

TARINI ENTERPRISES LIMITED

CIN: L51101DL2006PLC148967

**Regd. Office: 3/14A 1st Floor Vijay Nagar,
Double Storey, Delhi-110009**

Phone No.: 011-32601237 Mobile: 9811024165

Email: tarinienterprisespvtltd@gmail.com

**17TH ANNUAL REPORT
2022-2023**

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Corporate Information

Board of Directors	
Mr. Abhay Chand Bardia	Managing Director
Mr. Ravi Prakash Bardia	Non-Executive Director
Mr. Padam Duggar	Independent Director
Mr. Girijesh Surana	Independent Director
Mrs. Bharti Jain	Independent Director
Chief Financial Officer Mr. Rajiv Yadav	
Company Secretary & Compliance Officer Ms. Priyanka Devi	

Auditors V.P. Gupta & Co. Chartered Accountants 288, Ghalib Appartments, Parwana Road, Pitampura, Delhi-110034 Ph. No.: 011-27020321; 011-45521318; 9313675632 Email: info@vpguptaandco.com
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Share Transfer Agent Skyline Financial Services Pvt. Limited D-153 A, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph. No.: 011-26812682,83 Email: viren@skylinerta.com
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Registered Office and Corporate Office 3/14A 1st Floor Vijay Nagar Double Storey, Delhi-110009 Ph. +91 11 32601237 Email: info@tarinienterprises.in CIN: L51101DL2006PLC148967
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NOTICE OF 17TH ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting of the members of **Tarini Enterprises Limited** will be held on Saturday, 30th September, 2023 at 3.00 P.M. at the registered office of the company at 3/14A, 1st Floor, Vijay Nagar, Double Storey, Delhi-110009 to transact the following business: -

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the company for the financial year ended March 31, 2023 together with Reports of the Board of Directors' and Auditors thereon.**
2. **To appoint a Director in place of Mr. Ravi Prakash Bardia(DIN: 00009231), who retires by rotation, and being eligible, offers himself for re- appointment.**

To consider and , if thought fit , to pass the following resolution as an ordinary Business.:

"RESOLVED THAT Mr. Ravi Prakash Bardia (DIN: 00009231), director who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company."

SPECIAL BUSINESS:

3. **Re-appointment of Mr. Abhay Chand Bardia as Managing Director**

To consider and , if thought fit , to pass the following resolution as aSpecial Resolution.:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), and pursuant to article of association of the company and subject to other approvals as may be required, consent of members of the company be and is hereby accorded for reappointment of Mr. ABHAY CHAND BARDIA (DIN: 00009217), as the Managing Director of the company, for a period of three year with effect from 30.09.2023 and payment of such remuneration as may be determined by the board or any of its committee, from time to time , within the maximum Limits of remuneration for Managing Director approved by the members of the company on such terms as set out in foregoing resolution and explanatory statement annexed hereto.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to to do all such acts, deed, things , matters and take all such steps as may be necessary , proper or expedient to give effect to the foregoing resolution ."

NOTES:

- I. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out material facts concerning the business under Item No. 2 and 3 set out above and details under Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.2.5 of the Secretarial Standard on General Meetings, in respect of the Director seeking re-appointment at the Annual General Meeting (AGM) are annexed hereto
- II. A MEMBER TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective, should be duly stamped, completed, signed and must be received at the registered office of the company, not later than 48 hours before the time fixed for commencement of the meeting. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution/ authority, as applicable, issued on behalf of the nominating organization.

A person can act, as a proxy on behalf of the members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights.

- III. A route map giving directions to reach the venue of the 17th Annual General Meeting is given at the end of the Notice.
- IV. Corporate Members intending to send their authorized representatives to attend and vote at the Meeting Pursuant to Section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- V. Members/ Proxies should bring the enclosed Attendance Slip duly filled in, for attending the Annual General Meeting.
- VI. The Register of Members and Share Transfer Books will Remain closed from Sunday, the 24th day of September, 2023 to Saturday, 30th September, 2023 (both days inclusive).
- VII. Members are requested to:
- a) Intimate immediately any change in their address to the Company's Registrar and Share Transfer Agents i.e. Skyline Financial Services Pvt. Ltd. located at D-153/A, First Floor, Okhla Industrial Area, Phase-I, New Delhi-110020.
 - b) Please quote folio number/Client ID, DP ID numbers in all correspondence.
 - c) Consolidate holdings into one folio in case of multiplicity of folios with names in identical orders
- VIII. Members who hold shares in dematerialized form are requested to bring their client ID and DPID numbers for facilitating identification for attendance at the meeting.
- IX. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or RTA for assistance in this regard.
- X. As per Circular No. MRD/DOP/CIR-05/2009 dated May 20, 2009 issued by Securities and Exchange Board of India(SEBI), it is mandatory to quote Permanent account number (PAN) for Participating in the securities market. Therefore, Members holding shares in dematerialized form are requested to submit the PAN Details to the Registrar and Share Transfer Agents of the company and those holding shares in physical form are requested to submit their PAN details to the company / RTA in order to comply with the SEBI guidelines.
- XI. Statutory Registers and documents referred to in the notice and Explanatory statement are open for inspection at the Registered office of the Company on all working days (Monday to Friday) between 11.00 A.M. To 1.00 P.M. up to the date of the Annual General Meeting and will also be available for inspection at the meeting.
- XII. As per SEBI Directions, now the physical instrument should necessarily mention the bank account details of the investors. In view of this, members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or our Registrar cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
- XIII. Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/ Share Registrars and Transfer Agents to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. A form for capturing the additional details is appended at the end of this Annual Report. Members holding shares in physical form are requested to submit the filled in form to the Company. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

- XIV. In line with the measures of Green initiative taken by SEBI, Companies act 2013 also provides for sending notice of the meeting and other shareholder correspondence through electronic mode. Members holding shares in Physical Mode are requested to register their Email ID with the company or its RTA and Members holding shares in demat mode are requested to register their Email ID with their respective Depository Participants (DP).
- XV. If there is any change in the Email ID already register with the company, Members are requested to immediately notify such change to the company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
- XVI. Electronic copy of the notice of the 17th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to the members whose e-mail IDs are registered with the Company/Depository Participant(s) for communication purpose unless any member has requested for a physical copy of the same. For members who have not registered their email IDs, physical copies of the Notice of the 17th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- XVII. Members may also note that the Notice of the 17th Annual General Meeting and the Annual Report for the year ending 31st March 2023 will also be available on the Company's website www.tarinenterprises.in for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection at any time during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon marking a request for the same, by post free of cost.
- XVIII. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- XIX. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.tarinenterprises.in. The Notice can also be accessed on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- XX. In terms of the notification issued by the Securities and Exchange Board of India, equity shares of the Company are under compulsory demat trading by all investors w.e.f. January 29, 2001. Shareholders are therefore advised to dematerialize their shareholding to avoid inconvenience in future.

- XXI. The members are requested to send the transfers, change of address, bank mandates and other related correspondence to the Registrars and Share Transfer Agents, M/s. Skyline Financial Services Pvt. Limited, D-153 A, Okhla Industrial Area, Phase-I, New Delhi-110020.
- XXII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2023.
- XXIII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e., 23rd September, 2023 may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on.
- XXIV. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XXV. Ms. Loveleen Gupta, Company Secretary (Membership No. 5287), Proprietor of M/s. L. Gupta & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XXVI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XXVII. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report 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 result of the voting forthwith.
- XXVIII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.tarinenterprises.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Limited, Mumbai.
- XXIX. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

Place: Delhi

Date: 06.09.2023

By order of the Board of Directors

sd/-

Abhay Chand Bardia

Managing Director

DIN 00009217

A-20 2nd Floor, C C Colony
Rana Pratap Bagh, Malka Ganj, Delhi 110007

Instructions for e-voting

The remote e-voting period begins on Wednesday 27.09.2023 at 9.00 A.M and ends on Friday , 29.09.2023 at 5.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23.09.2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23.09.2023.

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





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

Step 1: Access to NSDL e-Voting systemA) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

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

	<p>remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43</p>

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in Demat mode and shareholders holding securities in physical mode.

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

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

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

	ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

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

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

3. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
4. Now, you will have to click on "Login" button.
5. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to loveleen.cs@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

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

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

update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3 TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. ABHAY CHAND BARDIA AS MANAGING DIRECTOR OF THE COMPANY

The Board of Directors of the Company in their meeting held on 6th September 2023 has approved re-appointment of MR. Abhay Chand Bardia as Managing Director for a period of 3 Year w.e.f. 30th September 2023. However, As per the provisions of 196 (4) of the Companies Act, 2013, such appointment required shareholders approval by way of Special Resolution as Mr. Abhay Chand Bardia have age more than 70 years. Therefore, the Board in compliance of Section 196 of the Companies Act, 2013 to seek the members' approval by way of Special resolution and placed such agenda before the members for their approval.

None of the Directors of the Company is concerned or interested in this item of business.

The resolution as set out in item No. 3 of this notice is accordingly commended for your approval.

Details of Directors seeking appointment/ re-appointment at the AGM

[Pursuant to Regulations 26(4) and 36(3) of the Listing Regulations and Secretarial Standards - 2 on General Meetings]

Information pursuant to Regulation 26(4) & 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 with regard to the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting (Refer Item No 2 of the Notice)

Particulars	Abhay Chand Bardia	Ravi Prakash Bardia
Date of Birth	09.03.1953	11.09.1965
Date of Appointment	20.05.2006	20.05.2006
Qualifications	Graduate	Graduate
Expertise in specific functional areas	He has rich experience Finance and Accounts	By virtue of his background and experience Mr. Ravi Prakash Bardia has an extraordinarily broad and deep knowledge of the non-banking finance industry. He has valuable experience in managing the issue faced by large and complex corporations. His ability to manage different stakeholders, build consensus around divergent issues and lead his team effectively is invaluable to the Company. His rich experience will enable him to provide to the Board with valuable insights to the understanding of complex strategic, operations and financial matters of the industry as well as the Company. His re-appointment will strengthen the Board's knowledge, capability and experience.
Directorship held in other public companies (excluding foreign companies and Section 8 companies)	Nil	NIL
Memberships/ Chairmanships of other committees of other public companies (include only Audit Committee and Stakeholders Relationship Committee)	Nil	NIL
Number of shares held in the Company	1,09,695 Shares	85,680 shares
Relationship between directors/ Key Management Personnel and their relatives	Brother of Mr. Ravi Prakash Bardia, one of director of the Company	Brother of Director, Mr. Abhay Chand Bardia

TARINI ENTERPRISES LIMITED

(CIN: L51101DL2006PLC148967)

Regd. Off:3/14A 1st Floor Vijay Nagar, Double Storey, Delhi-110009

Phone No.: 011-32601237 Mobile: 9811024165

E Mail: tarinienterprisespvtltd@gmail.com

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full Name of the Member Attending _____

Member's Folio No/ Client ID: _____ and DP ID: _____

No. of shares held: _____

Name of Proxy _____

(To be filled in, if the Proxy attends instead of the member)

I hereby record my presence at the 17th Annual General Meeting of the Company, to be held on Saturday, 30thSeptember, 2023 at 3:00 P.M. at its registered office, 3/14A 1st Floor Vijay Nagar, Double Storey, Delhi-110009

