



**26<sup>TH</sup> ANNUAL REPORT  
2024-2025**

**PATDIAM JEWELLERY LIMITED**

**CIN: L36911MH1999PLC120537**

**Regd. Office: Gala No 102, Bldg No. 1,**

**SEEPZ SEZ, Andheri (E) Mumbai (MH) – 400 096**

**Tel: +22-2829 3455/56; Fax: +22-2829 3459**

**E-mail ID: [cs@patdiam.com](mailto:cs@patdiam.com); Website: [www.patdiam.com](http://www.patdiam.com)**

## **PATDIAM JEWELLERY LIMITED**

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## PATDIAM JEWELLERY LIMITED

### COMPANY INFORMATION

#### BOARD OF DIRECTORS

Samir Kakadia	-	Managing Director
Pravin Kakadia	-	Chairman & Director
Priti Kakadia	-	Women Director
Jayesh Avaiya	-	Independent Director
Prakash Shah	-	Independent Director

#### STATUTORY COMMITTEES

##### AUDIT COMMITTEE

Jayesh Avaiya	-	Chairman
Prakash Shah	-	Member
Priti Kakadia	-	Member

##### NOMINATION & REMUNERATION COMMITTEE

Prakash Shah	-	Chairman
Jayesh Avaiya	-	Member
Priti Kakadia	-	Member

##### STAKEHOLDER'S RELATIONSHIP COMMITTEE

Prakash Shah	-	Chairman
Jayesh Avaiya	-	Member
Priti Kakadia	-	Member

##### CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Prakash Shah	-	Chairman
Jayesh Avaiya	-	Member
Priti Kakadia	-	Member

#### CHIEF FINANCIAL OFFICER

Bharat Kumar Keshavlal Shah

#### COMPANY SECRETARY

Preksha Salecha

#### STATUTORY AUDITORS

##### M/s. Dave & Dave

Chartered Accountants  
316, Gold Mohur Building,  
174, Princess Street, Marine Lines  
Mumbai – 400 002

## **PATDIAM JEWELLERY LIMITED**

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Tel No. 022-22035960 / 22058841

E-mail: cadaveanddave@gmail.com

### **SECRETARIAL AUDITOR**

#### **SKJ & Associates,**

Company Secretaries

21A, 2<sup>nd</sup>Floor, Shankar Seth Building,

380-382 J.S.S. Road, Chira Bazar,

Mumbai – 400002, Maharashtra

Tel. No. 022-2203 7706

E-mail: skjandassociates@gmail.com

### **REGISTRAR & TRANSFER AGENT**

#### **Bigshare Services Private Limited**

Office No S6-2, 6th Floor Pinnacle Business Park,

Mahakali Caves Road, Next to Ahura Centre, Andheri East,

Mumbai – 400093, Maharashtra

Tel. No. 022-6263 8200

E-mail: investor@bigshareonline.com

Website: www.bigshareonline.com

### **REGISTERED OFFICE**

#### **Patdiam Jewellery Limited**

CIN: L36911MH1999PLC120537

Regd. Office: Gala No 102, Bldg No. 1,

SEEPZ SEZ, Andheri (E),

Mumbai – 400 096, Maharashtra

Tel: +22-2829 3455/56

Fax: +22-2829 3459

E-mail ID: account@patdiam.com; cs@patdiam.com

Investor Complaints: investors@patdiam.com; cs@patdiam.com

Website:www.patdiam.com

## PATDIAM JEWELLERY LIMITED

### NOTICE FOR 26<sup>TH</sup> ANNUAL GENERAL MEETING

NOTICE is hereby given that 26<sup>th</sup> Annual General Meeting of **Patdiam Jewellery Limited** will be held on Tuesday, the 30<sup>th</sup> day of September, 2025 at 01.00 P.M. at the Registered Office of the Company at Gala no. 102, Bldg No. 1, SEEPZ SEZ, Andheri East, Mumbai - 400093 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 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Pravin Kakdia (DIN: 00178140), who retires by rotation and being eligible offers himself for re-appointment.

#### **SPECIAL BUSINESS:**

3. Approval for entering into Related Party Transactions by the Company

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

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to enter into the related party transactions by the Company with the respective related parties and for the maximum amounts per annum, as mentioned herein below:

S. No.	Nature of Transactions as per section 188 of the Companies Act, 2013	Name of the Director/KMP who is related and nature of their relationship	Name of the Related Party	Maximum Amounts (Per Annum)
1.	Sale, purchase or supply of any goods / materials	Mr. Samir Kakadia, Managing Director; Mrs. Priti Kakadia, Director & Mr. Pravin Kakadia Chairman and Director are the Partners in the Related entity	M/s Patdiam	Rs. 50,00,00,000/-
2.			M/s Patdiam Jewels	Rs. 10,00,00,000/-

## PATDIAM JEWELLERY LIMITED

3.			M/s. ZM Lifestyle Pvt Ltd	Rs. 5,00,00,000/-
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**RESOLVED FURTHER THAT** the Board of Directors of the Company and/or a Committee thereof, be and is hereby, authorized to do all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings, as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interest of the Company.”

4. Appointment of Mr. Maheshbhai Muljibhai Maniya as an Independent Director.  
To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT**, pursuant to the provisions of sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or reenactment (s) thereof, for the time being in force), read with Schedule IV of the Act and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. Maheshbhai Muljibhai Maniya (DIN: 11269432) who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment, as an Independent Director of the Company for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting and ending at the conclusion of the 31<sup>st</sup> Annual General Meeting of the Company to be held in the year 2030, and who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things, including filing of necessary forms with the Registrar of Companies and intimations with the Stock Exchange(s), as may be necessary, expedient or desirable to give effect to this resolution.”

5. Appointment of Mr. Anuj Manubhai Gabani as an Independent Director.  
To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT**, pursuant to the provisions of sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or reenactment (s) thereof, for the time being in force), read with Schedule IV of the Act and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and

## PATDIAM JEWELLERY LIMITED

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Disclosure Requirements) Regulations, 2015, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. Anuj Manubhai Gabani (DIN:11269325) who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment, as an Independent Director of the Company for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting and ending at the conclusion of the 31<sup>st</sup> Annual General Meeting of the Company to be held in the year 2030, and who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things, including filing of necessary forms with the Registrar of Companies and intimations with the Stock Exchange(s), as may be necessary, expedient or desirable to give effect to this resolution.”

6. Appointment of M/s. SKJ & Associates, Practicing Company Secretary as Secretarial Auditors of the Company for a term of five consecutive years from FY 2025-26 to FY 2029-30 and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

**“RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and on the recommendation of the Audit Committee and approval of Board M/s. SKJ & Associates, Peer Reviewed Practicing Company Secretaries holding Membership No. FCS 6398/CP 6632 be and is hereby appointed as the Secretarial Auditor of the Company to hold office from the conclusion of 27<sup>th</sup> Annual General Meeting till the conclusion of the 31<sup>st</sup> AGM of the Company which will be held in the year 2030 i.e. from the Financial Year 2025-26 to 2029-30 at such remuneration plus applicable taxes and out-of-pocket expenses, as mutually agreed between the Board of Directors of the Company and the Secretarial Auditors.

**RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required and to sign and execute all such documents and papers as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may be considered expedient and necessary in this regard.”

**Registered Office:**

Gala No 102, Bldg No. 1,  
SEEPZ SEZ, Andheri (E),  
Mumbai (MH) – 400 096

Dated:05/09/2025

By Order of the Board of Directors  
For **Patdiam Jewellery Limited**

**Pravin Kakadia**  
**Chairman**  
**Din: 00178140**

## **PATDIAM JEWELLERY LIMITED**

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### **NOTES:**

1. A MEMBER ENTITLED 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. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. A blank Proxy Form is enclosed with this notice and if intended to be used, the form duly completed should be deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Annual General Meeting (AGM). Proxies submitted on behalf of Companies, societies etc. must be supported by appropriate resolution/ authority as applicable.
3. The Members/ Proxies/ Authorized Representative attending the meeting are requested to bring the enclosed Attendance Slip and deliver the same after filling in their folio number at the entrance of the meeting hall. Admission to the Annual General Meeting venue will be allowed only on verification of the signature(s) on the Attendance Slip.
4. Duplicate attendance slip shall not be issued at the AGM venue. The same shall be issued at the Registered Office of the Company up to a day preceding the day of the AGM.
5. Corporate Members are requested to send a duly certified copy of the Board Resolution/ Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting.
6. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.
7. The Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed hereto.
8. As a measure of economy, copies of the Annual Report will not be distributed at the venue of the AGM. The Members are, therefore requested to bring their copies of the Annual Report to the meeting. Those members who have not received copies of Annual Report can collect their copies from the Corporate/ Registered Office of the Company.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 23<sup>rd</sup> September, 2025 to 30<sup>th</sup> September, 2025 (both days inclusive).
10. The members are requested to inform changes, if any, in their Registered Address along with Pin Code Number to the Company at the following Address:  
PATDIAM JEWELLERY LIMITED  
Gala No 102, Bldg No 1,  
SEEPZ SEZ, Andheri (E),  
Mumbai – 400 096 (MH)  
Member whose shareholding is in electronic mode, are requested to direct change of address to their respective depository participant.
11. During the period beginning 24 hours before the time fixed for commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than 3 days' notice in writing is given to the Company.



12. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will also be available for inspection by the members at the AGM.
13. Members desirous of seeking any information relating to the Accounts of the Company may write to the Company at Gala No 102, Bldg No 1, SEEPZ SEZ, Andheri (E), Mumbai – 400 096 (MH) for the attention of Mrs. Preksha Salecha, Company Secretary, at least ten days in advance of the Meeting so that requisite information can be made available at the Meeting.
14. All documents referred to in the Notice will be available for inspection at the Registered Office of the Company during working hours between 10.00 A.M. to 1.00 P.M. except holidays up to the date of AGM.
15. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the members may please contact their respective depository participant.
16. Electronic copy of the Annual Report and Notice of the 26<sup>th</sup> Annual General Meeting of the Company along with Attendance Slip and Proxy Form are being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report and Notice of the 26<sup>th</sup> Annual General Meeting of the Company along with Attendance Slip and Proxy Form are being sent in the permitted mode.
17. Members may also note that physical copies of the Notice of the 26<sup>th</sup> Annual General Meeting and the Annual Report for 2025 will also be available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.
18. Securities and Exchange Board of India (SEBI) & the Ministry of Corporate Affairs (MCA) encourages paperless communication as a contribution to greener environment.  
Members holding shares in physical mode are requested to register their e-mail ID's with 'Bigshare Services Private Limited', the Registrars & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail ID's with their respective Depository Participants (DPs) in case the same is still not registered.  
If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrars & Share Transfer Agents of the Company in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
19. As per Notification issued by Ministry of Corporate Affairs dated 19<sup>th</sup> of March, 2015 with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB and Chapter XC as per SEBI (ICDR) Regulations, 2009 will be exempted from e-voting provisions. Also, no such provision is available in SME Equity Listing Agreement. Company is covered under Chapter XB as it is a SME Company and listed on SME platform of BSE Limited. Therefore Company is not

## PATDIAM JEWELLERY LIMITED

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providing e-voting facility to its shareholders. Voting through ballot paper will only be made available at the AGM.

