

DEVGIRI SECURITIES PRIVATE LIMITED

CIN: U64990RJ2023PTC088366

Registered Office: 5, Shivaji Nagar, Civil Lines, Jaipur- 302006

Ph. No. 0141-3118156 E-mail: devgirisecurities@gmail.com

To
The Members of
Devgiri Securities Private Limited
Jaipur

Dear Members

Your Directors have pleasure in presenting their 2nd Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2025.

1. Financial summary or highlights/Performance of the Company

(Rs. In Thousands)			
S. No.	Particulars	31.03.2025	31.03.2024
1	Turnover including other income	572968.51	4619.96
2	Revenue expenditure	186636.27	4376.78
3	Operating profits before dep. & taxation	386332.24	243.18
4	Less: Depreciation	172.96	35.14
5	Less: Provision for taxes	97665.75	25.48
7	Add/Less: deferred tax (Assets/Liabilities)	54.34	26.88
8	Net profit	288439.18	155.68

2. Dividend:

There is net profit of Rs. 288439.18 thousands after providing for taxation during the year, and the Company is in need of the liquid funds, hence, your Directors do not propose any dividend for the period under review.

3. Amounts transferred to reserves

During the period under review, no amount has been transferred to reserves.

4. Brief description of the Company's working during the year/State of Company's affairs

The Company is engaged in sale and purchase of securities, stocks, shares, currencies, derivatives, commodities, debentures, bonds, units or certificates of mutual fund.

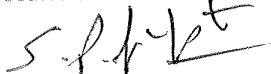
5. Change in the nature of business,

There is no change in the nature of the business during the year.

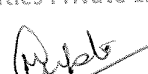
6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

For Devgiri Securities Private Limited


Director/Authorised Signatory

For Devgiri Securities Private Limited


Director/Authorised Signatory

7. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There is no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

8. Deposits (the details relating to deposits, covered under Chapter V of the Act)

There is no such deposit as covered under Chapter V of the Act.

9. Statutory Auditors

M/s Arun Lohiya & Co., Chartered Accountants (Firm Registration number 004771C), were appointed as Auditors of the Company, for a term of 5 (five) consecutive years, at the Annual General Meeting held in 2024. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

10. Auditors' Report

The notes forming part of the accounts referred to in Auditor's Report of the company are self explanatory and, therefore, do not call for any further explanation under the Companies Act, 2013.

11. Share Capital

As on 31st March, 2025, the Authorized share capital of the company is Rs 150,00,00,000 divided into 15,00,00,000 equity shares of Rs. 10 each and the Paid up Share Capital of the Company is Rs. 150,00,00,000 divided into 15,00,00,000 equity shares of Rs. 10/- each during the period under review.

12. Web Link of Annual Return, if any.

Pursuant to Section 134(3)(a) read with Section 92(3) of the Companies Act, 2013, the requirement to place copy of Annual Return for Financial year 2024-25 is applicable to the Company and the same is available under Downloads on <https://devgirisecurities.co.in/>

13. Conservation of energy, technology absorption and foreign exchange earnings and outgo

Information on Conservation of energy as prescribed under Section 134(3) (m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 is not applicable to the present activities of your Company.

(A) Conservation of Energy:

(i) the steps taken or impact on conservation of energy:

The operations of your Company are not energy intensive. However, adequate measures have been initiated to reduce energy consumption.

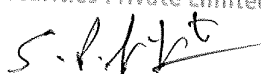
(ii) the steps taken by the company for utilizing alternate sources of energy:

The Company has used alternate source of energy, whenever and to the extent possible

(iii) the capital investment on energy conservation equipments: Nil

(B) Technology Absorption:

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(i) The efforts made towards technology absorption: Technology is a driving force at Devgiri Securities. We leverage technology at every level to drive change across the organization. We use technology to continuously improve our processes to achieve these goals.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable.

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year): The Company has neither purchased within India nor imported any technology.

(iv) The expenditure incurred on Research and Development: The Company has not incurred any expenditure on Research and Development during the year under review.

(C) Foreign Exchange Earnings and outgo:

During the year, there was neither inflow nor outflow of foreign exchange.

14. Corporate Social Responsibility (CSR)

The company is not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during any financial year, therefore the provisions of Section 135 of the Act are not applicable to the company.

15. Directors and Key Managerial Personnel:

The Board of the directors of the company is duly constituted during the period under review, and following are the Directors and KMP of the Company as on 31.03.2025:

Name of the Director	Status/Designations	Date of appointment
Mr. Surya Prakash Gupta	Director	19.06.2023*
Mr. Ashok Gupta	Director	19.06.2023*
Mr. Manish Gupta	Director	16.08.2024**
CS Shrichi Sharma	Company Secretary	11.03.2024

*First Directors of the Company.

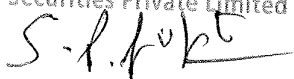
** Mr. Manish Gupta was appointed as the Director of the Company in the Extra-Ordinary General Meeting of the Company held on 16.08.2024.

16. Number of meetings of the Board of Directors

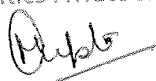
The meetings are convened by giving appropriate notice after obtaining approval of the chairman of the Board. Detailed agenda, management reports and other explanatory reports are circulated in advance for the proper and meaningful decisions at the meetings. During the year under review, 20 Board meetings were held.