.....
Member's / Proxy's Signature

TARINI ENTERPRISES LIMITED

(CIN: L51101DL2006PLC148967)

Regd. Off:3/14A 1st Floor Vijay Nagar, Double Storey, Delhi-110009

Phone No.: 011-32601237 Mobile: 9811024165

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FORM NO. MGT-11**PROXY FORM**

[Pursuant to Section 105(69) of the Companies Act, 2013 and Rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the Member(s): _____

Registered Address: _____

E-mail Id : _____

Folio No./Client Id*: _____

I, being the member of _____ shares of the above named Company, hereby appoint:

Name: _____ Address: _____

E-mail Id: _____ Signature : _____

as my/our proxy to attend and vote (on poll) for me and on my behalf at the 17th Annual General Meeting of the Company to be held on Saturday, September 30, 2023 at 3.00 P.M. at Registered Office of the company at 3/14 A 1st Floor Vijay Nagar, Double Storey, Delhi-110009 and/or at any adjournment thereof in respect of such resolution as are indicated below:

I wish my above proxy to vote in the manner as indicated in the box below:

Resolution N	Description	For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31st March, 2023		
2.	To re-appoint Mr. Ravi Prakash Bardia, director of the Company who retires by rotation.		
3.	To re-appoint Mr. Abhay Bardia as Managing Director		

Signed this ___ day of ___, 2023

(Signature of the Shareholder)_____
(Signature of the Proxy holder (s))Affix Re. 1/- revenue
stamp

TARINI ENTERPRISES LIMITED

(CIN: L51101DL2006PLC148967)

Regd. Off:3/14A 1st Floor Vijay Nagar, Double Storey, Delhi-110009

Phone No.: 011-32601237 Mobile: 9811024165

E Mail: tarinienterprisespvlttd@gmail.com

Route Map to the venue of 17th Annual General Meeting



Director's Report:

Dear Shareholders,

On behalf of the Board of Directors, it is my pleasure to present the 17th Annual Report of Tarini Enterprises Limited ("the Company") together with the Audited Statement of Accounts for the year ended March 31, 2023.

1. Financial Summary or Highlights/Performance of the Company

Summary of the Financial results for the period ended March 31, 2023 are given as under:

Particulars	Amount (Rs. in lacs)	
	FY 2022-23	FY 2021-22
Revenue from Operation	335.95	322.33
Other Income	0	0
Total Revenue	335.95	322.33
Total Expense	279.43	302.51
Profit before exceptional items and tax	56.51	19.82
Exceptional items	0	0
Profit before tax	56.51	19.82
Current tax	23.60	6.42
Deferred tax	0.27	0.12
Profit (Loss) for the period from continuing operations	33.18	13.52
Profit (Loss) for the period	33.18	13.52
Earning Per Equity Share:		
(a) Basic	1.00	0.32
(b) Diluted	1.00	0.32

2. Dividend

Your Directors have considered it financially prudent in the long-term interest of the Company to reinvest the profits to build a strong reserve base and grow the business of the Company. No dividend has, therefore, been recommended for the year ended 31st March, 2023.

3. Transfer to Reserves

During the year under review the Company had incurred profit and accordingly during the year Company has transferred an amount of Rs. 829665 to Statutory Reserve as required (20% of Profit after Tax) under Section 45-IC of The RBI Act, 1934.

4. Corporate Governance

A separate section titled "Report on Corporate Governance" along with the Certificate on Corporate Governance as stipulated under schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed herewith and forms a part of this Report. Further as required under Regulation 17(8) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a certificate from the Managing Director & CFO is being annexed with this Report.

5. Brief Description of the Company's Working During the Year/State of Company's Affair:

Tarini Enterprises Limited ("Company" or "TEL") is a Non Systemically Important Non-Deposit taking Non-Banking Financial Company ("NBFC-ND-NSI"), holding a Certificate of Registration, from the Reserve Bank of India ("RBI"). TEL has also been classified as Base Layer NBFC ("NBFC-BL") by the RBI, vide press release dated September 30, 2022 as per the Scale Based Regulations dated October 22, 2021.

The company has received total revenue of Rs. 335.95 lacs in the current year as compared to Rs. 322.33 lacs /- in the previous year. However, the company has earned the profit of Rs. 33.19 Lacs in the current year as compared to profit of Rs. 10.82 Lacs /- in the previous year. Your directors are trying their level best to increase the profitability in the company and are expected to make more profits in the near future.

The detailed **Management Discussion & Analysis Report** is attached hereto with the Director's Report and should be read as part of this Directors Report.

6. Change in the Nature of Business, if any:

The Company is Non-Banking Financial Company and there is no change in the nature of business.

7. Material Changes and Commitments, if any, Affecting the Financial Position of the Company:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the company i.e. 31st March 2023 and the date of Director's report.

8. Details of Significant and Material Orders passed by the Regulators or Courts or Tribunals:

No such significant orders had been passed by any regulator, courts or tribunals during the financial year 2022-23.

9. Details of Subsidiary/Joint Ventures/Associate Companies:

The Company has no Subsidiary, Joint Venture, or associate Company.

10. Share Capital

The paid up Equity Share Capital as on 31st March, 2023 was Rs. 3.77 Crores. During the year under review, the Company has not issued any shares. The Company has not issued shares with differential voting rights. It has neither issued employee stock options nor sweat equity shares and does not have any scheme to fund its employees to purchase the shares of the Company.

11. Public Deposits

The Company has not accepted any public deposits during the year.

12. Statutory Auditors

At the 16th AGM of the Company held on September 30, 2022, M/s V.P. Gupta & Co., Chartered Accountants (Firm Registration No. 000699N) were appointed as Statutory Auditors of the Company for a period commencing from the conclusion of the 16th AGM till the conclusion of the 21st AGM of the Company to be held in the year 2027.

13. Auditors' Report

There was no qualification, reservation or adverse remark or disclaimer made by the auditor in his report for the financial year 2022-23.

The notes on Accounts referred to in the Auditors Report are self-explanatory and therefore do not call for any further comments.

14. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(A) Conservation of energy:

The Company's operations are not power extensive. The Company is taking every step to conserve and minimize the use of energy wherever possible such as using energy efficient computer terminals, purchasing energy efficient equipment's etc.

(B) Technology absorption:

The Company has not imported any technology during the year 2022-23.

(C) Foreign exchange earnings and Outgo:

There were no inflows and outflows of the foreign exchange during the year.

15. Corporate Social Responsibility (CSR)

As the provisions of Section 135 of the Companies Act, 2013 and the rules thereunder, are not applicable on the Company. Therefore, the Company is not required to comply with the section.

16. Particulars of Employees

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with the Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Disclosures pertaining to remuneration and other details as required are annexed to this report as **Annexure-1**.

17. Directors & Key Managerial Personnel

No change in the composition of the Board of Directors of the Company. However Mrs. Priyanka Devi, was appointed as Company Secretary cum Compliance Officer of the company w.e.f 16.09.2022

18. Committees of the Board of Directors

Detailed in Corporate Governance report annexed to Directors' report.

19. Number of Meetings of the Board of Directors

The Company has conducted Ten (10) Board Meetings in the financial year 2022-23 i.e. on 29.04.2022, 30.05.2022, 06.06.2022, 15.07.2022, 10.08.2022, 06.09.2022, 14.11.2022, 31.12.2022, 14.02.2023, 25.03.2023.

Name of Directors	Attendance
Mr. Abhay Chand Bardia	10
Mr. Ravi Prakash Bardia	10
Mr. Padam Duggar	10
Mr. Girijesh Surana	10
Mrs. Bharti Jain	10

20. Particulars of Loans, Guarantees or Investments

The provisions of Section 186 of the Act pertaining to granting of loans to any persons or bodies corporate and giving of guarantees or providing security in connection with loans to any other bodies corporate or persons and investment in securities of other body corporates are not applicable to the Company since the Company is an NBFC.

21. Particulars of Contracts or Arrangements with Related Parties

The Company has adopted a Policy and a Framework on Related Party Transactions ("RPTs") for the purpose of identification, monitoring and approving such transactions in line with the requirements of the Act and the SEBI Listing Regulations. The RPT Policy is available on the Company's website at www.tarinienterprises.in

All the RPTs that were entered into during FY 2022-23, were in ordinary course of business and on an arm's length basis. There were no transactions requiring disclosure under Section 134(3)(h) of the Act. Hence, the prescribed Form AOC-2 does not form a part of this Annual Report. During the year under review, the Company has not entered into any material Related Party Transactions. The details of RPTs as required to be disclosed by Indian Accounting Standard – 24 on "Related Party Disclosures" specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, are given in the Notes to the Financial Statements.

22. Secretarial Audit Report:

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed M/s. L. Gupta & Associates, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company for FY 2022-23.

The Secretarial Audit Report, in the prescribed Form No. MR-3, is annexed as Annexure 2.

There are no qualifications, reservations or adverse remarks or disclaimers made by M/s. L. Gupta & Associates in their Secretarial Audit Report dated 04.09.2023, on the Secretarial and other related records of the Company, for FY 2022-23.

The Secretarial Audit Report for the financial year ended 31st March, 2023 contain following qualification, reservation, adverse remark or disclaimer:-

The Independent Directors have not registered themselves on Independent Directors Bank and have not cleared the proficiency test as required under Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019

Board hereby clarifies that they have asked the Independent Directors to get them registered in the Data Bank and also to pass the proficiency test. If they still failed to do so, we would change the Independent Directors

23. Risk Management Policy

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

24. Internal Control and their Adequacy

The Company has a proper and adequate internal control system to ensure that all the assets of the Company are safeguarded and protected against any loss and that all the transactions are properly authorized and recorded. Information provided to management is reliable and timely and statutory obligations are adhered to.

25. Internal Financial Control

The company has in place adequate internal financial controls, with reference to financial statements. It has established the management system and policy and integrated framework for managing risk and internal controls. The internal financial controls have been documented and embedded in the business processes. Such controls have been assessed during the year under view and were operating effectively.

26. Declaration by an Independent Directors

The Independent Directors have given declaration stating that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

27. Directors' Responsibility Statement

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory and Secretarial Auditors, including audit of internal financial controls over financial reporting by the Statutory Auditors and the reviews performed by the Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2022-23.

Accordingly, pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

a) In the preparation of the annual accounts, Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) Rules, 2016, notified under Section 133 of the Companies Act, 2013 (the "Act"), other relevant provisions of the Act, guidelines issued by Regulators as applicable to Base Layer NBFC and other accounting principles generally accepted in India have been followed and that there are no material departures therefrom;

b) they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and cash flows of the Company for the year;

c) they had 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;

d) they had prepared the annual accounts on a going concern basis;

e) they had laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating effectively; and

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

The Financial Statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Act, as amended from time to time.

There were Nil frauds reported by the Auditors under Section 143(12) of the Act.

28. Vigil Mechanism/Whistle Blower Policy

The Company has adopted a Whistle Blower Policy, to provide a formal vigil mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee.

29. Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviours of any form and the Board has laid down the directives to counter such acts. The code laid down by the Board is known as "Code Of Business Conduct" which forms an Appendix to the Code. The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the workplace, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behaviour from an employee in a given situation and the reporting structure. All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

30. Safe & Conducive Workplace

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

31. Compliance with Secretarial Standards

The Company is in compliance with SS-1 i.e. Secretarial Standard on Meetings of the Board of Directors and SS- 2 i.e. Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India.