20. Mr. Satish Kumar Jain Proprietor of SKJ & Associates (FCS 6398/CP 6632) has been appointed as the scrutinizer to act as scrutinizer for the purpose of Annual General Meeting (Ballot Voting in 26th AGM).
21. In view of the amendment made to Section 139 of the Companies Act, 2013 vide the Companies (Amendment) Act, 2017 which is effective from 7th May, 2018, annual ratification of appointment of statutory auditors have been done away with. Hence no resolution has been proposed for the same.
22. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN/Bank Account particulars to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN/Bank Account details to the Company/RTA for registration of transmission/transposition, deletion of name etc.
23. The route map showing directions to reach the venue of the Meeting is annexed.

**Registered Office:**

Gala No 102, Bldg No. 1,  
SEEPZ SEZ, Andheri (E),  
Mumbai (MH) – 400 096

Dated:05/09/2025

By Order of the Board of Directors  
For **Patdiam Jewellery Limited**

**Pravin Kakadia**  
**Chairman**  
**Din: 00178140**

## **PATDIAM JEWELLERY LIMITED**

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The following Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 sets out all material facts relating to the business mentioned in item no. 3, 4, 5 and 6 in the accompanying Notice of the Annual General Meeting.

### **Item No. 3: Approval for entering into Related Party Transactions by the Company**

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between the Related Parties of the Company. The provisions of Section 188(1) of the Companies Act, 2013 that govern the Related Party Transactions, requires that for entering into any contract or arrangement as mentioned herein below with the related party, the Company must obtain prior approval of the Board of Directors and in case transaction specified in Section 188(1) exceeding threshold limit specified in respective rules, prior approval of the shareholders by way of a Special Resolution must be obtained.

In the light of provisions of the Companies Act, 2013, the Board of Directors of your Company has approved the proposed transactions along with annual limit that your Company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013).

The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rules, 2014 are as under:

1) Name of the Related Party:

- M/s Patdiam and
- M/s Patdiam Jewels
- M/s ZM Lifestyle Private Limited

2) Name of the Director or Key Managerial Personnel who is related, if any and Nature of Relationship:

Mr. Samir Kakadia, Managing Director; Mrs. Priti Kakadia, Director & Mr. Pravin Kakadia Chairman and Director are the common Partner in M/s Patdiam and M/s Patdiam Jewels.

3) Nature, material terms and particulars of the contract or arrangement:

Sale and Purchase of Diamond

4) Maximum monetary value involved

- M/s Patdiam and Rs.50,00,00,000/- (Rupees Fifty Crore Only)
- M/s Patdiam Jewels Rs.10,00,00,000/- (Rupees Ten Crore Only)
- M/s ZM Lifestyle Private Limited Rs 5,00,00,000 (Rupees Five Crore Only)

The members are further informed that no member/s of the Company being a related party or having any interest in the resolution as set out at item No. 03 shall be entitled to vote on this special resolution.

The Board of Directors recommends the resolution set forth in item No. 03 for approval of the Members.

Except Promoter Directors and their relatives (to the extent of their shareholding interest in the Company), no other director or Key Managerial Personnel or their relatives, is concerned or interested, financially or otherwise, in passing of this resolution.

**Item No. 4: Appointment of Mr. Maheshbhai Muljibhai Maniya as an Independent Director**

The Board has recommended the confirmation of Mr. Maheshbhai Muljibhai Maniya as an independent director of the Company. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the members of the Company.

Further, under section 149(10), of the Acts provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation pursuant to section 149(13) read with section 152 of the Act.

The above Independent Director has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act, In the opinion of the Board, the above independent Director fulfill the conditions specified in the Act and the Rules made thereunder for appointment as an independent Director and they are independent for the Management.

In compliance with the provisions of section 149 read with schedule IV of the Act, the appointment of the above Director as in independent director is now being placed before the members in general meeting for their approval.

The terms and conditions of the appointment of an independent director shall be open for inspection by the members at the registered office of the company on all working days, except Saturdays, during business hours up to the date of the Meeting.

The Board of Directors recommended the resolution set forth in item no. 4 of the notice for your approval as an Ordinary Resolution.

None of the Director or Key Managerial Personnel of their relative are in any way concerned with or interested, financially or otherwise in said resolution.

**ITEM NO. 5 Appointment of Mr. Anuj Manubhai Gabani as an Independent Director**

The Board has recommended the confirmation of Mr. Anuj Manubhai Gabani as an independent director of the Company. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to approval of the members of the Company.

Further, under section 149(10), of the Acts provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation pursuant to section 149(13) read with section 152 of the Act.

The above Independent Director has given a declaration to the Board that he meets the criteria of independence as provided under section 149(6) of the Act, In the opinion of

the Board, the above independent Director fulfill the conditions specified in the Act and the Rules made thereunder for appointment as an independent Director and they are independent for the Management.

In compliance with the provisions of section 149 read with schedule IV of the Act, the appointment of the above Director as an independent director is now being placed before the members in general meeting for their approval.

The terms and conditions of the appointment of an independent director shall be open for inspection by the members at the registered office of the company on all working days, except Saturdays, during business hours up to the date of the Meeting.

The Board of Directors recommended the resolution set forth in item no. 4 of the notice for your approval as an Ordinary Resolution.

None of the Director or Key Managerial Personnel of their relative are in any way concerned with or interested, financially or otherwise in said resolution.

**ITEM NO. 6 Appointment of M/s. SKJ & Associates, Practicing Company Secretary as Secretarial Auditors of the Company**

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 (the 'Act'), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Every listed company is required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to its Board's report, prepared under Section 134(3) of the Act. Further Pursuant to SEBI Listing Regulations as amended vide Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024, on the basis of the recommendations of Board of Directors, the shareholders of every listed company shall approve the appointment of a Peer Reviewed Practicing Company Secretary as Secretarial Auditor for not more than a term of 5 (five) consecutive years and in case of a Secretarial Audit Firm – not more than two consecutive terms of 5 (five) years.

SKJ & Associates is a leading firm of practicing Company Secretaries with over 20 years of experience and offer a gamut of advisory services across a broad spectrum of practice areas i.e. dealing in matters relating to Company Law, establishment of business (Incorporation and related services), Securities Laws Compliances including Listing and Corporate Restructuring, Joint Ventures, Mergers and Acquisitions, Secretarial Audit and Due Diligence. They also provide liaisoning services with the Registrar of Companies, The National Company Law Tribunal, Regional Director, Stock Exchanges, The Securities and Exchange Board of India and other Statutory Authorities to provide strategic and total secretarial assistance for Corporate Law matters. In view of the above and based on the recommendation of the Audit Committee and the Board of Directors at its meeting held on September 5, 2025, has decided to recommend the appointment of M/s. SKJ & Associates Practicing Company Secretary, holding Membership No. FCS6398/CP 6632 (peer reviewed firm) as a Secretarial Auditor of the Company for a first term of five consecutive years from FY 2025-2026 to FY 2029-2030, after taking into account the

## **PATDIAM JEWELLERY LIMITED**

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eligibility of the firm's qualification, experience, independent assessment, competency and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

The Board recommends the resolution set out at Item No. 6 of the Notice for approval by the Members by way of an Ordinary Resolution. None of the Directors, Key Managerial Personnel (KMP) of the Company or their respective relatives are concerned or interested (financially or otherwise) in this resolution.

**Registered Office:**

Gala No 102, Bldg No. 1,  
SEEPZ SEZ, Andheri (E),  
Mumbai (MH) – 400 096

Dated:05/09/2025

By Order of the Board of Directors  
For **Patdiam Jewellery Limited**

**Pravin Kakadia**  
**Chairman**  
**DIN: 00178140**

## PATDIAM JEWELLERY LIMITED

### ANNEXURE TO THE NOTICE OF ANNUAL GENERAL MEETING

#### DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

*(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015)*

Details of Director seeking Re-Appointment at the forthcoming Annual General Meeting:

Name of Director	Mr. Pravin Kakadia
Date of Birth	01/10/1962
Nationality	Indian
Date of Appointment on the Board	16/09/2000
Shareholding	1069950 Equity Shares (as on 31.03.2025)
Qualification	Graduated in Commerce
Relationship between directors inter-se	Brother of Mr. Samir Kakadia & Brother in law of Mrs. Priti Kakadia
Expertise	Jewellery Manufacturing & Marketing
Name of Companies in which he/she holds directorship	Other Directorship (as on 31.03.2025): – Golden Medows Properties Pvt. Ltd.
Name of Committees of the Companies in which he/ she holds Membership (as on 31.03.2025)	Committee positions held in Company: Nil Committee Positions held in other Public Companies: Nil

Name of the Director	Maheshbhai Maniya	Anuj Manubhai Gabani
Date of Birth	16/11/1976	09/05/1994
Director Identification Number (DIN)	11269432	11269325
Category & Designation	Independent Director	Independent Director
Brief Resume and nature of expertise in specific functional areas and skills and capabilities	14+ years experience in Industry, Extensive Leadership, Business Administration, wide knowledge of Trade, Commerce, Strategy, Corporate affairs, Finance, Public Relations and International trade	He is a qualified B.E Electrical, MBA (Finance). He has vast experience in Finance, Financial Management and Strategy Planning.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None
Directorships held in other Companies	None	None

## PATDIAM JEWELLERY LIMITED

### DIRECTOR'S REPORT

Dear Members,

On behalf of the Board of Directors, it is our pleasure to present the 26<sup>th</sup> Annual Report together with the Audited Statement of Accounts of your Company 'PATDIAM JEWELLERY LIMITED' for the year ended 31<sup>st</sup> March, 2025.

#### FINANCIAL RESULTS

Particular	(Amount in Lakhs)	
	For the F.Y. ended 31/03/2025	For the F.Y. ended 31/03/2024
Revenue& other Income	16,124.00	10650.95
Expenses	1,4503.29	9807.08
<b>Net Profit/(loss) before Exceptional / Extra Ordinary Items/tax</b>	<b>1620.70</b>	<b>843.87</b>
Exceptional Items	-	-
<b>Profit Before Tax</b>	<b>1620.70</b>	<b>843.87</b>
Tax of Previous Year	7.70	4.01
Current Tax	436.00	229.30
Deferred Tax	(13.44)	(6.75)
<b>Net Profit / (Loss) after tax</b>	<b>1190.45</b>	<b>617.31</b>

#### COMPANY'S PERFORMANCE

During the year under review, the Company's sales income increased to Rs. 16,124 Lakhs compared with Rs. 10,650.95 Lakhs in the previous year. Profit before tax increased to Rs. 1620.70 Lakhs compared with Rs 843.87 .Lakhs in the previous year. However, company has gained in the net profit of Rs. 1190.45 Lakhs.

#### COMPLIANCE WITH THE ICSI SECRETARIAL STANDARD:

The relevant Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) related to the Board Meetings and General Meeting have been complied with by the Company.

#### TRANSFER TO RESERVES

The company except its surplus profit has not carried any amount to the reserves during the year.

#### DIVIDEND

Your Directors do not recommend any dividend for the year as the profits earned need to be ploughed back into the operations of the company and will be used for working requirements of the Company.

#### DEPOSITS

Your Company has neither accepted / renewed any deposits from public during the year



## PATDIAM JEWELLERY LIMITED

nor has any outstanding deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

### CHANGE IN THE REGISTERED OFFICE OF THE COMPANY

There was no change in the registered office of the company for the financial year 2024-25.

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The details of Loans, Guarantees, Securities and Investments made during the financial year ended 31<sup>st</sup> March, 2025 are given in the notes to the Financial Statements in compliance with the provisions of Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014.

### SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Your Company had no subsidiaries, Joint Venture or Associate Company during the year under review.

### SHARE CAPITAL

As on 31<sup>st</sup> March, 2025, the issued, subscribed and paid up share capital of your Company stood at Rs. 4,31,70,000/- (Rupees Four Crores Thirty One Lacs Seventy Thousand Only), comprising 43,17,000 (Forty Three Lacs Seventeen Thousand) Equity shares of Rs.10/- each.

The Company has neither not issued shares with differential voting rights nor granted any stock options or issue any sweat equity or issued any Bonus Shares. Further, the Company has not bought back any of its securities during the year under review and hence no details /information invited in this respect.

### EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2025 is available on the Company's website [www.patdiam.com](http://www.patdiam.com).

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188

All transactions with related parties were in the ordinary course of business and at arm's length. The company has not entered into any transaction of a material nature with any of the related parties which are in conflict with the interest of the company.

The details of material contract or arrangement or transaction entered into by the Company with related parties at arm's length basis during the year have been mentioned in the form AOC-2 which is attached as 'Annexure- A'.

All Related Party transactions were placed before the Audit Committee and the Board for Approval.

The Policy of Related party transactions/Disclosures are approved by the Board is posted on the Company's website viz [www.patdiam.com](http://www.patdiam.com).

### DIRECTORS

As per the provisions of the Companies Act, 2013, Mr. Pravin Kakadia, retires by rotation

## PATDIAM JEWELLERY LIMITED

at the forthcoming AGM and being eligible, offers herself for reappointment. The Board recommends her reappointment.

The brief particulars of the Directors seeking appointment /re-appointment at this Annual General Meeting are being annexed to the Report.

Except above, there is no change in constitution of Board.

### KEY MANAGERIAL PERSONNEL

The following persons have been designated as Key Managerial Personnel of the Company pursuant to Section 2(51) and Section 203 of the Act, read with Rule 8(5)(iii) of the Companies (Accounts) Rules, 2014 framed there under.

1. Mr. Samir Kakadia, Managing Director
2. Mr. Bharatkumar Keshavlal Shah, Chief Financial Officer (CFO)
3. \*Ms. Kritika Jain, Company Secretary and Compliance Officer
4. \*Ms. Preksha Salecha, Company Secretary and Compliance Officer

\*Ms. Kritika Jain, has been appointed as Company Secretary and Compliance Officer with effect from 01<sup>st</sup> June, 2024 and resigned as Company Secretary and Compliance Officer with effect from 13<sup>th</sup> November, 2024. Ms. Preksha Salecha has been appointed as Company Secretary and Compliance Officer with effect from 11<sup>th</sup> April, 2025.

### DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The independent directors have submitted the declaration of independence, as required pursuant to sub-section (7) of section 149 of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Act read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR).

### PERFORMANCE EVALUATION OF THE BOARD

Pursuant to the provisions of Section 178 of the Act, read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR), the Board has carried out an Annual Performance Evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees.

In line with effective governance requirements, the Board reviews its own performance annually using a pre-determined template designed as a tool to facilitate the evaluation process. The assessment was built around the functioning of the Board as a whole, its Committees and also the evaluation of Individual Directors.

While the individual directors' performance was reviewed by the Chairman and the rest of the Board excluding the Director being evaluated, the Chairman's and Non-Independent Directors performance was appraised through feedback from Independent Directors.

### DETAILS OF BOARD MEETINGS

The Board met Eight (8) times during the year respectively on 15<sup>th</sup> April, 2024; 29<sup>th</sup> May, 2024; 19<sup>th</sup> June, 2024; 15<sup>th</sup> July, 2024; 5<sup>th</sup> September, 2024; 13<sup>th</sup> November, 2024; 14<sup>th</sup>

January, 2025 and 20<sup>th</sup> March, 2025 in respect of which meetings proper notices were given and the proceedings were properly recorded and signed including the circular resolutions passed in the Minutes Book maintained for the purpose during the financial year. The intervening gap between the meetings was within the period of 120 days as prescribed under the Companies Act, 2013 and Regulation 17 of SEBI Listing Regulations, 2015.

#### **DIRECTORS' RESPONSIBILITY STATEMENTS**

Pursuant to the requirement under section 134 of the Companies Act, 2013, with respect to Directors' Responsibility

Statement, it is hereby confirmed:

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

#### **STATUTORY AUDITORS**

M/s. Dave & Dave, Chartered Accountants, (Firm Registration No. 102163W) was appointed as the Statutory Auditors for a period of 5 years in the 22<sup>nd</sup> Annual General Meeting held on 30.09.2021 i.e. for a period of five years commencing from the conclusion of 22<sup>nd</sup> Annual General Meeting till the conclusion of the 27<sup>th</sup> Annual General Meeting of the Company to be held in the year 2026. The Auditors have confirmed that they are not disqualified from being appointed as Auditors of the Company.

#### **STATUTORY AUDITOR REPORT**

There are no qualifications, reservations or adverse remarks made by Statutory Auditors in their report for the Financial Year ended 31<sup>st</sup> March, 2025. The Report is attached hereto and is self-explanatory requiring no further elucidation.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

#### **INTERNAL AUDITORS**

The Board of Directors of the Company has appointed M/s Shrey Pandey & Associates, Chartered Accountants as Internal Auditors to conduct Internal Audit for the Financial Year ended 31<sup>st</sup> March, 2025.

#### **COST AUDITORS**

The Cost audit of the Company has not been conducted for the financial year 2024-25 as provisions of Section 148 of the Companies Act, 2013 are not applicable on the Company.

#### **SECRETARIAL AUDIT REPORT**

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. SKJ & Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the year ended March 31, 2025.

The response of your directors on the observation made in Secretarial Audit Report - The Company has appointed Company Secretary on 11<sup>th</sup> April, 2025.

The Secretarial Audit Report is annexed herewith as an 'Annexure B' to this Report.

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

The Management Discussion and Analysis forms an integral part of this Report and gives details of the overall industry structure, developments, performance and state of affairs of the Company's businesses, internal controls and their adequacy, risk management systems and other material developments during the financial year.

Management Discussion and Analysis Report is presented in a separate section forms part of the Annual Report.

#### **COMMITTEES OF THE BOARD**

The Board has 4 (Four) Committees – the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and Corporate Social Responsibility Committee. All committees consist of majority of Independent Directors. The Composition and terms of reference, details of meetings and other matters has been mentioned in the Corporate Governance Report of this Annual Report.

#### **CORPORATE GOVERNANCE**

The Company is committed in maintaining the highest standards of Corporate Governance and adhering to the disclosure norms as set out by Securities and Exchange Board of India. The Report on Corporate Governance with Auditor's Certificate thereon in terms of Regulation 34 SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR) read with Schedule V of said regulations forms part of the Annual Report.

#### **CORPORATE SOCIAL RESPONSIBILITY**

Pursuant to the provisions of Section 135 of the Act, read with CSR Rules, the Company has constituted CSR Committee and formulated CSR Policy.

A Board level committee has been reconstituted consisting of the following members:

##### **Name and Designation:**

1. Mr. Prakash Shah, Chairman
2. Mr. Jayesh Avaiya, Member

3. Mrs. Priti Kakadia, Member

**Details of CSR spent during the financial year:**

The company has spent the requisite amount on CSR Activities, details whereof are given in the Annexure, forming part of this Report.

The disclosures required to be given under Section 135 of the Companies Act, 2013 read with Rule 8(1) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 are given in Annexure 'C' forming part of this Board Report.

**PARTICULARS OF EMPLOYEES**

There are no employees who are receiving remuneration exceeding of Rs. eight lakh and fifty thousand per month or Rs. one crore and two lakh rupees per annum under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Pursuant to Rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a disclosure on remuneration related information of employees, Key Managerial Personnel and Directors is annexed herewith and forms part of the report (Annexure-D).

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

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished as follows:

- **CONSERVATION OF ENERGY**

The operation of your Company is not energy intensive. However, the Company makes its best efforts for conservation of energy in its factory and office premises.

- **TECHNOLOGY ABSORPTION, ADAPTATIONS& INNOVATION**

The Company has not carried out any specific research and development activities. The Company uses indigenous technology for its operations. Accordingly, the information related to technology absorption, adaptation and innovation is reported to be NIL.

- **FOREIGN EXCHANGE EARNINGS AND OUTGO**

The foreign exchange earnings and outgo are as follows:

Particulars	Current Year (Rs. In Lakhs)	Previous Year (Rs. In Lakhs)
FOREIGN EXCHANGE EARNINGS		
F.O.B. Value of Export	15222.52	9875.74
FOREIGN EXCHANGE OUTGO (Value of Imports calculated on CIF Basis)		

## PATDIAM JEWELLERY LIMITED

Raw Materials	718.25	380.71
Consumable stores	1.61	3.25
Capital Goods	-	141.08
Expenditure	89.67	50.09

### **VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES**

In compliance with the provisions of section 177(9) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (LODR), the Company has adopted a Whistle Blower Policy as a vigil mechanism for directors and employees of the Company.

The Whistle Blower Policy is disclosed on the Company's website [www.patdiam.com](http://www.patdiam.com)

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase of stores, raw materials, components, plant and machinery, equipment and other assets, and for the sale of goods.

The Company also has in place an Audit Committee to have a periodic over view of the internal control procedures of the Company. The Audit committee is accessible at all times to the employees of the Company for any improvement to be recommended in the procedures in place.

### **RISK MANAGEMENT**

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

### **MATERIAL CHANGES AND COMMITMENTS**

There were no material changes and commitments, affecting the financial position of the Company which has occurred from the end of financial year i.e. March 31, 2025 to the date of Directors Report.

### **DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE**

During the year under review there was no such orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

### **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

There are no applications made or any proceeding pending against the Company under Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.



**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:**

There are no instances of one time settlement during the financial year.

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The company has in place a policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of women at workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company did not receive any complain during the year 2024-25.

Pursuant to the Companies (Accounts) Second Amendment Rules, 2025, the following details are disclosed:

- a) Number of complaints of sexual harassment received during the year: Nil
- b) Number of complaints disposed of during the year: Nil
- c) Number of complaints pending for more than 90 days: Nil

The Company has zero tolerance towards any kind of sexual harassment and maintains a safe working environment for all employees.

**MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961**

The Company has complied with the provisions of the Maternity Benefit Act, 1951, including all applicable amendments and rules frame thereunder the Company is committed to ensuring a safe inclusive and supportive work place for women employee. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

**AUDIT TRAIL APPLICABILITY (AUDIT AND AUDITORS) RULES 2014 - RULE 11 OF THE COMPANIES ACT 2013.**

The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the softwares.

**APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES 2014 - RULE 9 OF THE COMPANIES ACT 2013:**

In accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the company to designate a responsible individual for ensuring compliance with statutory obligations.

## **PATDIAM JEWELLERY LIMITED**

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The company has appointed a Designated person in a Board meeting and the same has been reported in Annual Return of the company.

