149.39**

Security

(i) SIDBI Working Capital Loan secured by mortgage of Factoy Building & Plant & Machinery.

(ii) Term Loan against Vehicle is secured by hypothecation of Vehicle.

	2024	2023
5. DEFERRED TAX LIABILITY (Net)		
Deferred Tax Liability		
Related to Fixed Assets	6689.51	5809.69
Total	**6689.51**	**5809.69**

	2024	2023
6.SHORT TERM BORROWINGS		
Term Loan -Working Capital (SIDBI)	18235.00	13631.44
Business Term Loan	300.00	760.88
Term Loan against Vehicle	990.93	637.00
Loan from Related Parties	-	-
Total	**19525.93**	**15029.32**

Security

(i) SIDBI Working Capital Loan secured by mortgage of Factoy Building & Plant & Machinery.

(ii) Term Loan against Vehicle is secured by hypothecation of Vehicle.

	2024	2023
7. TRADE PAYABLES		
(i)Micro, Small and Medium Enterprises		
-Less Than 1 Year	8790.72	20412.26
-1-2 Years	-	815.37
-2-3 Years	-	-
- More than 3 Years	-	-
(ii)Others	-	-
(iii) Disputed Dues-MSME	493.53	-
(iii) Disputed Dues-Others	-	-
Total	**9284.25**	**21227.63**

	2024	2023
8.OTHER CURRENT LIABILITIES		
Statutory Dues Payable	2998.52	1114.87
Salary Payable	1802.07	2390.57
Expenses Payable	1417.48	952.96
Other Current Liabilities	4628.14	-
Advance From Customer	1276.98	4058.61
Security Depsoits	118.66	1721.18
Total	**12241.85**	**10238.19**

	2024	2023
9.SHORT TERM PROVISIONS		
Income Tax Provisions	6020.24	-
Total	**6020.24**	-

RGMG & CO. New Delhi FRN-[illegible]329N Chartered Accountants

10. FIXED ASSETS

In Rs.,000

Particulars	Original Cost				Depriciation				Net Book Value	
	As at 01.04.24	Addition	Deletion	As at 31.03.23	As at 01.04.23	For the Year	Adjusted	Total 31.03.24	As at 31.03.24	As at 31.03.23
TANGIBLE ASSETS:										
Factory Building	38951.07	-	-	38951.07	3850.37	776.72	-	4627.09	34323.98	35100.70
Plant & Machinery	37895.37	2923.04	-	40818.41	9552.06	2460.62	-	12012.68	28805.73	28343.31
Computer	1548.20	155.05	-	1703.25	1132.12	235.57	-	1367.69	335.56	416.08
Furniture & Fixture	4465.61	1533.27	-	5998.88	1039.82	521.52	-	1561.34	4437.54	3425.79
Delivery Van	1153.34	-	-	1153.34	171.27	137.02	-	308.29	845.05	982.07
Vehicle	13453.10	172.00	-	13625.10	5096.58	1518.30	-	6614.87	7010.23	8356.52
Office Equipment	5867.67	1408.24	-	7275.90	2448.84	1069.54	-	3518.38	3757.53	3418.83
Total (A)	**103334.35**	**6191.59**	**-**	**109525.95**	**23291.06**	**6719.28**	**-**	**30010.34**	**79515.60**	**80043.30**
INTANGIBLE ASSETS:										
Computer Software	192.11	-	-	192.11	116.20	38.85	-	155.05	37.06	75.91
Total(B)	**192.11**	**-**	**-**	**192.11**	**116.20**	**38.85**	**-**	**155.05**	**37.06**	**75.91**
									-	-
Grand Total	**103526.46**	**6191.59**	**-**	**109718.06**	**23407.26**	**6758.14**	**-**	**30165.39**	**79552.66**	**80119.21**
Previous Year	101443.15	2083.32	-	103526.46	15778.08	7629.18	-	23407.26	80119.21	85665.07