32. Disclosure regarding maintenance of cost records

The company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

33. Other Matters As Per Rule 8(5) Of Companies (Accounts) Rules, 2014

During the Financial year no application has been made and no proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

During the year under review, there was no one time settlement of loan taken from Banks or Financial Institutions and hence the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

34. Following matters were not applicable to the company for the financial year ended March 31, 2023 and thus no comments are required by the board of directors on the same

- i. Disclosure about issue of equity shares with Differential Rights as per Rule 4(4) of Companies (Share Capital and Debentures), Rules, 2014.
- ii. Evaluation of performance of board, committees and individual directors.
- iii. Details of Voting Rights exercised by the employees under Section 67(3)(c) of Companies Act, 2013 read with Rule 16(4) of Companies (Share Capital and Debentures), Rules, 2014.

35. Stock Exchange Listing

The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited. The listing fee for the financial year 2022-23 has been paid to the exchange.

36. Corporate Governance

The Corporate Governance Report, with the Practicing Company Secretaries' Certificate thereon, for the year under review prepared in accordance with the Part C of Schedule V of SEBI Listing Regulations forms part of this Annual Report.

37. Annual Return

As per the requirement of sub-section 3 of the Section 92 of the Companies Act, 2013, the Annual Return of the Company in the prescribed form MGT-7 has been uploaded on the website of the Company at www.tarinenterprises.in under Investor Relations tab.

http://www.tarinenterprises.in/product_photo/MGT%207%202022-23.pdf

38. The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016 during the year along with their status as at the end of the financial year

The Provisions are not applicable on the Company during FY 2022-2023.

39. The details of difference between the amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof.

The Provisions are not applicable on the Company during FY 2022-2023.

40. Acknowledgements

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

TARINI ENTERPRISES LIMITED

sd/-

Abhay Chand Bardia
Director
DIN 00009217
A-20 2nd Floor, C C Colony
Rana Pratap Bagh, Malka Ganj
Delhi 110007

sd/-

Ravi Prakash Bardia
Director
DIN 00009231
A-20 2nd Floor, C C Colony
Rana Pratap Bagh, Malka Ganj
Delhi-110007

Place: Delhi

Date: 06.09.2023

Annexure-1

PARTICULARS OF REMUNERATION**PART A: DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMENDMENT RULES, 2016**

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2022-23 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23:

Name of Directors/ KMPs	Remuneration for Financial Year (In Rs.)		% Increase in remuneration	Ratio of remuneration to median remuneration of all employees
	2022-23	2021-22		
Abhay Chand Bardia	500000	500000	-	-
Ravi Prakash Bardia	-	-	-	-
Padam Duggar	-	-	-	-
Girijesh Surana	-	-	-	-
Bharti Jain	-	-	-	-
Rajiv Yadav	480000	630000	-	-
Priyanka Devi	84000	-	-	-

Remuneration is as per the remuneration policy of the Company.

PART B: DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 [READ WITH RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMENDMENT RULES, 2016]

Top Ten Employees of the Company in terms of remuneration drawn during the Financial Year 2022-23

Name	Designation	Remuneration (in lakhs)	Qualification	Experience (In years)	Age	Date commencement employment	Last employer

FORM MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31 MARCH 2023

[Pursuant to Section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Board of Directors
TARINI ENTERPRISES LIMITED
3/14 A 1st Floor Vijay Nagar, Double Storey,
Delhi-110009

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **TARINI ENTERPRISES LIMITED** (hereinafter called 'the company'). Secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing 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 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 March 2023 ('Audit Period') complied with the statutory provisions listed hereunder and also that the company has proper board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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 March 2023 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;
- (v) The following regulations and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**not applicable to the company during the Audit Period**);
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**not applicable to the company during the Audit Period**);
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**not applicable to the company during the Audit Period**);
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**not applicable to the company during the Audit Period**); and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (**not applicable to the company during the Audit Period**).

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India; and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company is a Non - Banking Financial Company (NBFC) categorized as Investment Company (IC) with the Reserve Bank of India (RBI) and the Company is engaged in the business of providing loan and investment. As confirmed and

certified by the management, following laws are specifically applicable to the Company based on the Sector(s) / Business(es):

- Reserve Bank of India Act, 1934 and rules, regulations and directions issued by RBI, from time to time.

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

I further report that:

- (i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors including a Woman Independent Director. Changes in the composition of Board of Directors that took place during the year under review, were carried out in compliance with the provisions of the Act;

However the Independent Directors have not registered themselves on Independent Directors Bank and have not cleared the proficiency test as required under Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019

- (ii) Adequate notice is given to all Directors to schedule Board Meetings; agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on agenda items before the meeting and for meaningful participation at the meeting;
- (iii) All decisions at Board and/or Committee meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or respective Committee of the Board, as the case may be.

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.

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

Place: Delhi
Date: 04.09.2023

For L. Gupta & Associates
Company Secretaries
s/d-
Loveleen Gupta
Proprietor
CP 4531
UDIN:F005287E000931685
PR Cert No. 2493/2022

ANNEXURE A TO SECRETARIAL AUDITORS' REPORT

To,
The Members,
Tarini Enterprises Limited
CIN: L51101DL2006PLC148967
3/14A 1st Floor, Vijay Nagar Double Storey,
Delhi 110009

MANAGEMENT'S RESPONSIBILITY

1. It is the responsibility of management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

AUDITOR'S RESPONSIBILITY

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.

4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

DISCLAIMER

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

6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

Place: Delhi
Date: 04.09.2023

For L. Gupta & Associates
Company Secretaries
sd/-
Loveleen Gupta
Proprietor
CP 4531
UDIN:F005287E000931685
PR Cert No. 2493/2022

REPORT ON CORPORATE GOVERNANCE**COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

Our Company's philosophy on Corporate Governance envisages attainment of highest levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers and the communities in which we operate. The Company believes that all its actions must serve the underlying goal of enhancing overall shareholder value on a sustained basis.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

CODE OF CONDUCT

The Company has adopted the Code of Conduct which is available on its website www.tarinienterprises.in

The Code of Conduct articulates the Tarini Enterprises Limited's values, ethics and business principles.

POLICY FOR PROHIBITION OF INSIDER TRADING

In compliance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, (as amended from time to time) and to preserve the confidentiality and prevent misuse of Unpublished price sensitive information, the Company has adopted a Code for Prohibition of Insider Trading for Directors/Officers and Designated employees of the Company, relating to dealings by them in the securities of the Company.

BOARD OF DIRECTORS

The Board is at the core of our corporate governance practices and oversees and ensures that the Management serves and protects the long-term interest of all our stakeholders. We believe that an active, well-informed and independent Board is necessary to ensure the highest standards of corporate governance.

SIZE AND COMPOSITION OF THE BOARD

The Company maintains an optimum combination of Executive, Non Executive and Independent Directors. The Board consists of total Five (5) directors on 31st March, 2023, out of which three (3) are independent. Mr. Abhay Chand Bardia is the Managing Director of the Company. The Constitution of the Board as on 31st March 2023 was as follows:

Name of Directors	Indian Public Company	Board Committee		Directorship in other listed entity (Category of Directorship)
		Chairman	Member	
Executive Director				
Mr. Abhay Chand Bardia Managing Director DIN: 00009217	-	-	-	-
Non-Executive Director, Non-Independent Director				
Mr. Ravi Prakash Bardia DIN: 00009231	-	-	-	-
Non-Executive Director, Independent Director				
Mr. Padam Duggar DIN: 02288102	2	-	-	-
Mr. Girijesh Surana DIN: 02535434	-	-	-	-
Ms. Bharti Jain DIN: 07196139	1	-	1	Efficient Industrial Finance Ltd

Notes:

1. Directorships in Indian Public Companies (listed and unlisted) excluding Tarini Enterprises Limited and Section 8 Companies.

2. As required under Regulation 26(1)(b) of the Listing Regulations, the disclosure includes chairmanship/membership of the Audit Committee and Stakeholders' Relationship Committee in Indian Public companies (listed and unlisted) excluding Tarini Enterprises Limited.

3. During financial year 2022-23 none of our Directors acted as Member in more than 10 Committees or as Chairperson in more than 5 Committees across all Indian Public Companies (listed and unlisted), where he/she is a Director. For this purpose, Committee will include only Audit Committee and Stakeholders' Relationship Committee.

4. Mr. Ravi Prakash Bardia, Non-Executive Director, Non-Independent Director is the brother of Mr. Abhay Chand Bardia, Executive Director.

DIRECTORS' ATTENDANCE RECORD

The Company has conducted Ten(10) Board Meetings in the financial year 2022-23 i.e. on 29.04.2022, 30.05.2022, 06.06.2022, 15.07.2022, 10.08.2022, 06.09.2022, 14.11.2022, 31.12.2022, 14.02.2023, 25.03.2023. The Board was duly supplied with the agenda of the meetings incorporating all material information for facilitating meaningful and focused discussions at the meeting. The intervening period between the Board Meetings was well within the maximum time gap of 120 days. Details of attendance of Directors in the Board meeting during the financial year 2022-23 are as under:

Name of Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
Mr. Abhay Chand Bardia	10	10	Yes
Mr. Ravi Prakash Bardia	10	10	Yes
Mr. Padam Duggar	10	10	Yes
Mr. Girijesh Surana	10	10	Yes
Mrs. Bharti Jain	10	10	Yes

INDEPENDENT DIRECTORS' MEETING

As per clause 7 of the schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-independent directors) was held on 25th March, 2023, to discuss:

1. To review the performance of board as a whole
2. To review the performance of board committees
3. To review the performance of chairman
4. To review the performance of independent directors
5. To review the performance of executive directors
6. To assess the quality, quantity and timeliness of flow of information between the company management and the board

All the Independent Directors of the Company were present at the meeting. As required under Regulation 25(7) of Listing Regulations, the Company regularly familiarises Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. which is available on its website www.tarinienterprises.in

SELECTION OF NEW DIRECTORS AND BOARD MEMBERSHIP CRITERIA

The Nomination and Remuneration Committee ('NRC') works with the Board to determine the appropriate qualifications, positive attributes, characteristics, skills and experience required for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. The updated Policy for Appointment and Removal of Directors and determining Directors' Independence is available on our website at www.tarinienterprises.in

DIRECTORS QUALIFICATIONS, SKILLS, EXPERTISE, COMPETENCIES AND ATTRIBUTES

The Board Diversity Policy of the Company requires the Board to have a balance of skills, industry experience, expertise and diversity of perspectives appropriate to the Company which would strengthen the corporate governance structure in the Company.

The Company currently has a right mix of Directors on the Board who possess the requisite qualifications, experience and expertise across multiple domains which facilitates quality decision making and enables them to contribute effectively to the Company in their capacity as Directors of the Company, more specifically in the areas of:

1. Industry Knowledge and experience – knowledge of industry, sector and changes in industry specific policy
2. Knowledge of Company - understand the Company's business, policies, and culture (including its mission, vision, values, goals, current strategic plan, governance structure, major risks and threats and potential opportunities)
3. Technical/Professional Skills and experience in the areas of Finance, Banking, Safety & Corporate Social Responsibility and allied fields, projects, accounting, law, general corporate management and strategy development and implementation to assist the ongoing aspects of the business
4. Behavioral Competencies - attributes and skills to use their knowledge and experience to function well as team members and to interact with key stakeholders.