### **ACKNOWLEDGMENTS**

The Directors take this opportunity to place on record their sincere thanks to the suppliers, customers, strategic partners, Banks and Financial Institutions, Insurance Companies, Central and State Government Departments and the shareholders for their support and co-operation extended to the Company from time to time. Directors are pleased to record their appreciation of the sincere and dedicated services of the employees and workmen at all levels

For and on behalf of the Board  
**PATDIAM JEWELLERY LIMITED**

**Date:05/09/25**  
**Place: Mumbai**

**Pravin Kakadia**  
**Chairman & Director**  
**(DIN: 00178140)**

**Samir Kakadia**  
**Managing Director**  
**(DIN: 00178128)**



**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.

**Details of contracts or arrangements or transactions not at Arm's length basis: Nil**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
a)	Name (s) of the related party & nature of relationship	
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions'	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

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

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
a)	Name (s) of the related party & nature of relationship	M/s. Patdiam (Directors are Partner)
b)	Nature of contracts/arrangements/transaction	Purchases of Diamond
c)	Duration of the contracts/arrangements/transaction	01.04.2024 to 31.03.2025
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.5771.74 Lakhs (Purchases)
e)	Date of approval by the Board	15.04.2024
f)	Amount paid as advances, if any	-

**PATDIAM JEWELLERY LIMITED**

**II.**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
g)	Name (s) of the related party & nature of relationship	M/s. Patdiam Jewels (Directors are Partner)
h)	Nature of contracts/arrangements/transaction	Purchase & Sales of Diamond, Findings etc.
i)	Duration of the contracts/arrangements/transaction	01.04.2024 to 31.03.2025
j)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 46.29 Lakhs (Purchase) Rs. 12.23(Sales)
k)	Date of approval by the Board	15.04.2024
l)	Amount paid as advances, if any	-

**III.**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
m)	Name (s) of the related party & nature of relationship	M/s ZM Lifestyle Pvt. Ltd. (Directors relatives are Directors)
n)	Nature of contracts/arrangements/transaction	Job work
o)	Duration of the contracts/arrangements/transaction	01.04.2024 to 31.03.2025
p)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 4.90 Lakhs
q)	Date of approval by the Board	15.04.2024
r)	Amount paid as advances, if any	-

**IV.**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
s)	Name (s) of the related party & nature of relationship	Dev Kakadia (Relative of Director)
t)	Nature of contracts/arrangements/transaction	Salary
u)	Duration of the contracts/arrangements/transaction	01.04.2024 to 31.03.2025
v)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.9.00 Lakh
w)	Date of approval by the Board	15.04.2024
x)	Amount paid as advances, if any	-

**PATDIAM JEWELLERY LIMITED**

**IV.**

<b>S. No.</b>	<b>Particulars</b>	<b>Details</b>
y)	Name (s) of the related party & nature of relationship	Harmi Kakadia (Relative of Director)
z)	Nature of contracts/arrangements/transaction	Salary
aa)	Duration of the contracts/arrangements/transaction	01.04.2024 to 31.03.2025
bb)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs.10.80 Lakh
cc)	Date of approval by the Board	15.04.2024
dd)	Amount paid as advances, if any	-

For and on behalf of  
**Patdiam Jewellery Limited**

**Samir Kakadia**  
**Managing Director**  
**DIN: 00178128**

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**(For the Financial Year ended 31<sup>st</sup> March, 2025)**

*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To  
The Members,  
**Patdian Jewellery Limited**  
Mumbai

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Patdian Jewellery Limited** (CIN: L36911MH1999PLC120537) having its registered office at Gala No. Gala No 102 Bldg. No 1, SEEPZ SEZ, Andheri (E), Mumbai – 400096 (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us 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 the information, also electronic data provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2025 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2025, according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as amended from time to time:
  - 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, 2018 (Not Applicable as the Company has not issued any further capital under the regulations during the period under review);
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable as the Company does not have ESOP Scheme/shares);
  - e) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 (Not applicable as the Company has not issued & listed Debt Securities);
  - 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, 2021 (Not applicable as the Company has not delisted /proposed to delist its equity shares from stock exchange during the financial year under review); and
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable as the Company has not bought back / proposed to buyback any of its securities during the financial year under review);
6. Based on the representation made by the management of the Company, the following laws are specifically applicable to the Company:
- 1. Factories Act, 1948
  - 2. Payment of Gratuity Act 1972
  - 3. Payment of Wages Act, 1936
  - 4. Minimum Wages Act, 1947
  - 5. Employee's Provident Funds & Miscellaneous Provisions Act, 1952 and Rules made there under
  - 6. Payment of Bonus Act, 1965
  - 7. Employee's State Insurance Act, 1948
  - 8. Contract Labour (Regulations & Abolition) Act, 1970
  - 9. The Maternity Benefits Act, 1961
  - 10. The Bombay Shops & Establishment Act, 1948
  - 11. Customs Act 1952
  - 12. The Maharashtra Value Added Tax Act, 2002
  - 13. The Central Sales Tax Act, 1956
  - 14. The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
  - 15. Industrial Employment (Standing Order) Act, 1946
  - 16. Special Economic Zone Act, 2005

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings.
- ii. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

- The Company has not appointed Company Secretary within the prescribe time as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, however the Company has appointed Company Secretary on 11<sup>th</sup> April, 2025.

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the 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 the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

We 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.

There are no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines etc., having a major bearing on the Company's Affairs.

**For SKJ & Associates  
Company Secretaries**

**SATISH KUMAR JAIN  
Proprietor  
(FCS :6398/PCS:6632)**

**UDIN: F006398G001181803**

**Place: Mumbai  
Date: 05.09.2025**

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

**ANNEXURE TO THE SECRETARIAL AUDIT REPORT**

To,  
The Members,  
**Patdiam Jewellery Limited**  
Gala No.102, Building No.1  
SEEPZ SEZ, Andheri East,  
Mumbai -400093

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

1. Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records, we believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company. We relied on the statutory report provided by the Statutory Auditor of the Company for the financial year ending 31<sup>st</sup> March, 2025.
4. Wherever required we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The secretarial audit reports neither an assurance as to the future liability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For SKJ & Associates  
Company Secretaries**

**SATISH KUMAR JAIN  
Proprietor  
(FCS :6398/PCS:6632)  
UDIN: F006398G001181803**

**Place: Mumbai  
Date: 05.09.2025**

**ANNEXURE “C”**

**THE ANNUAL REPORT ON CSR ACTIVITIES**

**1. Brief outline on CSR Policy of the Company.**

In accordance with the requirements of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, the CSR committee has framed a policy on Corporate Social Responsibility and the same was adopted by the Board.

**2. Composition of CSR Committee:**

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Designation / Nature of Directorship</b>	<b>Number of meetings of CSR Committee held during the year</b>	<b>Number of meetings of CSR Committee attended during the year</b>
1.	Mr. Prakash Shah	Director	2	2
2.	Mr. Jayesh Avaiya	Director	2	2
3.	Mrs. Priti Kakadia	Director	2	2

**3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company.**

**4. Details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable - NA**

**5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any**

<b>Sr. No.</b>	<b>Financial Year</b>	<b>Amount available for set-off from preceding financial years</b>	<b>Amount required to be set-off for the financial year, if any</b>
1	-	-	-

**6. Average net profit of the company as per section 135(5): Rs. 946.15 Lakhs**

**7. (a) Two percent of average net profit of the company as per section 135(5): Rs. 18.92**

**(b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years- NIL**

**(c) Amount required to be set off for the financial year, if any- NIL**

**(d) Total CSR obligation for the financial year (7a+7b-7c).**

Rs. 18.92 Lakhs

**8. (a) CSR amount spent or unspent for the financial year:**



**PATDIAM JEWELLERY LIMITED**

Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.) – NIL				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
Rs. 19 Lakh	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.

**(b) Details of CSR amount spent against ongoing projects for the financial year:**

(1) Sr. No.	(2) Name of the Project.	(3) Item from the list of activities in Schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.		(6) Project duration	(7) Amount allocated for the project (in Rs.).	(8) Amount spent in the current financial Year (in Rs.).	(9) Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	(10) Mode of Implementation - Direct (Yes/No).	(11) Mode of Implementation - Through Implementing Agency	
				State.	District.						Name	CSR Registration number.
NIL												

**(c) Details of CSR amount spent against other than ongoing projects for the financial year:**

(1) Sr. No.	(2) Name of the Project.	(3) Item from the list of activities in schedule VII to the Act.	(4) Local area (Yes/No).	(5) Location of the project.	(6) Amount spent for the project	(7) Mode of implementation - Direct	(8) Mode of Implementation - Through Implementing Agency

**PATDIAM JEWELLERY LIMITED**

						t (in Lacs).	(Yes/No).		
				State.	Dist rict.			Name	CSR Registration number.
1.	Constructio n of School Building & Hostel Building	promoting education	No	Gujarat	Dang Sidsar	15 Lacs	Indirect	Matushree Kashibai Haribai Goti Charitable Trust	CSR000 23659
2.	Plantation and maintain of trees and make a new old age ashram for needy old age people and physically incapable old age people.	i) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, ii)Promoting gender quality, empowering women, setting up homes and hostels for women and orphans, setting up old age homes , day care centre.	No	Gujarat	Rajko t	4 Lacs	Indirect	Sadbhavna Seva Foundation	CSR000 51638

(d) Amount spent in Administrative Overheads--NIL

(e) Amount spent on Impact Assessment, if applicable- NIL

(f) Total amount spent for the Financial Year (8b+8c+8d+8e)- **Rs. 19 Lakh**

(g) Excess amount for set off, if any—

Sr. No.	Particular	Amount (in Lakh)
(i)	Two percent of average net profit of the company as per section 135(5)	<b>18.92</b>
(ii)	Total amount spent for the Financial Year	<b>19.00</b>
(iii)	Excess amount spent for the financial year [(ii)-(i)]	<b>0.08</b>
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

**9. (a) Details of Unspent CSR amount for the preceding three financial years:**

**PATDIAM JEWELLERY LIMITED**

Sr. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs)	Date of transfer	
	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>				
	<b>Total</b>	<b>NIL</b>					

**(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):**

(1) Sr. No	(2) Project ID.	(3) Name of the Project.	(4) Financial Year in which the project was commenced.	(5) Project duration.	(6) Total amount allocated for the project (in Rs.).	(7) Amount spent on the project in the reporting Financial Year (in Rs.).	(8) Cumulative amount spent at the end of reporting Financial Year. (in Rs.)	(9) Status of the project - Completed /Ongoing.
	<b>NIL</b>	<b>NIL</b>						
	<b>Total</b>	<b>NIL</b>						

**10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year- NIL**

(a) Date of creation or acquisition of the capital asset(s).

(b) Amount of CSR spent for creation or acquisition of capital asset.

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.

(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset)

**11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).- NIL**

For and on behalf of

**PATDIAM JEWELLERY LIMITED**

**Samir Kakadia**  
**Managing Director**  
**DIN: 00178128**

**‘Annexure D’**

Disclosure pursuant to Section 197 (12) of Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the year 2024-25
2. The percentage increase in the median remuneration of employees in the financial year:

Name of the Director	Nature of Directorship	31.03.25 Amount	31.03.24 Amount	Percentage Increase in Remuneration	Ratio of the Remuneration of each Director to the median Employee's Remuneration.
Mr. Samir Kakadia	Managing Director	300000	300000	-	0.67
Mr. Bharat Shah	Chief Financial Officer	864000	864000	-	1.92
*Mrs Kritika Jain	Company Secretary	121000	-	-	0.27

\* Mrs. Kritika Jain resigned w.e.f. 13/11/2024

**3. The number of permanent employees on the rolls of company: 42**

**4. Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentage increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

There is marginal increase in the revenue in comparison with previous year and also reduction in cost due to economy measures under taken. Due to upturn in the economy business is expected to improve in the current year.

**5. Affirmation that the remuneration is as per the remuneration policy of the company:**

The remuneration is as per the remuneration policy of the company.