RGMG & CO.
New Delhi
Chartered Accountants

Notes on Financial Statement for the year ended 31st March, 2024

In Rs.,000

	2024	2023
11.NON CURRENT INVESTMENTS		
Investment in Properties	29717.03	30429.71
Total	**29717.03**	**30429.71**
12.OTHER NON CURRENT ASSETS		
Security Depsoit	819.55	1406.96
Total	**819.55**	**1406.96**
13.INVENTORIES		
Stock-in-Trade	41365.60	40953.64
Total	**41365.60**	**40953.64**
14. TRADE RECEIVABLE		
(Unsecured and Considered Good)		
(i)Undisputed Trade Receivable-Considered Good		
-Less Than 6 Months	45020.54	19724.33
-6 Months-1Year	857.11	807.17
-1 -2 Years	740.18	1894.01
-2 -3 Years	525.79	200.02
-More than 3 Years	-	-
(ii)Undisputed Trade Receivable-Considered Doubtful	-	-
(iii)Disputed Trade Receivable-Considered Good	-	-
(v)Disputed Trade Receivable-Considered Doubtful	-	-
Total	**47143.62**	**22625.52**
15. CASH AND CASH EQUIVALENTS		
Balance with Banks	1391.30	292.48
Cash in Hand	152.88	814.69
FDR with Banks	3232.08	13124.76
Total	**4776.26**	**14231.94**
16. Short Term Loans & Advances		
[Unsecured-Considered Good (Unless Otherwise Stated)]		
Advance Agt Purchase	3294.90	3625.13
Other Advance	142.88	488.25
Security Deposit	748.87	-
Prepaid Expense	417.40	209.01
Total	**4604.04**	**4322.39**
17.OTHER CURRENT ASSETS		
[Unsecured-Considered Good (Unless Otherwise Stated)]		
VAT Refundable	105.10	105.10
GST Input Credit	212.62	676.35
TDS net of Tax	-	181.03
I T Refund	181.03	-
GST Not Reflected	133.55	-
Total	**632.29**	**962.47**

RGMG & CO. New Delhi Chartered Accountants

Notes on Financial Statement for the year ended 31st March, 2024

In Rs.,000

	2024	2023
18. REVENUE FROM OPERATIONS		
Sale of Products	241238.46	192810.83
Less: Inter Unit Transfer	18866.64	16791.11
Total	**222371.82**	**176019.72**
19. OTHER INCOME		
Interest on FDR	429.86	174.15
Reimbursement-Govt Schemes	1381.81	1785.26
Loss on sale of Investment	-152.50	-
Total	**1659.17**	**1959.41**
20.COST OF MATERIAL CONSUMED		
Opening Stock	34128.25	22802.65
Add: Purchase during the year	69280.36	70971.47
	103408.61	93774.11
Less: Closing Stock	35909.74	34128.25
Total	**67498.86**	**59645.86**
21. PURCHASE OF STOCK IN TRADE		
Purchases of stock in trade	79373.28	52222.32
Less: Inter Unit Transfer	18866.64	16791.11
Total	**60506.64**	**35431.21**
22. CHANGES IN INVENTORIES OF FINISHED GOODS		
Inventories at the end of the Year	5455.86	6825.39
Inventories at the beginning of the Year	6825.39	20497.59
Total	**1369.54**	**13672.19**
23.EMPLOYEE COST BENEFIT		
Wages, Salary & Incentives	30765.89	33335.64
Contribution to Provident and ESI Fund	1197.86	940.41
Staff Welfare	121.52	202.35
Total	**32085.26**	**34478.40**
24.FINANCE COST		
Bank Charges	95.63	127.56
Bank Interest	6435.38	5285.86
Total	**6531.00**	**5413.42**
25.DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation and Amortisation	6758.14	7629.18
Total	**6758.14**	**7629.18**

RGMG & CO
Chartered Accountants

26.OTHER OPERATING EXPENSES

Custom Duty	28.86	49.46
Consumables	-	81.88
Power & Fuel	1806.33	1310.00
Repair & Maintance Expenses	2375.13	2284.78
Rent	1869.29	970.59
Fright & Courier Charges	2799.54	2275.72
Conveyance & Travelling Expenses	5727.47	3492.55
Communication Expense	104.77	88.90
Office Expenses	585.01	879.61
Printing & Stationery Expenses	504.34	568.13
GST Expenses	178.07	214.07
Insurance Expenses	436.01	216.26
Fee & Taxes	402.94	131.34
Professional Fee	2266.50	2598.54
Testing fee	-	265.98
Packing Expenses	11.80	27.51
Audit Fee	125.00	125.00
Business Promotion	2425.23	2394.86
Discount Allowed	1700.13	315.66
Commission	235.65	1205.57
Water Charges	38.39	26.60
Security Charges	432.05	412.00
Festival Expenses	340.06	106.75
Tender Fee	245.46	-
Website Expenses	241.66	290.77
Total	**24879.68**	**20332.53**