BOARD EVALUATION

During the year under review, the Board carried out an evaluation of its performance, of its Committees and of individual Directors. During the process, the Board sought feedback from Directors on various aspects of governance and performance. The Board also considered the feedback of the NRC and of the Independent Directors. The NRC and Independent Directors also carried out the review of the Board, the Chairman, Executive Director(s) and the Non-Executive Directors.

BOARD COMMITTEE

AUDIT COMMITTEE

The Audit Committee comprises Mr. Girijesh Surana as the Chairman, Ms. Bharti Jain and Mr. Abhay Chand Bardia. All the members of the Committee have relevant experience in financial matters.

The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process and, inter-alia, performs the following functions:

1. overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statements are correct, sufficient and credible;
2. reviewing and examining with management the quarterly and annual financial results and the auditors' report thereon before submission to the Board for approval;
3. reviewing management discussion and analysis of financial condition and results of operations;
4. reviewing, approving or subsequently modifying any Related Party Transactions in accordance with the Related Party Transaction Policy of the Company;
5. recommending the appointment, remuneration and terms of appointment of Statutory Auditors of the Company and approval for payment of any other services;
6. reviewing and monitoring the auditor's independence and performance and effectiveness of audit process;
7. reviewing management letters / letters of internal control weaknesses issued by the Statutory Auditors;
8. reviewing with management, Statutory Auditors and Internal Auditor, the adequacy of internal control systems;
9. reviewing the adequacy of internal audit function and discussing with Internal Auditor any significant finding and reviewing the progress of corrective actions on such issues;
10. evaluating internal financial controls and risk management systems;
11. reviewing the functioning of the Code of the Company and Whistle Blowing Mechanism;

During Financial Year 2022-23 Four (4) Meetings were held on 30.05.2022, 10.08.2022, 14.11.2022, and 14.02.2023. Details of attendance of Audit Committee during the financial year 2022-23 are as under:

Name of Member	Category	Designation	No. of Meeting attendance
Mr. Girijesh Surana	Non-Executive Independent Director	Chairman	4
Ms. Bharti Jain	Non-Executive Independent Director	Member	4
Mr. Abhay Chand Bardia	Executive Director	Member	4

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee comprises Mr. Girijesh Surana as the Chairman and Mr. Padam Duggar and Mr. Ravi Prakash Bardia as members of the Committee.

The Nomination and Remuneration Committee is responsible for evaluating the balance of skills, experience, independence, diversity and knowledge on the Board and for drawing up selection criteria, ongoing succession planning and appointment procedures for both internal and external appointments.

The role of Nomination and Remuneration Committee, inter-alia, includes:

1. Determine / recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
2. Determine / recommend the criteria for qualifications, positive attributes and independence of Director;
3. Review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, bonuses, stock options, pension etc.;
4. Formulate criteria and carry out evaluation of each Director's performance and performance of the Board as a whole.
5. Recommend to the Board, all remunerations, in whatever form, payable to Senior Management.

The detailed terms of reference of the Nomination and Remuneration Committee is contained in the 'Corporate Governance Code' which is available on the website of the Company at www.tarinienterprises.in.

During Financial Year 2022-23 Three (3) Meetings were held on 25.06.2022, 10.08.2022, 25.03.2023.

Details of attendance of Audit Committee during the financial year 2022-23 are as under:

Name of Member	Category	Designation	No. of Meeting attendance
Mr. Girijesh Surana	Non-Executive Independent Director	Chairman	3
Mr. Padam Duggar	Non-Executive Independent Director	Member	3
Mr. Ravi Prakash Bardia	Non-Executive Non-Independent Director	Member	3

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee comprises Mr. Girijesh Surana as the Chairman and Ms. Bharti Jain and Mr. Abhay Chand Bardia as members of the Committee.

The role of Stakeholders Relationship Committee, inter-alia, includes:

1. Reviews the resolution of the grievances of shareholders, debenture holders and other security holders.
2. Oversees and reviews all matters related to the transfer of securities of the Company and with respect to dividend payments and transfer of unclaimed amounts to the Investor Education and Protection Fund.
3. Recommends measures for overall improvement of the quality of investor services.
4. Suggests and drives implementation of various stakeholder-friendly initiatives.

During Financial Year 2022-23 Three (3) Meetings were held on 25.06.2022, 10.08.2022 and 25.03.2023 .

Details of attendance of Stakeholders Relationship Committee during the financial year 2022-23 are as under:

Name of Member	Category	Designation	No. of Meeting attendance
Mr. Girijesh Surana	Non-Executive Independent Director	Chairman	3
Ms. Bharti Jain	Non-Executive Independent Director	Member	3
Mr. Abhay Chand Bardia	Executive Director	Member	3

DETAILS OF REMUNERATION PAID TO DIRECTORS

The Remuneration Policy for Directors, Key Managerial Personnel and all other employees of the Company ('Remuneration Policy') was approved with respect to remuneration payable to the Managing Director/ Executive

Director and remuneration payable to Senior Management and Key Managerial Personnel. The Remuneration Policy is available on our website www.tarinienterprises.in

Details of remuneration paid to Directors in Financial Year 2022-23 are provided below

Remuneration paid to Executive Directors:

(in lakhs)

Name	Designation	Salary	Other Perquisites	Total
Mr. Abhay Chand Bardia	Managing Director	5	-	5

Sitting fees paid to Non – Executive Directors and Independent Directors:(in lakhs)

Name	Designation	Salary	Other Perquisites	Total
Mr. Ravi Prakash Bardia	Non – Executive Director			
Mr. Padam Duggar	Independent Director		Nil	
Mr. Girijesh Surana	Independent Director			
Mrs. BhartiJain	Independent Director			

GENERAL BODY MEETING

Location and time for the last three Annual General Meetings (AGMs)

Particulars	FY 2021-22	FY 2020-21	FY 2019-20
Day	Friday	Thursday30.09.2021	Monday30.09.2020
Date	30.09.2022	04:00PM	04:00PM
Time	03:00 PM	3/14A, 1st Floor,	3/14A, 1st Floor,
Venue	3/14A, 1 st Floor, Vijay Nagar, Double Storey, Delhi-110009	VijayNagar,DoubleStorey,Delhi-110009	VijayNagar,DoubleStorey,Delhi-110009
Special Resolution through postal ballot	Nil	Nil	Nil

Special Resolutions passed through Postal Ballot:No resolution passed through Postal Ballot

Special Resolutions passed in Extraordinary General Meeting:No resolution passed in Extraordinary General Meeting

MATERIAL SUBSIDIARY COMPANIES

Company has no Material Subsidiary Company.

MEANS OF COMMUNICATION

Timely sharing and disclosure of consistent, comparable, relevant and reliable information on the Company's performance is at the core of its Corporate Governance Policy. Steps taken by the Company in this regard are given below:

FINANCIAL RESULTS

The Company publishes financial results in Financial Express and Jansatta Newspapers. The results are promptly furnished to the Stock Exchanges for display on their respective websites. The results are also uploaded on the website of the Company at www.tarinienterprises.in immediately after the Board Meetings.

ANNUAL REPORT

The Annual Report containing, inter alia, Audited Annual Accounts, Board's Report, Management Discussion and Analysis and other regulatory reports is circulated to the Members and others entitled thereto. The Annual Reports for previous years are also available on the website of the Company at www.tarinienterprises.in

GENERAL SHAREHOLDERS' INFORMATION

Date of Annual General Meeting: September 30, 2023

Time	3:00 PM
Venue	3/14A, 1st Floor, Vijay Nagar, Double Storey, Delhi - 110009
Financial Year	April 1, 2022 to March 31, 2023
Date of Book Closure	Tuesday, the 24th day of September, 2023 to Monday, 30th September 2023 (both days inclusive)
Dividend Payment Date	Nil
Listing of Shares & Stock Code	The Equity Shares of the Company are listed on Metropolitan Stock Exchange of India Stock Symbol TARINIENT Demat ISIN Numbers in NSDL and CDSL INE999P01013

ANNUAL LISTING FEES

The Annual Listing Fees for the financial year 2022-23 have been paid on due dates to Metropolitan Stock Exchange of India.

MARKET PRICE DATA

The High and Low of the share price of the Company at NSE and BSE during each month from April 2022 to March 2023 are given below:

(Face Value of each Equity Share: 10/-)

Date	Metropolitan Stock Exchange of India	
	High	Low
April, 2022	-	-
May, 2022	-	-
June, 2022	-	-
July, 2022	-	-
August, 2022	-	-
September, 2022	-	-
October, 2022	-	-
December, 2022	-	-
January, 2023	-	-
February, 2023	-	-
March, 2023	-	-

SHARE TRANSFER SYSTEM

Pursuant to SEBI Circular Nos. D&CC/FITTC/CIR-15/2002 dated 27.12.2002 and D&CC/FITTC/CIR-18/2003 dated 12.02.2003, M/s. RCMC Share Registry Pvt. Ltd., which is already the Depository Interface of the Company for both National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL'), has been appointed as Registrar and Transfer Agents ('RTA') w.e.f. 31.03.2003 for all the work related to share registry in terms of both physical and electronic holdings. During the financial year 2018-19, the Securities and Exchange Board of India ('SEBI') and Ministry of Corporate Affairs ('MCA') has mandated that existing members of the Company who hold securities in physical form and intend to transfer their securities after April 1, 2019, can do so only in dematerialised form. Therefore, to enable us to serve our Members better, we request our Members whose

shares are in physical mode to dematerialise such shares and to update their bank accounts and email ids with their respective Depository Participant ('DP').

Share transactions in electronic form can be effected in a simpler and faster manner. After a confirmation of a sale/purchase transaction from the broker, shareholders should approach the DP with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the account. There is no need for a separate communication to the Company to register these share transfers.

Shareholders should communicate with Skyline Financial Services Pvt. Limited, the Company's RTA quoting their Folio Number or Depository Participant ID ('DP ID') and Client ID number for any queries to their securities.

Distribution of Shareholding as on March 31, 2023 (PAN Consolidation)

Shareholding of nominal Value	Shareholders		Share Amount	
	Number	% to Total	Rs.	% to Total
Up to 5000	404	76.23	66400	0.20
5001-10000	4	0.75	27520	0.08
10001-20000	9	1.70	113400	0.34
20001-30000	6	1.13	170000	0.50
30001-40000	1	0.19	37500	0.11
40001-50000	3	0.57	142500	0.42
50001-100000	26	4.91	1841400	5.46
100001 and Above	77	14.53	31331030	92.89
Total	530	100	33729750	100

DEMATERIALISATION OF SHARES AND LIQUIDITY

2381725 equity shares of the Company's paid up equity share capital have been dematerialized up to March 31, 2023. Trading in equity shares of the Company is permitted only in dematerialized form as per notification issued by SEBI. To enable us to serve our shareholders better, we have requested Members whose shares are in physical mode to dematerialize such shares and to update their bank accounts and e-mail ids with their respective DPs.

OUTSTANDING GDRS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY

As on March 31, 2023, the Company does not have any outstanding GDRs/ ADRs/ Warrants or any convertible instruments.