For and on behalf of  
**Patdiam Jewellery Limited**

**Samir Kakadia**  
**Managing Director**  
**DIN: 00178128**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **ECONOMIC SCENARIO:**

According to the April 2025 report by the IMF, the baseline forecast is for the world economy to continue growing at 3% during 2025 and According to CSO estimates, the Indian economy grew by 6.5%, the fastest among major economies, driven by strong domestic private consumption, government expenditure on infrastructure and a favorable investment climate. Although India, too, faced high inflation, the Reserve Bank of India undertook a series of policy rate hikes to bring it down within its comfort range. Despite the challenges of higher oil prices leading to increased import bills and trade deficits, concerns about the current account deficit and its financing has eased over time.

### **INDUSTRY STRUCTURE AND DEVELOPMENTS**

Gems and jewellery industry plays a vital role in the Indian economy as it is one of the largest exporters and contributes a major chunk to the total foreign reserves of the country. India's gems and jewellery industry is one of the largest in the world contributing almost 29% to the global jewellery consumption. India is deemed to be the hub of the global jewellery market because of its low costs and availability of high-skilled labour. One of the fastest growing sectors, gems and jewellery industry is extremely export oriented and labour intensive.

### **OPPORTUNITIES AND THREATS**

Jewellery exports have been recording a decelerating trends since the beginning of FY21 on account of various domestic as well as global challenges including rise in import duty on precious stones viz. polished diamonds and colored gem stones, tightening of lending terms by banks, declining demand from export markets and withdrawal of GSP benefit by USA among others.

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

The Company's main business is diamond jewellery manufacturing and all the activities of the Company during the year are related to this business. As such there are no separate reportable segments.

### **OUTLOOK**

The Company has done reasonable in the current year and expects to achieve a good percentage of market share in the Diamond manufacturing and Jewellery marketing fields in the years to come. The outlook for the Company can therefore be termed as optimistic and expects higher growth than inflation and average growth in the industry. In the coming years, growth in Gems and Jewellery sector would be largely contributed by the development of large retailers/brands. Established brands are guiding the organized market and are opening opportunities to grow. The demand for jewellery is expected to be significantly supported by the recent positive developments in the industry.

There is a Strong possibility of revival of the Indian economy after a 1year pause and result in favour of discretionary spending categories.

### **RISKS AND CONCERNS**

Following can be some of the risks and concerns the Company needs to be wary of:

- The largely unorganized structure of the market can affect the systematic functioning of the Company.
- Political instability, which has a tremendous impact on the capital markets.
- Likely opening up of the economy, which can be a double-edged sword.
- The Diamond market in India is heavily influenced by the US Markets.
- The major income component of the Company being exports, changes in economies or government policies of the countries to which
- The Company is exporting may also affect the operations of the Company.
- Increasing competition among the Indian Exporters in this industry.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has adequate internal control procedures commensurate with the size of the Company and the nature of its business for purchase of stores, raw materials, components, plant and machinery, equipment and other assets, and for the sale of goods.

The Company also has in place an Audit Committee to have a periodic over view of the internal control procedures of the Company. The Audit committee is accessible at all times to the employees of the Company for any improvement to be recommended in the procedures in place.

### **TRADING STATUS ON THE STOCK EXCHANGE:**

The company's equity shares are Listed and traded on Bombay Stock Exchange Limited.

### **HUMAN RESOURCE DEVELOPMENT**

The company considers human resources as one of the vital and important factors for sustained growth. The human resources strategy is to attract talent in the industry, develop and upgrade their skill and competence on the job and ensure employee satisfaction through reward, appreciation and development of environment based on culture and values nurtured by the Group over the years.

### **CAUTIONARY STATEMENT**

Statement in this Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectation or predication may be "forward-looking" statements within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in government regulations, tax regimes, economic developments within India and the countries in which the Company conducts business and other incidental factors.

## CORPORATE GOVERNANCE REPORT

### 1. COMPANY'S PHILOSOPHY

Corporate Governance is viewed as both the structure and relationship which determine corporate direction and performance.

It refers to the set of systems, principles and processes by which Company is governed. It is a process and a guideline as to how the Company should be directed or controlled such that it can fulfill its goals and objectives in a manner that adds to the value of the Company and is also beneficial for all the stakeholders in the long term.

Your Company has always practiced Corporate Governance of the highest standard and follows a culture that is built on core values and ethics.

Your company is committed towards transparency in all its dealings and places high emphasis on business principles and believes the good corporate Governance goes beyond working results and financial priority and is pre-requisite for attainment of excellent performance. The Company's business practices are based on the conviction that good business sense underpins good ethics. The Company believes that adopting the best corporate governance practices is not only non – negotiable but it is the foundation to good business.

The report of Corporate Governance is prepared in accordance with SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations').

### 2. BOARD OF DIRECTORS

The Board of Directors of the Company ensures Company's prosperity by collectively directing the Company affairs towards securing appropriate interests of its shareholders and stakeholders. They are the key person who deals with the challenges and issues relating to good Corporate Governance and Corporate ethics.

#### (i) Composition and Category of Directors

In terms of compliance with the regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI Listing Regulations, 2015", the Company endeavor to have an optimum combination of Executive and Non-Executive Directors to maintain the independence of the Board and separate the functions of Governance and Management through Board and Committees. As on March 31, 2025, the Board of Directors ("Board") comprises of Five Directors, of which three are Non-Executive Directors and two are Executive Directors. The Company has Two Independent Directors.

The composition and the category of Directors on the Board of the Company as on March 31, 2025 were as under:

**PATDIAM JEWELLERY LIMITED**

<b>Name of Director</b>	<b>Designation</b>	<b>Category</b>
Mr. Pravin Kakadia	Chairman & Director	Executive Director (Promoter)
Mr. Samir Kakadia	Managing Director	Executive Director (Promoter)
Ms. Priti Kakadia	Director	Women Non Executive Director
Mr. Prakash Shah	Director	Non Executive Independent Director
Mr. Jayesh Avaiya	Director	Non Executive Independent Director

**(ii) Conduct of Board Proceedings**

The day to day matters concerning the business is conducted by the Executives of the Company under the directions of Managing Director with the ultimate supervision of Board. The Board holds its meetings at regular intervals to review and discuss the performance of the Company, its future plans, strategies and other pertinent issues relating to the Company.

**(iii) Board Agenda**

Meetings are governed by a structured agenda. All agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Board Members are presented in advance with the detailed agenda in respect of all Board meetings.

**(iv) Availability of information to Board Members**

The Board has unfettered and complete access to any information within the Company, and to any of our employees. At Board meetings, managers who can provide additional insights into the items being discussed are invited.

**(v) Attendance of each director at the Board meetings and at the last Annual General Meeting**

The particulars of attendance of Board Meetings and Annual General Meeting by Directors for the financial year ended 31.03.2025 has been set out here below:

<b>S. No</b>	<b>Name of Director</b>	<b>No. of Board Meetings</b>		<b>Attendance at last AGM on 30.09.2024</b>
		<b>Held</b>	<b>Attended</b>	
1	Mr. Pravin Kakadia	8	8	Present
2	Mr. Samir Kakadia	8	8	Present
3	Ms. Priti Kakadia	8	8	Present
4	Mr. Prakash Shah	8	8	Present
5	Mr. Jayesh Avaiya	8	8	Present

**(vi) Board Meetings held during the Year 2024-25**



**PATDIAM JEWELLERY LIMITED**

The Board held Eight (8) meetings during the year. The intervening period between two Board meetings was well within the maximum period of 120 days prescribed under Listing Regulations. The details of Board Meetings are as under:

S. No.	Date	Board Strength	No of Directors Present
1.	15/04/2024	5	5
2.	29/05/2024	5	5
3.	19/06/2024	5	5
4.	15/07/2024	5	5
5.	05/09/2024	5	5
6.	13/11/2024	5	5
7.	14/01/2025	5	5
8.	20/03/2025	5	5

**(vii) Number of Other Directorships, Committee Membership(s) & Chairmanship(s)**

The details of Directorship and Committee Membership & Chairmanship held by the Directors as on March 31, 2025 are as follows:

Name of the Director	No. of other Directorships (Including PjL)	Committee (Including PjL)	
		Member	Chairman
Mr. Pravin Kakadia	1	-	-
Mr. Samir Kakadia	1	-	-
Ms. Priti Kakadia	1	3	-
Mr. Prakash Shah	1	1	2
Mr. Jayesh Avaiya	1	2	1

*Notes:*

- The Directorships held by Directors as mentioned above, do not include Alternate Directorships, Directorships of Foreign Companies, Private Limited Companies and Companies covered under Section 8 of the Companies Act, 2013.*
- Non Executive Directors do not hold any shares or convertible instruments.*
- The number of total directorships is in accordance with Section 165 of the Companies Act, 2013.*
- In accordance with Regulation 26 of the Listing Regulations, Membership/ Chairpersonship of only the Audit Committees and Stakeholder Relationship Committees of all Public Limited Companies have been considered.*

**(viii) Disclosure of relationship between directors inter-se**

Mr. Pravin Kakadia, Chairman & Director and Mr. Samir Kakadia, Managing Director are brothers; Mrs. Priti Kakadia, Director is the spouse of Mr. Samir Kakadia. Other than Mr. Pravin Kakadia, Chairman & Director; Mr. Samir Kakadia, Managing Director and Mrs. Priti Kakadia, Director, none of the Directors are related to any other Director.

**(ix) Independent Director:**

Your Company appointed Independent Directors who are having expertise / experience in their respective field / profession. None of the Independent Directors are promoters or related to Promoters. They do not have pecuniary relationship with the Company. Every Independent Director at the first meeting of the Board in which he/she participates as a Director and thereafter at the first meeting in the Board in every financial year, gives declaration that he/she meets the criteria of independence as required under Section 149(7) of the Companies Act, 2013.

All Independent Directors maintain their limits of directorships as required under Regulation 25 of the Listing Regulations.

**(x) Meeting of Independent Directors**

In accordance to Schedule IV of the Companies Act, 2013 and the rules made thereunder, the meeting of Independent Directors of the Company shall be held at least once in a year without the attendance of non-independent directors and members of the management.

During the year, meeting of Independent Directors was held on 14.01.2025 to review the performance of the Chairman, Non-executive Directors, and Board as a whole and to assess the quality, quantity and timeliness of flow of information between the management and board. All the Independent Directors were present at the Meeting.

**(xi) Familiarization Programs imparted to Independent Directors**

The Company has taken initiatives to familiarize its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry, etc through various programmes as per Regulation 25 of the Listing Regulations.

The details of the said familiarization programme are provided on the website of the Company and can be accessed at following link: <http://www.patdiam.com/#!/Investor>

### **3. COMMITTEES OF THE BOARD**

Details of the Board Committees and other related information are provided hereunder:

#### **I. AUDIT COMMITTEE**

**a) Brief description of terms of reference:**

The role and terms of reference of the Audit Committee are set out in Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and Section 177 of the Companies Act, 2013, besides other terms as may be referred to by the Board of Directors of the Company. The terms of reference of the Audit Committee broadly are:

1. Review of financial reporting systems;
2. Ensuring compliance with regulatory guidelines;

3. Reviewing the half yearly and annual financial results;
4. Review and approval of related party transactions;
5. Discussing the annual financial statements and auditor's report before submission to the Board with particular reference to the (i) Director's Responsibility Statement; (ii) major accounting entries; (iii) significant adjustments in financial statements arising out of audit findings; (iv) compliance with listing requirements etc.;
6. Interaction with statutory auditor;
7. Recommendation for appointment and remuneration of auditors; and
8. Reviewing and monitoring the auditor's independence and performance etc.