RGMG & CO.
Chartered Accountants

Sceptre Medical (INDIA) Private Limited

14, Central Market, First Floor, Ashok Vihar, Phase-I
New Delhi North West- 110052
CIN: U33112DL2010PTC204626
Email: accounts@sceptremedical.com Telephone: 9811053705

NOTICE

Notice is hereby given that the 14th (Fourteenth) Annual General Meeting of the Members of Sceptre Medical (INDIA) Private Limited will be held on Monday, the 30th day of September 2024 at 09:30 A.M. at the registered office of the Company situated at 14, Central Market, First Floor, Ashok Vihar, Phase-I New Delhi North West- 110052 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon.

2. **RE-APPOINTMENT OF STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION**

   And to consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**

   "RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act,2013 and other applicable provisions of the Act and rules made thereunder, as amended from time to time, M/s. RGMG & CO., Chartered Accountants (FRN: 006329N), were appointed as statutory Auditors of Company to hold office till the conclusion of AGM of the Company to be held in the year 2024 whose term will be completed at the conclusion of this meeting, be and are hereby appointed as Statutory Auditors of the Company for a period of next five years from the Financial Year 2024-2025 to 2028-2029 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

By Order of the Board
For Sceptre Medical (India) Private Limited

Sanjay Manocha
(Chairman)
DIN: 00076997
Place: New Delhi
Date: 05.09.2024

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy or proxies to attend and, on a poll, to vote on his behalf and the proxy need not be a member. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total Share Capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total Share Capital of the Company carrying voting Rights, than such proxy shall not act as a proxy for any other person member.
2. The Notice is being sent to all the Members along with the copy of the Annual Report including the Financial Statements, Boards Report etc.
3. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Sundays between 10.00 A.M. and 2.00 P.M up to the date of the Annual General Meeting.
4. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.

Sceptre Medical (INDIA) Private Limited

14, Central Market, First Floor, Ashok Vihar, Phase-I
New Delhi North West- 110052
CIN: U33112DL2010PTC204626
Email: accounts@sceptremedical.com. Telephone: 9811053705

DIRECTORS REPORT FOR THE FINANCIAL YEAR 2023-2024

To,
The Members,
Sceptre Medical (INDIA) Private Limited

The Board of Directors are pleased to present the 14th (Fourteenth) Annual Report and the Company's Audited Financial Statements for the financial year ended March 31, 2024.

1. **Financial Results**

The Company's financial performance for the year ended March 31, 2024 is summarized below:

Amount in Rs.

	Year Ended 31.03.2024	Year Ended 31.03.2023
Net Sales/ Receipts	222371822	176019724
Total Expenditure	199629127	176602798
Profit before taxes	24401864	1376338
Less: Provision for Tax		
Current Tax	6500000	61190
Deferred Tax	879822	254535
Profit after taxes	17022042	1569683
Earnings per share	15	1

2. **Financial Highlights**

The Highlight of the Company's performance for the year ended 31st March 2024, are as under:
The Profit after Tax is Rs. 17022042 as compared to Rs. 1569683 in the previous year.

3. **Dividend**

The Board of Directors of your Company have not recommended any dividend for the Financial Year ended 31st March 2024.

4. Change in the nature of business and Material changes between the date of the board report and end of financial year.

There has been no change in the nature of business of the Company.

There have been no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this report.

5. **Subsidiary & Associate Company**

As on March 31, 2024, the Company does not have any subsidiary/joint venture/associate companies.

6. **Directors Responsibility Statement**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors confirm that:

i) in the preparation of the annual accounts of the year ended March 31, 2024, the applicable accounting standards have been followed along with proper explanations relating to any material departures, if any;

ii) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2024 and of the profit of the Company for the year ended on that date;

iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

iv) that the Annual Accounts are prepared on a going concern basis;

v) that they have laid down proper internal financial controls to be followed by the company and that internal financial controls are adequate and are operating effectively; and

vi) they have devised proper systems to ensure compliance with the provisions of all applicable laws and these systems are adequate and operating effectively.