TRANSFER OF UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of the Act, read with Investor Education Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, the shares pertaining to which dividend remains unclaimed/unpaid for a period of seven years from the date of transfer to the Unpaid Dividend Account is mandatorily required to be transferred to the Investor Education and Protection Fund ('IEPF') established by the Central Government.

Any person whose unclaimed dividend and shares pertaining thereto has been transferred to the IEPF can claim their due amount from the IEPF Authority by making an electronic application in e-Form IEPF-5. Upon submitting a duly completed form, shareholders are required to take a print of the same and send physical copy duly signed along with requisite documents as specified in the form to the Nodal Officer, at the Registered Office of the Company. The form can be downloaded from the website of the Ministry of Corporate Affairs at www.iepf.gov.in

DESIGNATED E-MAIL ID FOR INVESTOR SERVICES

To serve the investors better and as required under Regulation 46(2)(j) of the Listing Regulations, the Company has a dedicated e-mail address for investor complaints: info@tarinienterprises.in/ tarinienterprisespvtltd@gmail.com which is continuously monitored by the Company's Compliance Officer.

NOMINATION FACILITY

As per the provisions of the Act, facility for making nomination is available to the Members in respect of shares held by them. Nomination forms can be obtained from the Company's RTA by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective DPs. Members holding shares in single name are especially advised to make nomination in respect of their shareholding in the Company and for cancellation and variation of nomination, if they are desirous of doing so.

CHANGE IN PARTICULARS

Members are advised to ensure that details with regard to their address, bank details, email ids, nomination and power of attorney are updated regularly with the RTA/DP.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out a Secretarial Audit to reconcile the total admitted capital with NSDL and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the Stock Exchanges where the Company's shares are listed. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialised form (held with NSDL) and total number of shares in physical form.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

1. Aggregate Number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year – Nil.
2. Number of shareholders who approached listed entity for transfer of shares from suspense account during the year – Nil.
3. Number of shareholders to whom shares were transferred from suspense account during the year – Nil.
4. Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year – Nil.

The voting right on these shares shall remain frozen till the rightful owner(s) of such shares claim(s) the shares.

DISCLOSURES

1. The Company has not entered into any materially significant related party transaction that may have potential conflict with the interests of the Company at large.
2. During the year, there were no other instances of non-compliance by the Company nor have any penalties or strictures been imposed on the Company by the Stock Exchange(s) or SEBI or any Statutory Authority, on any matter related to capital markets.
3. The Company does not have any material subsidiary as defined under the Listing Regulations.
4. The Company has complied with the requirements of Schedule V of the Listing Regulations.
5. The Company is in compliance with the corporate governance requirements specified in Regulations 17 to 27 and 46(2)(i)(b) of the Listing Regulations as applicable with regard to corporate governance.
6. Management Discussion and Analysis is annexed to the Board's Report to the Members and forms part of the Annual Report.
7. Management Discussion and Analysis is annexed to the Board's Report to the Members and forms part of the Annual Report.

OTHER PRACTICES

In addition to the mandatory requirements, the Company has also adopted the following non-mandatory requirements in terms of the Listing Regulations.

- (i) The Internal Auditor reports to the Audit Committee.

VIGIL MECHANISM

For FY 2022-23, the Company had in place, a Whistle Blower Policy ("Policy") establishing a vigil mechanism, which provides a formal mechanism to the Directors and employees to report to the management, concerns about unethical behaviour, actual or suspected fraud or violation of the codes of conduct or policy of the Company.

The mechanism provided for adequate safeguards against victimization of employees and Directors to avail of the mechanism and also provided direct access to the Chairman of the Audit Committee in exceptional cases.

During FY 2022-23, the Company received no whistle blower complaint. No person was denied access to the Chairman of the Audit Committee

MD AND CFO CERTIFICATION

As required by Regulation 17(8) read with Schedule II Part B of the Listing Regulations, the MD and CFO have given appropriate certifications to the Board of Directors.

ADDRESS FOR CORRESPONDENCE:

Registered Office	3/14A 1st Floor Vijay Nagar Double Storey, Delhi-1100 Ph. +91 11 32601237 Email: info@tarinienterprises.in
Corporate Office	3/14A 1st Floor Vijay Nagar Double Storey, Delhi-1100 Ph. +91 11 32601237 Email: info@tarinienterprises.in
Registrar and Transfer Agent	Skyline Financial Services Pvt. Limited D-153 A, Okhla Industrial Area, Phase-I, New Delhi-110020 Ph. No.: 011-26812682,83 Email: viren@skylinerta.com

DISCLOSURES IN RELATION TO SEXUAL HARASSMENT AT WORKPLACE

The disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are given as under:

1. number of complaints filed during the financial year – Nil;
2. number of complaints disposed of during the financial year – Nil;
3. number of complaints pending as on end of the financial year- Nil.

TOTAL FEES PAID TO STATUTORY AUDITORS

Total fees for all services paid or payable by the Company and its subsidiaries during the financial year 2022-23, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part was Rs. 35400/- including the audit fees of 2022-23, paid during current financial year.

GREEN INITIATIVE

As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report, amongst others, to shareholders at their e-mail address previously registered with the DPs and RTAs. Shareholders who have not registered their e-mail addresses so far, are requested to do the same. Those holding shares in demat form can register their e-mail address with their concerned DPs.

Shareholders who hold shares in physical form are requested to register their e-mail addresses with the RTA, by sending a letter, duly signed by the first/sole holder quoting details of their Folio No.

DETAILS OF CORPORATE POLICIES/ CODES

Corporate Social Responsibility and Sustainability Policy	www.tarinienterprises.in
Policy on determination of Material Subsidiaries	www.tarinienterprises.in
Policy on Appointment and Removal of Directors	www.tarinienterprises.in
Policy on Remuneration of Directors, KMPs and other employees	www.tarinienterprises.in
Vigil Mechanism Policy	www.tarinienterprises.in
Code of Conduct	www.tarinienterprises.in
Related Party Transaction Policy	www.tarinienterprises.in
Familiarization programme of Independent Directors	www.tarinienterprises.in

CONFIRMATION OF THE BOARD FOR INDEPENDENT DIRECTORS

Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management.

For and on behalf of the Board of Directors

TARINI ENTERPRISES LIMITED

sd/-

Abhay Chand Bardia
Director
DIN 00009217
A-20 2nd Floor, C C Colony
Rana Pratap Bagh, Malka Ganj
Delhi 110007

sd/-

Ravi Prakash Bardia
Director
DIN 00009231
A-20 2nd Floor, C C Colony,
Rana Pratap Bagh, Malka Ganj
Delhi-110007

Place: Delhi

Date: 06.09.2023

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH
THE CODE OF CONDUCT**

This is to confirm that the Company has adopted the Code of Conduct for its employees including the Managing Director and the Whole-time Directors. The Code is available on the Company's website at www.tarinenterprises.in I confirm that the Company has in respect of the financial year ended March 31, 2023, received from the Senior Management Team of the Company and the Members of the Board, a declaration of compliance with the Code of Conduct as applicable to them. For the purpose of this declaration, Senior Management Team means the Members of the Management one level below the Managing Director as on March 31, 2023.

Date: 06.09.2023

Place: Delhi

sd/-

**Abhay Chand Bardia
Managing Director**

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Tarini Enterprises Limited
3/14A 1st Floor, Vijay Nagar Double Storey
Delhi 110009

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Tarini Enterprises Limited** having CIN: L51101DL2006PLC148967 and having registered office at 3/14A 1st Floor, Vijay Nagar Double Storey, Delhi 110009 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with the Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanations furnished to us by the Company and the respective Directors, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on March 31, 2023 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Serial No.	DIN	Name of Directors	Date of appointment in Company
1	00009217	Abhay Chand Bardia	20/05/2006
2	00009231	Ravi Prakash Bardia	20/05/2006
3	02288102	Padam Duggar	21/05/2012
4	02535434	Girijesh Surana	21/05/2012
5	07196139	Bharti Jain	01/11/2018

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

Place : Delhi
Date :04.09.2023

For L. Gupta & Associates
Company Secretaries
sd/-
Loveleen Gupta
Proprietor
CP 4531
UDIN: F005287E000931586

CERTIFICATE ON CORPORATE GOVERNANCE

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

To,
The Members of
Tarini Enterprises Limited
3/14A 1st Floor, Vijay Nagar Double Storey
Delhi 110009

1. We have examined the compliance of the conditions of Corporate Governance by **Tarini Enterprises Limited** ("Company"), for the year ended on March 31, 2023, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of sub-regulation 2 of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations").
2. The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance stipulated in SEBI Listing Regulations. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us, and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2023 except Uploading of various documents of the company on the website, under Reg. 46 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place: Delhi
Date: 04.09.2023

For L. Gupta & Associates
Company Secretaries
sd/-
Loveleen Gupta
Proprietor
CP 4531
UDIN: F005287E000931619

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**CAUTIONARY STATEMENT**

The management Discussion and Analysis Report may contain certain statements that might be considered forward looking. These statements are subject to certain risks and uncertainties. Actual results may differ materially from those expressed in the statement as important factors could influence Company's operations such as Government policies, economic development, political factors and such other factors beyond the control of the Company.

INDUSTRY OVERVIEW

As per the various regulations of the RBI and other competent authorities governing NBFC activities in India; the NBFC companies can be broadly categorized in the following:

1. Non- banking Financial Company	In terms of the Section 45-I(f) read with Section 45-I(c) of the RBI Act, 1934, as amend in 1997, their principle business is that of receiving deposits or that of as financial institution, such as lending, investment in securities, hire purchase finance or equipment leasing.
Equipment Leasing Company	Equipment leasing of financing of such activity.
a. Hire Purchase Finance Company	Hire Purchase Transaction or financing of such activity.
b. Investment Company	Acquisition of Securities. These include Primary Dealers (DPs) who deal in underwriting and market making for government securities.
c. Loan Company	Providing finance by making loans or advances, or otherwise for any activity other than its own: excludes EI/HP/Housing Finance Companies (HFCs)
d. Residuary Non-Banking Company	Company which receives deposits under any scheme or arrangement by whatever name called, in one lump sum or in installments by way of contributions or subscriptions or by sale of units or certificates or other instruments, or in any manner. These companies do not belong to any of the categories as stated above.
2. Mutual Benefit Financial (MBFC) i.e. Nidhi Company	Any Company which is notified by the Central Government as a Nidhi Company under Section 620A of the Companies Act, 1956.
3. Miscellaneous Non-Banking Company (MNB) Managing, Conducting, or supervising as a Promoter, Foreman, or i.e. Chit Fund Company	Managing, Conducting, or supervising as a Promoter, Foreman or agent of any transaction or arrangement by which the company enters into an agreement with a specified number of subscribers that every one of them shall subscribe a certain sum in installments over a definite period and that every one of such subscribers shall in turn, as determined by tender or in such manner as may be provided for in the arrangement, be entitled to the prize amount.

OUR INDUSTRY SEGMENT

The primary business of our company is making investment in securities and providing loans and advances. The company is registered as a Non-deposit taking Non-Banking Finance Company with RBI. Since the asset size of the company is not more than Rs. 100 crores it is presently Non Systemically Important Non Deposit taking NBFC.

BUSINESS

The Company is engaged in the business of investment in securities and providing loans and advances. The Company is registered with the Reserve Bank of India as an NBFC.