Further the Audit Committee also mandatorily reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee; and

**b) Composition, Name of members and Chairman:**

As on March 31, 2025, the Audit Committee of the Board comprises of Two (2) Non-Executive Independent Directors. Mr. Jayesh Avaiya, Mr. Prakash Shah and Mrs. Priti Kakadia are the members of the Committee. Mr. Jayesh Avaiya is the Chairman of the Audit Committee. The composition of the Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations:

Chief Financial Officer (CFO) and Statutory Auditor attend the Audit Committee meetings on invitation and the Company Secretary acts as the Secretary of the Committee.

All the members of the Audit Committee are financially literate as per the requirement of Regulation 18 of the Listing Regulations

**c) Meetings and attendance during the year:**

Five Audit Committee Meetings were held during the financial year ended March 31, 2025 on 15.04.2024, 29.05.2024, 15.07.2024, 13.11.2024 and 14.01.2025. The maximum time gap between any of the two meetings was not more than one Hundred and Twenty days.

The attendance of committee members at the meetings was as follows:

<b>Name of Member</b>	<b>Category</b>	<b>No. of Meetings held during the year 2023-24</b>	<b>No. of Meetings Attended</b>
Mr. Jayesh Avaiya	Non-Executive-Independent Director	5	5
Mrs. Priti Kakadia	Women Non-Executive Director	5	5
Mr. Prakash Shah	Non-Executive-Independent Director	5	5

## **II. NOMINATION AND REMUNERATION COMMITTEE**

### **a) Brief description of terms of reference**

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director;
- Recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Carry on the evaluation of every director's performance;
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity; and
- Any other matter as the Board may decide from time to time.

### **b) Composition, Name of members and Chairman:**

The Nomination and Remuneration Committee was constituted by the Board with 2 Independent Directors. As on March 31, 2025, the Committee comprised of Mr. Prakash Shah as its Chairman and Mr. Jayesh Avaiya and Mrs. Priti Kakadia as its other Members, all of whom are non-executive Directors. The Company Secretary acts as the Secretary of the Committee:

### **c) Number of Committee Meetings & Attendance**

During the financial year ended March 31, 2025, three meeting of the committee was held on 29.05.2024, 5.09.2024 and 13.11.2024. The attendance of committee members at the meetings was as follows:

<b>Name of Member</b>	<b>No. of Meetings held during the year 2024-25</b>	<b>No. of Meetings Attended</b>
Mr. Jayesh Avaiya	3	3
Mrs. Priti Kakadia	3	3
Mr. Prakash Shah	3	3

### **d) Nomination and Remuneration policy**

The Board of Directors has on the recommendation of the Committee framed a policy for selection and appointment of Directors, senior management and their remuneration. The said policy has been hosted on the website of the Company and can be accessed at following link: <http://www.patdiam.com/#!/Investor>

### **e) Performance evaluation of Directors**

During the year under review, pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the evaluation of performance of all Directors is undertaken annually. The company has implemented a system of evaluating performance of the Board of Directors and of its Committees and individual Directors on the basis of a structured questionnaire which comprise evaluation criteria taking into consideration various performance related aspects.

## PATDIAM JEWELLERY LIMITED

The Board of Directors has expressed their satisfaction with the valuation process.

**f) Details of Remuneration paid to Executive & Non Executive Directors:**

Name of the Director	Salary	Perquisite & Allowance	Commission	Sitting Fees	Total
Mr. Samir Kakadia	300,000	-	-	-	300,000
Mr. Pravin Kakadia	-	-	-	-	-
Ms. Priti Kakadia	-	-	-	-	-
Mr. Prakash Shah	-	-	-	-	-
Mr. Jayesh Avaiya	-	-	-	-	-

### III. STAKEHOLDER RELATIONSHIP COMMITTEE

The Committee looks into the redressal of shareholders'/investors' complaints, such as transfer of securities, non - receipt of dividend, notice, Annual Reports and all other securities holder related matters.

**a) Composition**

The Stakeholders' Relationship Committee was constituted by the Board with 2 Independent Directors. As on March 31, 2025, the Committee comprised of Mr. Prakash Shah as its Chairman and Mr. Jayesh Avaiya and Mrs. Priti Kakadia as its other members, all of whom are non executive directors. The Company Secretary acts as the Secretary of the Committee.

**b) Name and Designation of Compliance Officer**

Ms. Preksha Salecha, Company Secretary is acting as Compliance Officer of the Company.

\* Ms. Kritika Jain had resigned w.e.f. 13<sup>th</sup> November, 2024 as a Company Secretary and Compliance Officer

**c) Meeting Details**

The Stakeholders' Relationship Committee Constituted and met 4 times during the financial year ended March 31, 2025. The meeting of Committee were held on 15.04.2024, 15.07.2024, 13.11.2024 and 14.01.2025.

**d) Stakeholders Grievance Redressal:**

During the year ended 31<sup>st</sup> March, 2025, no Shareholders' Complaints were received by the Company.

### III. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

## PATDIAM JEWELLERY LIMITED

Pursuant to the provisions of Section 135 of the Act, read with CSR Rules, the Company has constituted CSR Committee and formulated CSR Policy.

A Board level committee has been reconstituted consisting of the following members:

Name and Designation:

1. Mr. Prakash Shah, Chairman
2. Mr. Jayesh Avaiya, Member
3. Mrs. Priti Kakadia, Member

CSR Committee Constituted and met 2 times during the financial year ended March 31, 2025. The meeting of Committee were held on 29.05.2024 and 20.03.2025.

#### 4. GENERAL BODY MEETINGS

##### a) Annual General Meetings

Location, time and date where the three immediately preceding Annual General Meetings of the Company were held are given below:

YEAR	DATE	VENUE	TIME
23 <sup>rd</sup> AGM 2020-21	30/09/2022	Gala No 102, Bldg No. 1, SEEPZ SEZ, Andheri East, Mumbai – 400 096	01.00 P.M.
24 <sup>th</sup> AGM 2022-23	29/09/2023	Gala No 102, Bldg No. 1, SEEPZ SEZ, Andheri East, Mumbai – 400 096	01.00 P.M.
25 <sup>th</sup> AGM 2023-24	30/09/2024	Gala No 102, Bldg No. 1, SEEPZ SEZ, Andheri East, Mumbai – 400 096	01.00 P.M.

##### Special Resolution:

1. Following Special Resolution is passed in the Annual General Meeting held on 30<sup>th</sup> September, 2022.
  - Special resolution for approval for entering into Related Party transactions by the Company.
2. Following Special Resolution is passed in the Annual General Meeting held on 29<sup>th</sup> September, 2023.
  - Special resolution for approval for entering into Related Party transactions by the Company.
3. Following Special Resolution is passed in the Annual General Meeting held on 30<sup>th</sup> September, 2024
  - Special Resolution for approval for entering into Related Party transactions by the Company
  - Special Resolution for Re-appointment of Mr. Samir Kakadia as the Managing Director of the Company

##### b) Extra Ordinary General Meetings

No Extraordinary General Meeting was held during the financial year 2024-25.

**c) Special Resolution passed through Postal Ballot**

There was no resolution was passed through Postal Ballot during the financial year 2024-25.

**5. MEANS OF COMMUNICATION:**

All important information relating to Company and its performance including the financial results and shareholding pattern are displayed on the Company's website [www.patdiam.com](http://www.patdiam.com). The website contains a separate dedicated section for the Company's "Investor Relations" where shareholders' information is available.

All periodical compliance filings like shareholding pattern, corporate governance report, Results, among others are filed electronically on BSE Listing Centre, an application designed by BSE Limited.

The Company has designated an e-mail id for registering investor complaints in the name of [investors@patdiam.com](mailto:investors@patdiam.com)

**6. GENERAL SHAREHOLDERS' INFORMATION**

**a) Annual General Meeting for the Financial Year 2024-25**

**Date:** 30th September, 2025

**Time:** 01.00 P.M.

**Venue:** Gala No. 102, Bldg No. 1, Seepz, Sez, Andheri (E), Mumbai – 400096

**b) Financial Year**

The financial year of the Company is from April 1 to March 31.

**c) Dates of Book Closure**

23<sup>rd</sup> September, 2025 to 30<sup>th</sup> September, 2025 (both days inclusive)

**d) Dividend**

Your Directors do not recommend any dividend for the year ended 31<sup>st</sup> March 2025.

**e) Listing on stock exchanges**

The Equity Shares of the Company are listed on SME Platform of BSE

**f) Listing Fee**

Annual Listing Fees as prescribed has been paid to the said Stock Exchange for the year 2024-25.

**g) Stock Exchange Code**

Security Code: 539401 & ISIN: INE473T01011 (BSE Limited; BSE SME Segment)

**h) Stock Market price data**

Monthly high and low at the Bombay Stock Exchange Limited for financial year ended 31<sup>st</sup> March, 2025

Month	High (Rs.)	Low (Rs.)
April, 2024	-	-
May, 2024	221.00	221.00
June, 2024	220.00	218.00

**PATDIAM JEWELLERY LIMITED**

July, 2024	220.00	220.00
August, 2024	263.00	210.40
September, 2024	255.55	251.50
October, 2024	-	-
November, 2024	291.75	260.50
December, 2024	-	-
January, 2025	-	-
February, 2025	-	-
March, 2025	278	188.70

**i) Registrar and Share Transfer Agents**

BIGSHARE SERVICES PRIVATE LIMITED

Add: Office No S6-2, 6th Floor Pinnacle Business Park,  
Mahakali Caves Road, Next to Ahura Centre, Andheri East,  
Mumbai – 400 093, Maharashtra

Tel. No. 022- 6263 8200

E-mail: investor@bigshareonline.com

Website: [www.bigshareonline.com](http://www.bigshareonline.com)

**j) Share Transfer System**

As all the shares are held in dematerialized mode, the transfer takes place instantaneously between the transferor, transferee and the Depository Participant through electronic debit / credit of the accounts involved.

**k) Distribution of Shareholding as on March 31, 2025:**

No. of Equity Shares held	Shareholders		Shares	
	Number	% to total Shareholders	Amount	% to total Capital
001 - 10000	8	5.5556	60000	0.1390
10001 - 20000	16	11.1111	240000	0.5559
20001 - 30000	49	34.0278	1455000	3.3704
30001-50000	7	4.8611	315000	0.7297
50001-100000	22	15.2778	1597500	3.7005
100001-9999999999	42	29.1667	39502500	91.5045
<b>Total</b>	<b>144</b>	<b>100.00</b>	<b>43170000</b>	<b>100</b>

**l) Categories of Shareholding as on March 31, 2025**

Category	Shareholders		Shares	
	Number	% to total Shareholders	Number	% to total Capital
<b>Promoters Holding</b>				
Indian Promoters	7	4.86%	3201000	74.15%
Foreign Promoters	0	0.00%	-	0.00%



**PATDIAM JEWELLERY LIMITED**

<b>Total of promoter holding</b>	<b>7</b>	<b>5.04%</b>	<b>3201000</b>	<b>74.15%</b>
<b>Non- Promoter Holding</b>				
Institutional Investors	0	0.00%	0	0.00%
FII's	0	0.00%	0	0.00%
Others				
Bodies Corporate	0	0.00%	0	0.00%
Individuals	124	89.20%	1005000	23.28%
NRIs/OCBs	0	0.00%	0	0.00%
Clearing Members	1	0.72%	7500	0.17%
HUF	7	5.04%	103500	2.40%
<b>Total of non-promoter holding</b>	<b>132</b>	<b>94.89%</b>	<b>1116000</b>	<b>25.85%</b>
<b>Grand Total</b>	<b>139</b>	<b>100.00%</b>	<b>4,317,000</b>	<b>100.00%</b>

**m) Dematerialization of shares and liquidity**

100% of the Company's paid up Equity Share Capital is held in dematerialized form with the National Securities Depositories Limited (NSDL) and Central Depository Services Limited (CDSL) as on 31<sup>st</sup> March, 2025.