The details of the attendance of the meetings are as below:

For Devgiri Securities Private Limited


Director/Authorised Signatory

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S.NO	DATE OF MEETING	TOTAL NUMBER OF DIRECTORS AS ON THE DATE OF MEETING	NUMBER OF DIRECTORS ATTENDED	% OF ATTENDANCE
1.	04/04/2024	2	2	100%
2.	09/04/2024	2	2	100%
3.	16/04/2024	2	2	100%
4.	18/04/2024	2	2	100%
5.	22/04/2024	2	2	100%
6.	24/04/2024	2	2	100%
7.	24/05/2024	2	2	100%
8.	06/06/2024	2	2	100%
9.	08/06/2024	2	2	100%
10.	28/06/2024	2	2	100%
11.	09/07/2024	2	2	100%
12.	29/07/2024	2	2	100%
13.	16/08/2024	3	3	100%
14.	29/08/2024	3	3	100%
15.	03/09/2024	3	3	100%
16.	04/11/2024	3	3	100%
17.	03/12/2024	3	3	100%
18.	14/02/2025	3	3	100%
19.	27/02/2025	3	3	100%
20.	05/03/2025	3	3	100%

17. Information about Subsidiary/Jv/ Associate Company

During the period under review the Company had no associate, joint venture and subsidiary company.

18. Transfer of Unclaimed Dividend to Investor Education and Protection Fund

Since there was no unpaid /unclaimed dividend declared and paid last year, the provisions of section 125 of the Companies Act, 2013 do not apply.

19. Loans, guarantees or investments under section 186

The details of loans, guarantees, security or investments made under section 186 of the Companies Act ,2013 are provided under the financial statements.

20. Particulars of contracts or arrangements with related parties:

Particulars of contracts or arrangements with related parties referred to in sub- section (1) of section 188 are described in the form AOC-2 as per Annexure A.

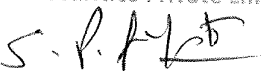
21. Particulars Of Employees

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

22. Risk management policy

There are no such elements of risk, which in the opinion of the Board may threaten the existence of the company during the year.

For Devgiri Securities Private Limited


Director/Authorised Signatory

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23. Directors' Responsibility Statement

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

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

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

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

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

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

24. Internal Control Systems :-

The company's internal control systems are adequate and commensurate with the nature and size of the company and it ensures :

Timely and accurate financial reporting in accordance with applicable accounting standards, Optimum utilization, efficient monitoring, timely maintenance and safety of its assets.

Compliance with applicable laws, regulations and management policies

25. Human Resources And Industrial Relations :-

The company is pleased to report that during the year reporting, the industrial relations were cordial.

26. Declaration by Independent Directors

Being a Private Limited company it does not required to appoint any Independent Director in the Board and company does not have any independent director in the Board, hence disclosure specified in section 134(3)(d) of the companies Act, 2013 relating to Statement by Independent director as is not applicable to the company.

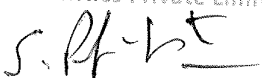
27. Nomination , Remuneration and Stakeholders Relationship Committee

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

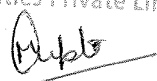
28. Audit Committee

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

For Devgiri Securities Private Limited


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29. Disclosure under the Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has adopted a policy for prevention of sexual harassment at the workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). An Internal Complaints Committee ("ICC") has been duly constituted as per the provisions of the POSH Act to redress complaints regarding sexual harassment at the workplace.

During the financial year under review, the Company has complied with all the provisions of the POSH Act and the rules framed thereunder. Further details are as follow:

1	Number of complaints of Sexual Harassment received in the Year	0
2	Number of Complaints disposed off during the year	0
3	Number of cases pending for more than ninety days	0

30. Maternity Benefit

The provisions of the Maternity Benefit Act, 1961 are not applicable to the Company during the year under review. Hence, no disclosure in this regard is required.

31. Compliance with Secretarial Standards

The Company has complied with the requirements of the Secretarial Standards during the period under review.

32. Particulars of Fraud Reported by the Auditors

During the period under review, no frauds were reported by the auditors of the company under section 143(12) of the Companies Act, 2013.

33. Declaration from Directors

The Company has acquired loan from the Directors and their relatives, and they had given declaration to the Company, stating that the amount so advanced was out of their own funds and not from the borrowed funds.

34. 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.

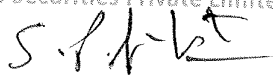
35. Details of application / any proceeding pending under the Insolvency and Bankruptcy Code, 2016

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

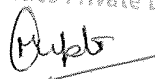
36. Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

As Company has not done any one time settlement during the year under review hence no disclosure is required.

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Director/Authorised Signatory

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Director/Authorised Signatory

37. Acknowledgements

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

By order of the Board of Directors

Place: Jaipur

Date: 21.08.2025

For Devgiri Securities Private Limited

Director/Authorised Signatory

Surya Prakash Gupta
DIN:00589766
Director

For Devgiri Securities Private Limited

Director/Authorised Signatory

Manish Gupta
DIN: 02656120
Director

Annexure A**FORM NO. AOC-2**

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangement/ transaction	Duration of the contracts / arrangements / transaction	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any

By order of the Board of Directors

For Devgiri Securities Private Limited



Director/Authorised Signatory

For Devgiri Securities Private Limited



Director/Authorised Signatory

Place: Jaipur

Date: 21.08.2025

Surya Prakash Gupta

DIN:00589766

Director

Manish Gupta

DIN: 02656120

Director