7. **Related Party Transactions**

Related party transactions were entered into by the Company during the financial year, which attracted the provisions of section 188 of the Companies Act, 2013. Related party transactions entered by the Company during the financial year were in the ordinary course of business and on arm's length basis which did not conflict with the interest of the Company. Disclosures relating to the same are given in the notes to the financial statement. There were no materially significant transactions made by the company with directors, or other designated persons which may have a potential conflict with the interest of the company at large. Contracts or arrangements entered into with related parties under sections 188(1) during the year disclosed in form AOC-2. **(ANNEXURE-I)**

8. **Corporate Social Responsibility Policy and related Disclosures/Compliances**

The Company does not cross the threshold limit provided under Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social

Responsibility Policy) Rules, 2014 relating to Corporate Social Responsibility, hence CSR is not applicable to the Company.

9. **Risk Management**

The Board has adopted the procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting record, and the timely preparation of reliable financial disclosures.

10. **Internal Financial Controls System and their Adequacy**

The Company has in place adequate systems of internal controls to ensure compliance with policies and procedures, including monitoring procedures to ensure that all assets and investments are safeguarded against loss from unauthorized use or disposition.

11. **Directors and Key Managerial Persons**

There has been no change in the constitution of Board during the period under review. The provisions of Section 203 of the Companies Act, 2013 pertaining to appointment of Key Managerial Personnel are not applicable to the Company

Particulars of remuneration in terms of Section 197(12) of the Act and Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are applicable to listed public companies. Your Company being a private limited company hence the same has not been provided in the report.

12. **Secretarial Audit**

Provisions of Section 204 of the Companies Act, 2013 relating to Secretarial Audit is not applicable to your company.

13. **Auditor and Explanation on Auditor Qualification:**

"**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act,2013 and other applicable provisions of the Act and rules made thereunder, as amended from time to time, M/s. RGMG & CO., Chartered Accountants (FRN: 006329N), were appointed as statutory Auditors of Company to hold office till the conclusion of AGM of the Company to be held in the year 2024 whose term will be completed at the conclusion of this meeting, be and are hereby appointed as Statutory Auditors of the Company for a period of next five years from the Financial Year 2024-2025 to 2028-2029 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

The report of the Statutory Auditors along with notes to Schedules is enclosed to this Report. The statutory Auditors report submitted by them does not contain any qualifications, reservations, adverse remarks or disclaimers on the financial statements of the Company for the financial year 2023-2024.

14. Number of meetings of the Board

15 Meetings of the Board of Directors were held during the year. The meetings were held on 04-04-2023, 19.05.2023 30.06.2023, 20.07.2023 02.08.2023, 09.08.2023 04.09.2023, 18.09.2023, 11.10.2023 04.11.2023, 28.12.2023, 09-01-2024, 14-02-2023, 12.03.2024 29-03-2024. All the directors of the company attended all the meetings.

15. Deposits

The company has not accepted any deposits u/s 73 of Companies Act, 2013 during the year under review.
The Company has not accepted loan from directors or relative of the director of the Company or any other companies during the year.

16. Transfer to Reserve

The Board of Directors does not propose to transfer any profits to any reserve.

17. Significant and Material Orders Passed by the Regulators

During the year under review, there were no significant or material orders which were passed by the regulators or courts or tribunals which may impact the going concern status and company's operation in future.

18. Declaration by Independent Director

Provisions of Section 149 relating to Independent Directors is not applicable to your Company, therefore, no statement on declaration to be given by independent directors is being enclosed herewith.

19. Changes in Share Capital

The paid-up Equity Share Capital as on 31st March 2024 was Rs. 11719440/. There was no change in the share capital of the Company during the year under review.

20. Inter Corporate Loans and Investments

There was no loans, guarantee and investment made by the Company under section 186 of the Companies Act, 2013 during the year, under review and hence the said provisions are not applicable.

21. Transfer of unclaimed/unpaid amount to Investor Education and Protection Fund

Pursuant to provisions of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, ('Rules'), the dividend which remains unclaimed or unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company and shares on which dividend are unclaimed or unpaid for a consecutive period of seven years or more are liable to be transferred to IEPF.

The company has never declared dividends, so no amount remains unpaid and hence the provisions are not applicable to your company.

22. **Particulars regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Expenditure**

Since the company does not carry out any manufacturing activity, the particulars relating to conservation of energy, technology absorption and other particulars required pursuant to Section 134(3) (m) read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 are not applicable to your Company.