**n) Outstanding GDRs / ADRs / Warrants or any convertible instruments and likely impact on equity**

There are no outstanding Global Depository Receipts/ American Depository Receipts or Warrants or any convertible instruments as on the date of 31.03.2025.

**o) Commodity price risk or foreign exchange risk and hedging activities**

The Company is not carrying on any Commodity business and has also not undertaken any hedging activities hence same are not applicable to the Company.

**p) Corporate Identification Number (CIN)**

The Corporate Identification Number (CIN) allotted by Ministry of Corporate Affairs, Government of India is L36911MH1999PLC120537 and Company registration number is 11- 120537. The Company is registered in the state of Maharashtra with Registrar of Companies, Mumbai, Maharashtra.

**q) Address for Correspondence**

**Shareholding related queries**

BIGSHARE SERVICES PRIVATE LIMITED  
Office No S6-2, 6th Floor,  
Pinnacle Business Park,  
Mahakali Caves Road, Andheri East,  
Mumbai – 400 093, Maharashtra  
Tel. No. 022- 6263 8200  
Email: investor@bigshareonline.com  
Website: [www.bigshareonline.com](http://www.bigshareonline.com)

**General correspondence:**

PATDIAM JEWELLERY LIMITED  
Gala No 102, Bldg No. 1,  
SEEPZ SEZ, Andheri (E),  
Mumbai – 400 096, Maharashtra  
Tel: +22-2829 3455/56  
Fax: +22-2829 3459  
E-mail: [info@patdiam.com](mailto:info@patdiam.com);  
Investor Complaints:  
[investors@patdiam.com](mailto:investors@patdiam.com); [cs@patdiam.com](mailto:cs@patdiam.com)  
Website: [www.patdiam.com](http://www.patdiam.com)

## 7. OTHER DISCLOSURES

### **a) Related Party Transactions:**

The statement of related party transactions is placed before the board at every meeting. There are no materially significant related party transactions which have potential conflict with the interest of the Company at large. Transactions with related parties are disclosed separately as Annexure in the Notes to Accounts in the Annual Report.

The policy on Related Party Transaction is hosted on the website of the Company

### **b) Compliances by the Company:**

There is no non-compliance by the Company or any penalties, strictures imposed by the Stock Exchange, SEBI or any other statutory authority on any matter related to capital markets, during the last three years/period.

### **c) Whistle Blower Policy/Vigil Mechanism:**

The Company has established Vigil Mechanism and adopted Whistle blower policy for its directors and employees to report concern about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides adequate safeguards against victimization of persons who use such mechanism. The Company has formulated a Whistle blower policy and has been posted on the website of the Company [www.patdiam.com](http://www.patdiam.com).

We affirm that no personnel were denied access to the audit committee.

### **d) Compliance with the Mandatory requirements and Implementation of the Non-mandatory requirements:**

The Company has complied with the mandatory requirement of the Corporate Governance Clause of Listing Agreement. The Company has not implemented the non-mandatory requirements enlisted by way of annexure to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR).

### **e) Secretarial Audit for reconciliation of capital**

A qualified Practicing Company Secretary has carried out secretarial audit for every quarter to reconcile the total admitted capital with both the depositories; viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The audit confirms that the total issued/paid up capital is in agreement with the aggregate total number of shares in physical form, shares allotted & advised for demat credit but pending execution and the total number of dematerialized shares held with NSDL and CDSL. The Company had submitted the secretarial audit report to BSE within 30 days from the end of each quarter in accordance with the SEBI requirements.

### **f) Risk Management**

The Company has laid down procedures to inform the members of the Board about the risk assessment and minimization procedures. The Company has framed the risk assessment and minimization procedure which is periodically reviewed by the Board.

### **g) Code of Conduct**

As provided under Listing Regulations and in line with the Company's objective of following the best Corporate Governance Standards the Board of Directors has laid down a Code of Conduct for all Board Members and Senior Management of the Company. The code has been circulated to all the members of the Board and Senior Management and the same has been put on the Company's website [www.patdiam.com](http://www.patdiam.com).

**h) CEO/CFO Certification**

In line with the requirements of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Mr. Pravin Kakadia, Chairman; Mr. Samir Kakadia, Managing Directors and Mr. Bharat Kumar Shah, Chief Finance Officer have submitted a certificate to the Board, certifying inter-alia, that the Financial Statements and the Cash Flow Statement for the year ended March 31, 2025 were reviewed to the best of their knowledge and belief, that they do not contain any material untrue statement, do not omit any material facts, are not misleading statements, together present a true and fair view and are in compliance with the applicable laws and regulations. The certificate further confirms that the transactions entered into by the Company for establishing internal control, financial reporting, evaluation of the internal control systems and making of necessary disclosures to the Auditors and the Audit Committee have been complied with.

**i) Company Secretary in Practice Certification:**

In accordance with the Listing Regulations, the Company has obtained the certificate from a Practicing Company Secretary confirming that as on March 31, 2025, none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as directors by Securities and Exchange Board of India/Ministry of Corporate Affairs or any such authority and the same is appended to this Report.

**j) Disclosure with respect to Demat suspense account/ unclaimed suspense account:**

Pursuant to the SEBI Circular and Regulation 39 of the SEBI Listing Regulations, 2015, during the year under review, there are no outstanding shares in the demat suspense account.

**k) Details of compliance with mandatory requirements and adoption of Discretionary Requirements**

The Company has complied with all the mandatory requirements of Corporate Governance as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Adoption of non-mandatory requirements pursuant to SEBI (LODR), 2015 is being reviewed by the Board from time to time.

**l) Proceeds from public issues, rights issues, preferential issues, etc.**

During the year ended March 31, 2025, there were no proceeds from public issues, rights issues, preferential issues, etc.

**m) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.**

Number of complaints filed during the financial year	NIL
Number of complaints disposed of during the financial year	NIL

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**PATDIAM JEWELLERY LIMITED**

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Number of complaints pending as on end of the financial year	NIL
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**DECLARATION OF COMPLIANCE OF CODE OF CONDUCT**

As provided under Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors and the Senior Management Personnel have confirmed compliance with the Code of Conduct and Ethics for the financial year ended March 31, 2025.

For **PATDIAM JEWELLERY LIMITED**

Date:05.09.2025

Place: Mumbai

**SAMIR KAKADIA**  
**MANAGING DIRECTOR**

**CEO AND CFO CERTIFICATION**

We hereby certify that:

1. We have reviewed Financial Statements and the Cash Flow Statement for the Financial Year ended 31<sup>st</sup> March, 2025 and that to the best of our knowledge and belief:
  - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee that there are no:
  - a) significant changes in internal control over financial reporting during the year;
  - b) significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
  - c) 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.

**For Patdiam Jewellery Limited**

**Date: 05.09.2025**  
**Place: Mumbai**

**Pravin Kakadia**  
**Chairman &**  
**Director**

**Samir Kakadia**  
**Managing**  
**Director**

**Bharat Kumar Shah**  
**Chief Financial**  
**Officer**

**CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
Patdiam Jewellery Limited

We have examined the compliance of conditions of Corporate Governance by Patdiam Jewellery Limited (the Company) for the year ended March 31<sup>st</sup>, 2025, as stipulated in SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR) of the said Company with the Stock Exchange.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

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

**For DAVE & DAVE.**  
Chartered Accountants  
ICAI FRN: 102163W

Place: Mumbai  
Date:05.09.2025

**CA Lalit Kumar G. Dave**  
Partner  
Membership No. 043509

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

(Pursuant to Regulation 34(3) and schedule V para C clause of (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015)

To  
The Members,  
**PATDIAM JEWELLERY LIMITED**

This certificate is issued pursuant to clause of (10)(i) of part C of schedule V of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

On the basis of documents and explanations given to us by the Company/Director, we hereby certify that **none** of the following directors on the board of **PATDIAM JEWELLERY LIMITED** ("the Company") have been debarred or disqualified from being appointed or continuing as Directors of the Company by SEBI, Ministry of Corporate Affairs or any other Statutory Authority as on March 31, 2025:

- Mr. Pravin Thakersey Kakdia (DIN: 00178140)
- Mr. Samir Thakarshibhai Kakadia (DIN: 00178128)
- Mrs. Priti Samir Kakadia (DIN: 00178147)
- Mr. Prakash Amritlal Shah (DIN: 07280925)
- Mr. Jayesh Manjibhai Avaiya (DIN: 07280939)

**FOR SKJ & Associates  
Company Secretaries**

Place: Mumbai  
Date: 05/09/2025

**SATISH KUMAR JAIN  
Proprietor  
FCS-6398/PCS-6632  
UDIN: F006398G001177150**

**Independent Auditor's Report  
To the Members of PATDIAM JEWELLERY LIMITED  
Report on the Audit of the Financial Statements**

**Opinion**

We have audited the accompanying financial statements of PATDIAM JEWELLERY LIMITED ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2025, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the 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, 2013 and Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Key Audit matter**

We have determined that there are no key audit matters to communicate in our report.



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

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

- Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone 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, on the other information that we have obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of the Management and Those charged With Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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.

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

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

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

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

- (i) Identify and assess the risks of material misstatement of the interim consolidated 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.
- (ii) Obtain an understanding of internal controls 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 whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls
- (iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
- (iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a

material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 interim 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 Group to cease to continue as a going concern.

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

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

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

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

From the matters communicated with those charged with governance, the auditor determines 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 describes these matters in the auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, the auditor determines that a matter should not be communicated in the auditor's report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and the report of the other auditor..
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone 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 31<sup>st</sup> March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B".
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its

directors during the year is in accordance with the provisions of Section 197 of the Act.

- 3 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:

a) The Company has disclosed the impact of pending litigation as at 31st March, 2025 on its financial position in its financial position in its standalone financial statements – Refer Note No. 24 to the Financial statements.

b) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d) (i) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person/ entity, including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary has, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The Management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person/ entity, including foreign entities, that the company has directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(iii) Based on our audit procedures which we have considered reasonable and appropriate in the circumstances and according to the information and explanations provided to us by the Management in this regard, nothing has

come to our notice that has caused us to believe that the representations made by the Management under sub-clause (i) and (ii) contain any material misstatement.

e) The Company has not declared and paid dividend in the during the year which is not required in compliance with Section 123 of the Act.

f) As Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

**For DAVE & DAVE**  
**Chartered Accountants**  
**ICAI Firm Registration Number : 102163W**

Place : Mumbai  
Date : 30<sup>th</sup> May, 2025

**Lalit Kumar G. Dave**  
**Partner**  
**Membership Number : 043509**  
**UDIN : 25043509BMKQCD3483**

## **ANNEXURE (A) TO THE INDEPENDENT AUDITOR'S REPORT**

[Referred to in paragraph 1 of Companies (Auditor's Report) Order, 2020("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 in the Independent Auditor's Report of even date to the members of Patdiam Jewellery Limited on the financial statements for the year ended 31<sup>st</sup> March, 2025]

- (i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of property, Plant and Equipment, capital work-in-progress.