OPPORTUNITIES & THREATS AND RISKS & CONCERN

Over the years, your Company has achieved an appropriate balance between risk and returns by setting up an efficient risk mitigation system to meet various forms of financial and other risks. The primary risks that the company is exposed to credit risk, market risk and operational risk. Deriving from the long years of experience in NBFC sector your company's credit policy framework is designed to provide the right balance between business growth and portfolio quality.

OUTLOOK

From the reports available in public domain, it is believed that the global economic recovery is in its way. It is only hoped that the growth momentum gathers, steam soon and fast.

HUMAN RESOURCE / INDUSTRIAL RELATIONS

The Company recognizes the importance and contribution of its human resources for its growth and development and is committed to the development of its people. The Company has cordial relations with employees and staff. There are no HR relations problems during the year and the Company does not anticipate any material problems on this count in the current year.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has disciplined approach to cost and follows prudential norms in every sphere of its activities. The Profit making is put at the center of decision making. The cost are budgeted, reviewed and monitored. The Company has established internal control systems for ensuring optimum use of resources and safeguarding the assets. The Internal Control Systems and procedure are adequate and commensurate with the size of the Company. These business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and status.

DISCUSSION ON FINANCIAL REVIEW

Results

Particulars	in Thousands	
	For the year ended 31st March 2023	For the year ended 31st March, 2022
Revenue form Operation	33595	32233
Profit before exceptional, extraordinary, a prior period items and tax	5652	1982
Profit for the year	5652	1982

Summarised Profit and Loss Account

Particulars	For the year ended 31st March 2023	For the year ended 31st March, 2022
Revenue from Operation	33595	32233
Other operational income	0	0
Total Revenue	33595	32233
Operating Costs	27943	30251
Profit Before Depreciation, Interest, Tax (PBDIT)	5652	1982
Depreciation	0	0
Profit Before Interest & Tax (PBIT)	5652	1982
Other Income (net)	0	0
Profit before exceptional items	5652	1982
Exceptional items	0	0
Profit Before Tax (PBT)	1982	1982
Current Tax	2360	912

Deferred Tax	-27	-12
Profit for the period from continuous operations	3319	1082
Stature Reserve u/s 45(IA)	830	270
Profit for the period	3319	1082
Basic EPS	1	-

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

To
The Board of Directors
Tarini Enterprises Limited

We, the undersigned, to the best of our knowledge and belief certify that:

(a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2023 and to the best of our knowledge and belief, we state that:

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

(b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's Code of Conduct.

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

(d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:

- (i) significant changes, if any, in the internal control over financial reporting during the year;
- (ii) significant changes, if any, in the accounting policies made during the year and that the same has been disclosed 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 significant role in the Company's internal control system over financial reporting.

Date: 06.09.2023
Place: Delhi

sd/-
Abhay Chand Bardia
Managing Director
DIN: 00009217

sd/-
Rajiv Yadav
Chief Financial Officer



INDEPENDENT AUDITOR'S REPORT

To

The Members of TARINI ENTERPRISES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements **TARINI ENTERPRISES LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2023 and the statement of profit and loss for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as financial statements).

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 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 31st March 2023 and loss 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act,



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2013 and the Rules there under, 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.

Other Information

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report, but does not include the financial statements and our auditor's 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 during the course of our audit or otherwise appears to be materially misstated.

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

Responsibility of Management for Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 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 relevant rules issued there under. 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



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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain 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:

- a. 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 internal control.



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- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal financial control.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- d. 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.
- e. 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 the management 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 the management 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.



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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

1. This Report include a statement on the matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) In our opinion and according to information and explanations given to us, there is no managerial remuneration paid during the year ended March 31, 2023 by the Company to its



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directors. So there is no requirement of reporting of compliance of Section 197 read with Schedule V to the Act; 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 didn't have any pending litigations which would impact its financial position;
- (ii) The Company didn't 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.

Place : NEW DELHI

Date : 30.05.2023

UDIN: 23080557BGYZJI1548

For V.P.GUPTA AND CO.
Chartered Accountants

FRN: 000699N



CA Ved Prakash Gupta

PARTNER

M. No.080557

288, Ghalib Apartments, Parwara Road, Pitampura, Delhi 110034, India

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The Annexure referred to in our report to the members of TARINI ENTERPRISES LIMITED for the year ended 31/03/2023.

On the basis of the information and explanation given to us during the course of our audit, we report that:

- the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- the company is maintaining proper records showing full particulars of intangible assets.
- these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- the title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company.
- the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions(Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- physical verification of inventory has been conducted at reasonable intervals by the management and in opinion of the auditor, the coverage and procedure of such verification by the management is appropriate.
- the company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets
- the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- the company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity.
- no investments were made, guarantees provided, security given that is prejudicial to the company's interest.
- the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, to the promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013.



- in respect of loans, investments, guarantees, and security, provisions of sections 185 and 186 of the Companies Act, is not applicable to the company.
- in respect of deposits accepted by the company or amounts which are deemed to be deposits, the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder, is not applicable to the company.
- the company is not required for maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act.
- the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities .
- there is no transactions that is not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961)
- the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- the company is not a declared wilful defaulter by any bank or financial institution or other lender.
- the company has not applied for term loans for the purpose for which the loans were obtained;.
- the company has not raised funds on short term basis have been utilised for long term purposes.
- the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- no moneys raised by way of initial public offer or further public offer (including debt instruments) during the year .
- the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence the requirements of section 42 and section 62 of the Companies Act, 2013 is not applicable;



- no fraud by the company or any fraud on the company has been noticed or reported during the year;
- no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- the auditor has considered whistle-blower complaints if received during the year by the company.
- the company is not the Nidhi Company and hence this clause is not applicable.
- there has been no default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof.
- all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
- the company has an internal audit system commensurate with the size and nature of its business;
- the reports of the Internal Auditors for the period under audit were considered by the statutory auditor.
- the company has not entered into any non-cash transactions with directors or persons connected with him and if so, the provisions of section 192 of Companies Act have been complied with.
- the company is registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).
- the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and it continues to fulfil the criteria of a CIC.
- the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- there has been no resignation of the statutory auditors during the year.
- on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, the auditor is of the opinion that 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 they fall due within a period of one year from the balance sheet date.



- in respect of other than ongoing projects, the company has 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 sub-section (5) of section 135 of the said Act.
- any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act.
- there have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

Place : NEW DELHI
Date : 30/05/2023

For V.P.GUPTA AND CO.
Chartered Accountants

00006997



Ved Prakash Gupta
Partner

M.No.080557

TARINI ENTERPRISES LIMITED
3/14A 1ST FLOOR, VIJAY NAGAR DOUBLE STOREY, DELHI, DELHI-110009
CIN : L51101DL2006PLC148967
BALANCE SHEET AS AT 31/03/2023

In ₹ Thousands

Particulars	Note No.	as at 31/03/2023	as at 31/03/2022
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	37730	37730
Reserves and surplus	3	457177	453029
Money received against share warrants		-	-
		494907	490759
Share application money pending allotment		-	-
Non-current liabilities			
Long-term borrowings	4	309	424
Deferred tax liabilities (Net)		-	-
Other Long term liabilities		-	-
Long-term provisions		-	-
		309	424
Current liabilities			
Short-term borrowings	5	116	107
Trade payables	6		
Total outstanding dues of micro enterprises and small enterprises		9	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		-	1272
Other current liabilities	7	80	660
Short-term provisions	8	4842	3765
		5047	5804
TOTAL		500263	496987
ASSETS			
Non-current assets			
Property, Plant and Equipment and Intangible Assets			
Property, Plant and Equipment	9	7805	8031
Intangible assets		-	-
Capital work-in-progress		-	-
Intangible assets under development		-	-
		7805	8031
Non-current investments		-	-
Deferred tax assets (net)	10	39	12
Long-term loans and advances		-	-
Other non-current assets		-	-
		7845	8043
Current assets			
Current investments		-	-
Inventories	11	204952	185012
Trade receivables	12	227	885
Cash and cash equivalents	13	2687	(2563)
Short-term loans and advances	14	277442	299031
Other current assets	15	7109	6580
		492418	488944
Accounting Policies and Notes on Accounts	1		
TOTAL		500263	496987

In terms of the attached report of even date

For and on behalf of MCA 21 NO. CO.

CHARTERED ACCOUNTANTS

Firm No. 080557

Vijay Prakash Gupta

(PARTNER)

M. NO. 080557

Place : Delhi

Date : 30.05.2023

For TARINI ENTERPRISES LIMITED

Abhay Chand Bardia

Ravi Prakash Bardia

ABHAY CHAND BARDIA RAVI PRAKASH BARDIA
(DIRECTOR) (DIRECTOR)

(DIN : 00009217)

(DIN : 00009231)

PRIYANKA DEVI
(CS)

RAJIV YADAV
(CFO)

Priyanka

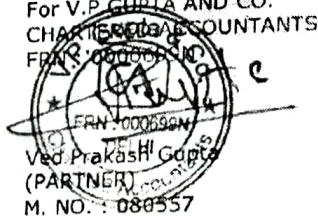
Rajiv

TARINI ENTERPRISES LIMITED
3/14A 1ST FLOOR, VIJAY NAGAR DOUBLE STOREY, DELHI, DELHI-110009
CIN : L51101DL2006PLC148967

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2023
 In ₹ Thousands except earning per share

Particulars	Note No.	In ₹ Thousands except earning per share	
		For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
		33595	32233
Revenue from operations	16	-	-
Other income	17	33595	32233
Total Income			
Expenses			
Cost of materials consumed	18	36230	72895
Purchases of Stock-in-Trade	19	(19940)	(54443)
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	20	3415	4614
Employee benefits expense	21	38	28
Finance costs	22	225	185
Depreciation and amortization expense	23	7975	6973
Other expenses		27943	30251
Total expenses			
Profit before exceptional and extraordinary items and tax		5652	1982
Exceptional items		-	-
Profit before extraordinary items and tax		5652	1982
Extraordinary Items	24	-	-
Profit before tax		5652	1982
Tax expense:	25		
Current tax		2360	912
Deferred tax		(27)	(12)
Profit/(loss) for the period from continuing operations		3319	1082
Profit/(loss) from discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
Profit/(loss) from Discontinuing operations (after tax)		-	-
Profit/(loss) for the period		3319	1082
Earnings per equity share:	26		
Basic		1	-
Diluted		1	-

In terms of our attached report of even date
 For V.P. GUPTA AND CO.
 CHARTERED ACCOUNTANTS
 FRN : 00009217



Place : Delhi

Date : 30.05.2023

For TARINI ENTERPRISES LIMITED

Abhay Chand Bardia

ABHAY CHAND BARDIA
(DIRECTOR)

(DIN : 00009217)

Ravi Prakash Bardia
 RAVI PRAKASH BARDIA
(CS)

Ravi Prakash Bardia

RAVI PRAKASH BARDIA
(DIRECTOR)

(DIN : 00009231)

Rajiv Yadav
 RAJIV YADAV
(CFO)

TARINI ENTERPRISES LIMITED
3/14A 1ST FLOOR, VIJAY NAGAR DOUBLE STOREY, DELHI, DELHI-110009
CIN : L51101DL2006PLC148967
CASH FLOW STATEMENT FOR THE YEAR ENDED 31/03/2023