There were no foreign exchange earnings and expenditures. Therefore the directors have nothing to report on the foreign exchange earnings and outgo pursuant to Section 134(3) (m) of the Companies Act, 2013.

23. **Web Link of Annual Return**

Pursuant to Section 92(3), Company does not have a Website so there is no requirement to give web link of Annual Return of the Company.

24. **Instances of Fraud Reported by the Auditors**

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Act.

25. **Details of establishment of Vigil Mechanism**

The threshold limit provided under Section 177(9) read with Rule 7 of the Companies (Meeting of Board and its Power) Rule, 2014 is not applicable on the Company.

26. **Statutory disclosures**

The directors' responsibility statement as required by section 134(5) of the Companies Act, 2013, reports above.

The provisions of section 148 of the Companies Act, 2013, are not applicable to the Company. Accordingly, there is no requirement of maintenance of cost records as specified under sub-section (1) of section 148 of the Companies Act, 2013.

Pursuant to the legislation 'The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013', the Company has a policy on Prevention of Sexual Harassment at Workplace. During the year under review, no complaint was received from any of the employees,

Neither any application was made nor any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

No loans were taken from banks or Financial Institutions hence there are no disclosure relating to details of difference between the amount of valuation done at the time of one-time settlement and valuation done while taking loan from the Banks or Financial Institutions.

27. **Compliance with Secretarial Standards**

The company has complied with all the provisions of secretarial standards issued by the Institute of Company Secretaries of India in respect of meetings of the board of directors and general meetings held during the year.

28. **Particulars of employees**

Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee is drawing salary more than the limits specified.

29. **Appreciation**

Your directors wish to place on record their sincere appreciation to the shareholders, employees and bankers for their co-operation and support.

By Order of the Board
For Sceptre Medical (India) Private Limited

Sanjay Manocha
Chairman
DIN: 00076997

Place: New Delhi
Date: 05.09.2024

ANNEXURE-I
FORM NO. AOC-2

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

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

S. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	Sceptre Medical Devices Private Limited and related through Director
2	Nature of contracts/arrangements/transactions	Purchase and Sale of Goods
3	Duration of the contracts/arrangements/transactions	One Year
4	Salient terms of the contracts or arrangements or transactions including the value, if any	Value of Transactions: Purchase = Rs 32034 Sale = Rs 84250
5	Date of approval by the Board, if any	04.04.2023
6	Amount paid as advances, if any	-----

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

S. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	M.S. Medicals Private Limited and related through Director
2	Nature of contracts/arrangements/transactions	Purchase and Sale of Goods
3	Duration of the contracts/arrangements/transactions	One Year
4	Salient terms of the contracts or arrangements or transactions including the value, if any	Value of Transaction = Purchase = Rs 702998 Sale = Rs 71672272

5	Date of approval by the Board, if any	04.04.2023
6	Amount paid as advances, if any	------

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

S. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	Mr. Sanjay Manocha Director
2	Nature of contracts/arrangements/transactions	Managerial Remuneration
3	Duration of the contracts/arrangements/transactions	One Year
4	Salient terms of the contracts or arrangements or transactions including the value, if any	Value of Transactions: Rs 3600000
5	Date of approval by the Board, if any	04.04.2023
6	Amount paid as advances, if any	------

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

S. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	Mr. Siddhartha Manocha Director's Son
2	Nature of contracts/arrangements/transactions	Managerial Remuneration
3	Duration of the contracts/arrangements/transactions	One Year
4	Salient terms of the contracts or arrangements or transactions including the value, if any	Value of Transactions: Rs 1100000
5	Date of approval by the Board, if any	04.04.2023
6	Amount paid as advances, if any	------

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

S. No	Particulars	Details
1	Name(s) of the related party and nature of relationship	Ms. Archna Manocha Director
2	Nature of contracts/arrangements/transactions	Managerial Remuneration
3	Duration of the contracts/arrangements/transactions	One Year
4	Salient terms of the contracts or arrangements or transactions including the value, if any	Value of Transactions: Rs 2400000
5	Date of approval by the Board, if any	04.04.2023
6	Amount paid as advances, if any	-----

For and on the behalf of Board of Directors
Sceptre Medical (India) Private Limited

Sanjay Manocha
Chairman
DIN: 00076997
Place: New Delhi
Date: 05.09.2024