In ` Thousands

Particular	31/03/2023	31/03/2022
Cash Flows from Operating Activities		
Net Profit Before Tax and Extra Ordinary Items	5652	1982
Adjustment For		
Depreciation	225	185
Foreign Exchange		
Gain or loss of Sale of Fixed assets		
Gain or loss of Investment		
Finance Cost	38	28
Dividend Income		
Other adjustment of non cash Item	189	473
Other adjustment to reconcile Profit		
Total Adjustment to Profit/Loss (A)	452	686
Adjustment For working Capital Change		
Adjustment for Increase/Decrease in Inventories	-19940	-54443
Adjustment for Increase/Decrease in Trade Receivables	658	-692
Adjustment for Increase/Decrease in Other Current Assets	21059	47865
Adjustment for Increase/Decrease in Trade Payable	-1263	-274
Adjustment for Increase/Decrease in other current Liabilities	-572	568
Adjustment for Provisions		
Total Adjustment For Working Capital (B)	-57	-6978
Total Adjustment to reconcile profit (A+B)	395	-6291
Net Cash flow from (Used In) operation	6047	-4309
Dividend Received		
Interest received		
Interest Paid	38	28
Income Tax Paid/ Refund	-642	-646
Net Cash flow from (Used in) operation before Extra Ordinary Items	5367	-4984
Proceeds from Extra Ordinary Items		
Payment for Extra Ordinary Item		
Net Cash flow From operating Activities	5367	-4984
Cash Flows from Investing Activities		
Purchase of Fixed Assets	0	918
Other Inflow/Outflow Of Cash		
Net Cash flow from (Used in) In Investing Activities before Extra Ordinary Items	0	-918
Proceeds from Extra Ordinary Items		
Payment for Extra Ordinary Item		
Net Cash flow from (Used in) In Investing Activities	0	-918
Cash Flows from Financial Activities		
Proceeds From Issuing Shares		
Proceeds From Borrowing	0	424
Repayment Of Borrowing	116	0
Income Tax Paid/Refund		
Net Cash flow from (Used in) In Financial Activities before Extra Ordinary Items	-116	424
Proceeds from Extra Ordinary Items		
Payment for Extra Ordinary Item		
Net Cash flow from (Used In) In Financial Activities	-116	424
Net Increase (decrease) in cash and cash equivalents before effect of exchange rate changes	6251	-5478
Effect of exchange rate change on cash and cash equivalents		
Net Increase (decrease) in cash and cash equivalents	6251	-5478
Cash and cash equivalents at beginning of period	-2563	2914
Cash and cash equivalents at end of period	2687	-2563

In terms of our attached report of even date

For V.P. GUPTA AND CO.
 CHARTERED ACCOUNTANTS
 FRANCHISE NO. 000699



Ved Prakash Gupta
 (Partner & Accounts)

Place : Delhi

Date : 30.05.2023

For TARINI ENTERPRISES LIMITED

ABHAY CHAND BARDIA
 (DIRECTOR)

(DIN : 00009217)

PRIYANKA DEVI
 (CS)

RAVI PRAKASH BARDIA
 (DIRECTOR)

(DIN : 00009231)

RAVI YADAV
 (CFO)

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of Preparation

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material aspects with the Accounting Standards Notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis.

1.2 Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the disclosures of contingent liabilities at the end of the reporting year ended. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

1.3 Fixed Assets & Depreciation

(i) All Fixed Assets have been stated at cost net of accumulated depreciation. Cost includes all expenses incidental to the acquisition and installation of the assets. The cost comprises purchase price, borrowing costs, if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets including day-to-day repair and maintenance expenditure and cost of replacing parts are charged to the Statement of Profit and Loss for the period during which such expenses are incurred.

(ii) Depreciation on tangible fixed assets is calculated on the Written Down Value Method at the rates prescribed in Schedule II of the Companies Act, 2013 on pro rata basis irrespective of cost of individual asset.

(iii) Expenditure during construction period, including trial run expenses and interest on borrowings for projects, till commencement of commercial production are capitalized.

1.4 Valuation of Inventories

Inventories are valued on uniform basis as under:

(i) Raw materials and packing materials are valued at lower of cost or net realisable value. However, these items are considered to be realisable at cost if the finished products, in which they will be used, are expected to be sold at or above cost.

Cost of inventories is computed on FIFO basis.

(ii) Stores & Spares - at cost

(ii) Finished goods - at estimated cost or net realisable value, whichever is less.

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

1.5 Foreign Currency Transactions

(i) Initial recognition

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

(ii) Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.



3
R. P. Bordin



(iii) Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting a company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expenses in the year in which they arise.

1.6 Provisions and Contingent Liabilities

Provisions are recognized in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered probable. Contingent liabilities are shown by way of Notes to Accounts in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered not probable.

1.7 Recognition of Income and Expenditure

Income and expenses are generally accounted for on accrual basis and provisions are made for all known losses and expenses.

1.8 Government Subsidy

Government Subsidy is accounted for as and when received.

1.9 Borrowings Costs

Borrowings costs relating to acquisition or construction of qualifying fixed assets, which take substantial period of time to get ready for its intended use, are also included to the extent they relate to the period till such assets are ready to be put to use. Other borrowings costs are recognized as expenses in the period in which these are incurred.

1.10 Taxes

Tax expenses comprise of current and deferred tax. Current income tax is calculated at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is calculated based on the tax rates and the tax law enacted or substantively enacted at the Balance Sheet date.

1.11 Cash and Cash Equivalent

Cash and Cash Equivalent for the purposes of cash flow statement comprise cash at bank and in hand.

A. P. Gupta

A. P. Gupta



NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2023

Note No. 2 Share Capital

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Authorised		
5500000 (5500000) Equity Shares Equity of ₹ 10/- Par Value	55000	55000
400000 (400000) Preference Shares Preference Of ₹ 10/- Par Value	4000	4000
	59000	59000
Issued		
3372975 (3372975) Equity Shares Equity of ₹ 10/- Par Value	33730	33730
400000 (400000) Preference Shares Preference Of ₹ 10/- Par Value	4000	4000
	37730	37730
Subscribed		
3372975 (3372975) Equity Shares Equity of ₹ 10/- Par Value	33730	33730
400000 (400000) Preference Shares Preference Of ₹ 10/- Par Value	4000	4000
	37730	37730
Paidup		
3372975 (3372975) Equity Shares Equity of ₹ 10/- Par Value Fully Paidup	33730	33730
400000 (400000) Preference Shares Preference Of ₹ 10/- Par Value Fully Paidup	4000	4000
	37730	37730

Note No. 3 Reserve and Surplus

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Capital Reserve - Opening	17220	17220
Addition	0	0
Deduction	0	0
	17220	17220
Special Reserve - Opening	2948	2678
Addition	830	270
Deduction	0	0
	3778	2948
Securities Premium Opening	422760	422760
	422760	422760
Profit and Loss Opening	10100	9019
Amount Transferred From Statement of P&L	3319	1082
	13419	10100
	457177	453029

Note No. 4 Long Term Borrowings

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Term Loan		
Banks		
Yes bank Car Loan	309	424
	309	424

Note No. 5 Short Term Borrowings

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Current maturities of long term borrowings		
Yes bank Car Loan	116	107
	116	107

(Signature)

R. P. Bhardwaj



Note No. 6 Trade Payables

In ₹ Thousands

as at 31/03/2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Not due	
(i) MSME	9	0	0	0	0	9
(ii) Others	0	0	0	0	0	0
(iii) Disputed dues - MSME	0	0	0	0	0	0
(iv) Disputed dues - Others	0	0	0	0	0	0

In ₹ Thousands

as at 31/03/2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Not due	
(i) MSME	0	0	0	0	0	0
(ii) Others	1272	0	0	0	0	1272
(iii) Disputed dues - MSME	0	0	0	0	0	0
(iv) Disputed dues - Others	0	0	0	0	0	0

Note No. 7 Other Current Liabilities

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
	Other payables	
TDS Payable	44	131
Audit Fees Payable	35	30
Director Remuneration Payable	0	500
	80	660

Note No 8 Short Term Provisions

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
	Others	
Provision for Standard Assets and Sub Standard Assets	3311	3123
Provision for Income Tax	1531	642
	4842	3765

A. Singh

R. P. Bhandia



F.Y. 2022-23

TARINI ENTERPRISES LIMITED

9. FIXED ASSETS

Block of Assets / Asset Group	Rate	Gross Block				Depreciation				Net Block		
		01/04/2022	Additions	Sale/Adj.	31/03/2023	01/04/2022	For the Year	Sale/Adj.	Residual Value Adjustment	31/03/2023	31/03/2023	31/03/2022
		Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
NON-DEPRECIABLE ASSETS												
LAND		72,97,700.00	0.00	0.00	72,97,700.00	0.00	0.00	0.00	0.00	0.00	72,97,700.00	72,97,700.00
TANGIBLE ASSETS												
MOTOR VEHICLES												
CAR	31.23%	8,85,371.00	0.00	0.00	8,85,371.00	1,79,537.00	2,20,432.00	0.00	0.00	3,99,969.00	4,85,402.00	7,05,834.00
PLANT AND MACHINERY												
AIR CONDITIONER	18.10%	33,000.00	0.00	0.00	33,000.00	5,744.00	4,933.00	0.00	0.00	10,677.00	22,323.00	27,256.00
Total (Tangible Assets)		9,18,371.00	0.00	0.00	9,18,371.00	1,85,281.00	2,25,365.00	0.00	0.00	4,10,646.00	5,07,725.00	7,33,090.00
Grand Total		82,16,071.00	0.00	0.00	82,16,071.00	1,85,281.00	2,25,365.00	0.00	0.00	4,10,646.00	78,05,425.00	80,30,790.00

(A. S. Singh)

R. P. Bordin



Note No. 10 Deferred Taxes

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Deferred Tax Assets		
Other	39	12
	39	12

Note No. 11 Inventories

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Others		
Other	204952	185012
	204952	185012

Note No. 12 Trade receivables

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Trade Receivable		
Unsecured considered good	227	885
	227	885

Ageing Schedule as at 31/03/2023

Particulars	Outstanding for following periods from due date of payment						Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Not due	

Ageing Schedule as at 31/03/2022

Particulars	Outstanding for following periods from due date of payment						Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Not due	
(i) Undisputed Trade receivables - considered good	692	0	0	0	193	0	885
(ii) Undisputed Trade Receivables - considered doubtful	0	0	0	0	0	0	0
(iii) Disputed Trade Receivables considered good	0	0	0	0	0	0	0
(iv) Disputed Trade Receivables considered doubtful	0	0	0	0	0	0	0

Note No. 13 Cash and cash equivalents

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Cash in Hand	2098	858
Balances With Banks		
Balance With Scheduled Banks	589	(3422)
Current Account	2687	(2563)

Note No. 14 Short-term loans and advances

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
Loans and advances to others		
Unsecured, considered good	277442	299031
other	277442	299031

(Signature)

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R P Bhandari



Note No. 15 Other current assets

In ₹ Thousands

Particulars	as at 31/03/2023	as at 31/03/2022
TDS (2009-2010)	54	54
Income Tax Demand	1179	1179
Security Deposit	50	190
TDS (2010-2011)	113	113
TDS (2011-2012)	318	318
TDS (2016-2017)	148	148
TDS (2017-2018)	561	561
TDS (2018-2019)	542	542
TDS (2020-2021)	826	826
TDS (2021-2022)	964	1606
TDS (2019-2020)	1042	1042
TDS (2022-2023)	1311	0
	7109	6580

Contingent Liabilities and Commitments

In ₹ Thousands

Contingent Liabilities	as at 31/03/2023	as at 31/03/2022
Particulars	0	0

Commitments	as at 31/03/2023	as at 31/03/2022
Particulars	0	0

Note No. 16 Revenue from operations

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Sale of Products	17950	15045
Sale of Services	15645	17188
	33595	32233

Note No. 17 Other income

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
	0	0

Note No. 18 Purchases of Stock-in-Trade

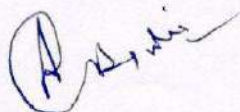
In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Finished Goods	36230	72895
	36230	72895

Note No. 19 Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Opening		
Other	185012	130569
	185012	130569
Closing		
Other	204952	185012
	204952	185012
Increase/Decrease		
Other	(19940)	(54443)
	(19940)	(54443)


R. P. Borkar⁻⁶⁻

Details of Changes in Inventory

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Other Change	(19940)	(54443)
	(19940)	(54443)

Note No. 20 Employee benefits expense

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Salary, Wages & Bonus	2915	4114
Other Employee Related Expenses	500	500
	3415	4614

Note No. 21 Finance costs

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Interest on Car Loan	38	28
	38	28

Note No. 22 Depreciation and amortisation expense

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
	0	0

Note No. 23 Other expenses

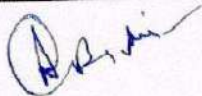
In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Accounting Charges	135	135
Advertising Exp.	3792	3704
Audit fees	35	30
Balance W/Off	2	1
Business Promotion	2598	20
Car insurance	13	0
Car Petrol Expenses	9	79
Commission Paid	0	850
Consultancy & AccounFees	0	500
Conveyance Expenses	8	0
Demat Charges	1	0
Donation	25	36
F & O	225	267
Fee & Subscription	52	51
Filling Fee	13	4
Fine & Penalty	109	12
Listing Fee	71	83
Office expeses	42	61
Office Maintenance	60	45
Postal Expenses	12	25
Printing & stationery	11	47
Professional Fees	242	256
Provision for standard & Sub Standard Asset	189	473
Refreshments Paid at Office	73	86
Rent	180	175
Repair & Maintenance	18	0
STT	61	33
	7975	6973

Note No. 24 Extraordinary Items

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
	0	0



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R.P. Bordin



Note No. 25 Tax expense

In ₹ Thousands

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Current tax		
Current tax	1531	642
Provision U/s 45IC	830	270
Deferred tax	(27)	(12)
	2333	900

Note No. 26 Earnings per equity share

In ₹

Particulars	For the Year Ended 31/03/2023	For the Year Ended 31/03/2022
Earnings Per Equity Share		
Basic	1	0
Diluted	1	0
Number of Shares used in computing EPS		
Basic	3372975	3372975
Diluted	3372975	3372975
Calculations		
Nat profit for dilutive earnings per share	3318657	1081585
Weighted Average Number of shares		
Number of Shares for basic EPS calculation	3372975	3372975

In terms of our attached report of even date
For V. P. GUPTA AND CO.
CHARTERED ACCOUNTANTS
FRN : 000093



Place : Delhi

Date : 30.05.2023

For TARINI ENTERPRISES LIMITED

ABHAY CHAND BARDIA
(DIRECTOR)

(DIN : 00009217)

PRIYANKA DEVI
(CS)

RAVI PRAKASH BARDIA
(DIRECTOR)

(DIN : 00009231)

RAJIV YADAV
(CFO)

27. Contingent Liabilities (not provided for)

There is no claim against the Company, which is to be acknowledged as a debt and there is no other contingent liabilities.

28. Capital and Other Commitments

There is no outstanding capital and other commitments.

29. Payment to Auditors

(Amount in Rs.)

Particulars	2022-23	2021-22
Statutory auditors Statutory audit fees	35400	29500
Total	35400	29500

30. In the opinion of the Board and to the best of their knowledge and belief, the value on realisation of current assets in the ordinary course of business will not be less than the amount at which they are stated in Balance Sheet.

31. The Company had not received intimation from suppliers regarding the status under Micro, Small and Medium Enterprises Development Act 2006 and hence disclosures, if any, relating to amounts unpaid as at the year end together with the interest paid/payable have not been given.

32. Purchase & Sales:

Particulars	2022-23	2021-22
Purchases	36230000	72894537
Sales	33595257	32233153

33. Related Party Disclosures

Related Party disclosures, as required by AS-18

List of related party followed by nature and volume of transactions is given below:

I. List of key management personnel

Whole Time (W.T) Directors of the Company:

- ABHAY CHAND BARDIA

Abhay Chand Bardia

Abhay Chand Bardia



- RAVI PRAKASH BARDIA

II. During the current year, the following transactions were carried out with the related parties in the ordinary course of business:

Nature of Transactions	2022-23	2021-22
Key Management Personnel		
- ABHAY CHAND BARDIA		
Loan Taken	-	-
Loan Repaid	-	-
Director Remuneration	500000	500000
-SAMPAT BARDIA		
Loan Taken	-	-
Loan Repaid	-	-
Rent	240000	240000

34. There is no earning or expenditure in foreign exchange during the year (Previous Year Nil).

35. Title deeds of Immovable Property not held in name of the Company

Title deeds of Immovable Property not held in name of the Company				5	Disclose	No	
Relevant line item in the Balance Sheet	Description of item of Property	Gross Carrying Value Current Year	Gross Carrying Value Previous Year	Title deeds held in the name of	Title Holder	Property held since which date	Reason for not held in the name of the Company
Property, Plant and Equipment	Building	4,500,000	4,500,000	Mr. ABC	Promoter	20-March-2014	Refer note 1

36. Capital Work-in-Progress Aging Schedule

Capital Work-in-Progress Aging Schedule	No
---	----

A. Bardia

R. P. Bardia



CWIP	CWIP Amount in CWIP for a period of			
	Less than 1 year	1 -2 Years	2-3 Years	Total
Projects in progress	0	0	0	0
Projects temporarily suspended				-
Projects in progress	0	0	0	0
Projects temporarily suspended				-

Disclosure for Project Overdue or exceeded its budgeted cost		5	No
CWIP	Project Status	To be Completed	
		Less than 1 year	1 -2 Years
Project 1	In Progress		

37. Intangible assets under development aging Schedule

Intangible assets under development aging Schedule					No
Intangible assets under development	CWIP Amount in CWIP for a period of				
	Less than 1 year	1 -2 Years	2-3 Years	Total	
Projects in progress					-
Projects temporarily suspended					-
Projects in progress					-
Projects temporarily suspended					-

Disclosure for Project Overdue or exceeded its budgeted cost		5	No	
Intangible assets under development	Project Status	To be Completed		
		Less than 1 year	1 -2 Years	More than 3 Years
Project 1				

38. Loans and Advances given to Related Parties

Loans and Advances given to Related Parties			Disclose	Yes
Type of Borrower	Current Period		Previous Period	
	Amount outstanding	% of Total	Amount outstanding	% of Total
Promoters				

A. Sharma

R. P. Bhardwaj



Directors				
KMPs				
Related Parties				
Others 1				
Others 2				
Total	-	0.00%	-	0.00%

Footnote for Loans and Advances given to Related Parties

--

39. Security of Current Assets Against Borrowings

Security of Current Assets Against Borrowings

Tables	3
--------	---

Yes

Reconciliation between Current Assets as per Quarterly statement filed with Bank and Current Asset as per Books of Account

Particulars	June, 2021	September, 2021	March, 2022
Current Assets as per Quarterly Return filed with Bank			0
Add:			
Valuation Difference			
Difference due to Physical verification			
Purchase Bill accounted later			
others 1			
others 2			
Less:			
Valuation Difference			
Difference due to Physical verification			
Sale Bill accounted later			
others 1			
others 2			
Current Assets as per Books of Account	0	0	0

Footnote for Security of Current Assets Against Borrowings

A. Arora

R. P. Bhardwaj



40. Details of Benami Property held

Details of Benami Property held	Tables	3	No
Particulars	Details		
Particulars of Property			
Year of Acquisition			
Amount			
Detail of Beneficiary 1	(Eg. Name)		
Detail of Beneficiary 2	(Eg. Address)		
Detail of Beneficiary 3	(Eg. PAN, Aadhar)		
Property is in the Books, if yes then relevant line item of Balance Sheet			
Property is in the Books, if No then reason for the same			
Proceedings against company			
Nature of Proceedings			
Status of Proceedings			
Company's View on Proceedings			

41. Wilful Defaulter

Wilful Defaulter		
Date of declaration as wilful defaulter	Disclose	
Details of Defaults		

42. Relationship with Struck off Companies

Relationship with Struck off Companies	5		No
Name of struck off Company	Nature of transactions	Balance outstanding Current Year	Relationship with the Struck off company, if any

43. Registration of Charge

Registration of Charge	No

[Handwritten Signature]

R.P. Bhatia



44. Compliance with number of layers of companies

Compliance with number of layers of companies				No
				3
Name of Company	CIN	Relationship	% of Holding	

Footnote for Compliance with number of layers of companies

--

45. Disclosure where company has given loan or invested to other person or entity to lend or invest in another person or entity

				5	
Name of Intermediary	Address	Government ID	Relationship	Nature of Transaction	Amount

Disclosure where company has received fund from other person or entity to lend or invest in other person or entity

Disclosure where company has received fund from other person or entity to lend or invest in other person or entity						No
						5
Name of Funding Party	Address	Government ID	Relationship	Nature of Transaction	Amount	

A. Sharma

R. P. Bordin



46. Undisclosed Income

Undisclosed Income	No

47. CSR Expenditure

CSR Expenditure	No
Particulars	Previous Year
Amount required to be spent by the company during the year	
Amount of expenditure incurred	
Shortfall at the end of the year	
Total of previous years shortfall	
Movement in the provision	

Reason for shortfall

Nature of CSR activities

Details of related party transactions

48. Details of Crypto Currency or Virtual Currency

Details of Crypto Currency	No
Particulars	Previous Year
Profit or loss from Crypto Currency transaction	
Amount of Crypto Currency held as at Balance Sheet date	
Deposits or Advances received for trading or investing in Crypto Currency	
Others 1	
Others 2	

A. Arora

R. D. Bordin



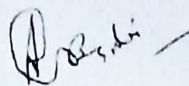
Footnote for Crypto Currency

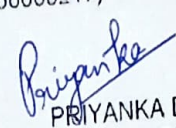
The accompanying notes form an integral part of these financial statements.

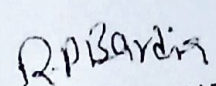
For V.P. GUPTA AND CO.
Chartered Accountants
FRN:0000699N

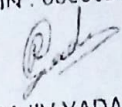


CA Ved Prakash Gupta
PARTNER
M. No.080557
Place : NEW DELHI
Date : 30/05/2023


ABHAY CHAND BARDIA
DIRECTOR
(DIN : 00000217)


PRIYANKA DEVI
(CS)


RAVI PRAKASH BARDIA
DIRECTOR
(DIN : 00009231)


RAJIV YADAV
(CFO)