(B)The Company is maintaining proper records showing full particulars of intangible assets;

(b)All Property, Plant and Equipment have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) As per the information and explanations given to us, the immovable properties owned by the company are held in the name of the company. In respect of immovable property taken on lease and disclosed as fixed assets in financial statements, the lease agreement is in the name of the Company.

(d) The company has not revalued any of its Property, Plant and Equipment or intangible assets or both during the year. Accordingly, the reporting under clause 3 (i) (d) of the Order is not applicable to the Company.

(e) As per the information and explanations given to us, No proceeding 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 there under,

- (ii) (a) As per the information and explanations given to us, physical verification of inventory has been conducted at reasonable intervals by the management and in our opinion, the coverage and procedure of such verification by the management is appropriate; As informed to us that discrepancies noticed were less than 10% for each class of inventory.

(b) The company has working capital limits in excess of five crore rupees, from banks or financial institutions on the basis of security of current assets; The Company has filed quarterly returns or statements with such banks, which are in agreement with the books of account of the Company. However, we have not carried out specific audit of such statements.

- (iii) (a) During the year the company has not made any investments in, with respect to guarantee the company has provided guarantee to bank for one company which is reflected here under and has not provided any security to any company, firms, Limited Liability partnership and has granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability partnerships or any other parties.

(i) Amount of Guarantee provided

Particulars	Guarantee Provided to Bank	Amount In lakh
Patdiam Jewels	Punjab National Bank	1200.00

(b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made by the company in USA in two companies amounting to `92.56 lakh (Refer Note No. 31) are prejudicial to the interest of the company, with respect to guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees are not prejudicial to the company's interest.

(c) According to the information and explanation given to us and based on the audit procedures performed by us, the schedule of repayment of principal and payment of interest have been stipulated for loans and advances in the nature of loans, and the repayments of principal amount of loans and receipts of interest have been regular during the year.

(d) According to the information and explanations given to us and based on the audit procedures performed by us, there is no amount overdue of loans and advances in the nature of loans granted by the company.

(e) According to the information and explanations given to us and based on the audit procedures performed by us, no loans or advances in the nature of loan granted which has fallen due during the year, have been not been renewed or extended or no fresh loans granted to settle the over dues of existing loans given to the same parties.



- (f) In our opinion and according to the information and explanations given to us and based on the audit procedures conducted by us, 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.
- (iv) In our opinion and according to the information and explanations given to us and based on the audit procedures conducted by us, the company has complied with the provisions of sections 185 and 186 of the Act, with respect to loans and advances granted, guarantees and securities provided and investments made by the company during the year.
- (v) The company has not accepted any deposits or amounts which are deemed to be deposits from the public within the meaning of the directives issued by the Reserve Bank of India, provision of the Sections 73 to 76 of the act, any other relevant provision of the Act and the relevant rules framed there under, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been so made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) a) According to the information and explanations given to us and on the basis of the examination of the books of account, the Company has been 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 and other statutory dues applicable to it with the appropriate authorities.
- b) According to the information and explanations given to us, no undisputed amounts payable in respect of 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 other undisputed statutory dues were outstanding, at the year end for a period of more than six months from the date they became payable.

Name of Statute / Description	Amount in Rs. Lakh	Period to which the amount relates	Forum where dispute is pending
Income Tax	21.38	A.Y. 2011-12	Commissioner of Income Tax (Appeals)

- (viii) According to the information and the explanations given by the management, and based on the procedures carried out during the course of our audit, we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) In our opinion and according to the information and explanation given to us, the company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon any lender.
- (b) According to the information and explanation given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) In our opinion and according to the information and explanation given to us, the company has utilized the money obtained by way of term loans during the year for the purpose for which they were obtained, except for temporary deployment or surplus funds.
- (d) According to the information and explanation given to us, and the procedure performed by us, and on an overall examination of the financial statement of the company, we report that no fund raised on short-term basis have been used for long-term purposes by the company.
- (e) According to the information and explanation given to us and on an overall examination of the financial statement of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associate or joint ventures.
- (f) According to the information and explanation given to us and procedure performed by us, we report that the company has not raised loan during the year on the pledge of securities held in its subsidiaries, joint venture or associate companies.
- (x) (a) The Company has not raised money by way of initial public offer during the year.

(b) In our opinion and according to information and explanations obtained by us, the company has not raised any funds through preferential allotment / private placement of shares/ fully/ partially/optionally convertible debentures during the year under review.

- (xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practice in India, and according to the information and explanations given by the management, we report that no fraud by the Company or any fraud on the Company has been noticed or reported during the course of our audit.

(b) During the year under review, there are no report under sub - section 12 of section 143 of The Companies Act, 2013 has been filed by the auditor in Form ADT-4 as prescribed under rule 13 Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) During the year under review, we have not come across any whistle-blower complaints.

- (xii) The Company is not a Nidhi Company therefore the said clause is not applicable to the Company.

- (xiii) According to the information and explanations and records made available to us by the company and audit procedures performed by us, all transactions with related parties are in compliance with sections 177 and 188 of the companies Act, 2013.

The details of transaction during the year have been disclosed in the Financial statements as required by the applicable accounting standards. Refer Note No. 25 to the Financial statements.

- (xiv) (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.

(b) In our opinion and based on our examination, though the company is required to have an internal audit system under section 138 of the Act, it does not have the same established for the year.

- (xv) According to the information and explanations given to us, in our opinion during the year the company has not entered into non-cash transactions with its directors or person connected with the director and hence the provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

- (xvi) (a) As per the information and explanations given to us, the company is not required to get it registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company is not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) As per the information given to us, the company is a not a Core Investment Company (CIC) as defined in regulations made by the Reserve Bank of India.
- (d) The clause related to whether Group has more than one CIC as part of the Group is not applicable to the company.
- (xvii) The Company has not incurred any cash loss during the financial year ended on the date and the immediately preceding financial year.
- (xviii) There has been no resignation of the Statutory auditors during the year and accordingly the reporting under Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statement, our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumption, nothing has come to our attention, which cause us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting is liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liability falling due within a period of one year from the balance sheet date, will get discharge by the company as and when they fall due.
- (xx) The Company has during the year spent the amount of Corporate Social Responsibility as required under subsection (5) of Section 135 of the Act.. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For DAVE & DAVE**  
**Chartered Accountants**  
**ICAI Firm Registration Number : 102163W**

Place : Mumbai  
Date : 30<sup>th</sup> May, 2025

**Lalit Kumar G. Dave**  
**Partner**  
**Membership Number : 043509**  
**UDIN: 25043509BMKQCD3483**

## **ANNEXURE ‘B’ TO THE INDEPENDENT AUDITOR’S REPORT**

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

We have audited the internal financial controls over financial reporting of Patdian Jewellery Limited (“the Company”) as of 31<sup>st</sup> March, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our adverse audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting:**

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

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For DAVE & DAVE**  
**Chartered Accountants**  
**ICAI Firm Registration Number : 102163W**

Place : Mumbai  
Date : 30<sup>th</sup> May, 2025

**Lalit Kumar G. Dave**  
**Partner**  
**Membership Number : 043509**  
**UDIN: 25043509BMKQCD3483**



# PATDIAM JEWELLERY LIMITED

## BALANCE SHEET AS ON 31<sup>st</sup> MARCH, 2025

		Amount in lakhs	
	Notes	As at 31.03.2025	As at 31.03.2024
		₹	₹
<b>I EQUITY &amp; LIABILITIES :</b>			
<b>1) SHAREHOLDER'S FUNDS</b>			
(a) Share Capital	2	431.70	431.70
(b) Reserves and Surplus	3	6,734.02	5,543.57
<b>Total Shareholders Funds</b>		7,165.72	5,975.27
<b>2) NON-CURRENT LIABILITIES</b>			
(a) Long - term borrowings	4	90.15	-
(b) Deferred tax liability (net)		-	-
<b>Total Non-Current Liabilities</b>		90.15	-
<b>3) CURRENT LIABILITIES</b>			
(a) Short term borrowings	5	1,342.16	316.21
(b) Trade payables	6		
(i) dues of Micro and small enterprises		7.24	15.29
(ii) dues of Other than micro and small enterprises		1,871.07	621.47
(c) Other current liabilities	7	22.43	31.34
(d) Short - term provisions	8	232.55	121.76
<b>Total Current Liabilities</b>		3,475.45	1,106.07
<b>Total ₹</b>		<b>10,731.32</b>	<b>7,081.35</b>
<b>II ASSETS :</b>			
<b>1) NON - CURRENT ASSETS</b>			
(a) Property, Plant and Equipment and Intangible assets			
(i) Property, Plant and Equipment	9	1,123.00	424.82
(b) Non - current investment	10	92.81	92.81
(c) Deferred tax assets (net)	11	21.72	8.28
(d) Long - term loans & advances	12	6.88	7.10
<b>Total Non-Current Assets</b>		1,244.41	533.00
<b>2) CURRENT ASSETS</b>			
(a) Inventories	13	2,419.92	1,780.29
(b) Trade receivables	14	6,826.42	3,185.10
(c) Cash & bank balance	15	121.61	347.80
(d) Short - term loans & advances	16	118.97	1,235.15
<b>Total Current Assets</b>		9,486.91	6,548.34
<b>Total ₹</b>		<b>10,731.32</b>	<b>7,081.35</b>
<b>Significant Accounting Policies</b>			
<b>See accompanying Notes to the Financial Statements</b>		<b>1 to 35</b>	

As per our report of even date

**FOR DAVE & DAVE**  
Chartered Accountants  
ICAI Firm Registration No. 102163W

For and on behalf of the Board of Directors

**LALIT KUMAR G. DAVE**  
Partner  
Membership No. 043509  
Place : Mumbai  
Date : 30<sup>th</sup> May, 2025  
UDIN : 25043509BMQCD3483

**PRAVIN KAKDIA**      **SAMIR KAKADIA**  
Chairman & Director      Managing Director  
DIN: 00178140      DIN: 00178128

**BHARAT SHAH**      **PREKSHA SALECHA**  
Chief Financial Officer      Company Secretary  
Place : Mumbai  
Date : 30<sup>th</sup> May, 2025

## PATDIAM JEWELLERY LIMITED

### PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

		Amount in lakhs	
	Notes	For the year ended 31.03.2025 ₹	For the year ended 31.03.2024 ₹
<b>I INCOME</b>			
Revenue from operations	17	15,775.94	10,340.49
Other income	18	348.05	310.45
<b>Total Income</b>		<b>16,124.00</b>	<b>10,650.95</b>
<b>II EXPENSES :</b>			
Cost of materials consumed	19	11,941.42	7,885.39
Purchase of Stock-in-trade		664.90	381.44
Changes in inventories of finished goods, work-in-progress and Stock-in-trade	20	(43.63)	(187.96)
Employee benefits expenses	21	288.60	261.02
Finance costs	22	103.69	126.98
Depreciation and amortisation	9	93.29	86.09
Other Expenses	23	1,455.02	1,254.12
<b>Total Expenses</b>		<b>14,503.29</b>	<b>9,807.08</b>
<b>III PROFIT BEFORE TAX</b>		<b>1,620.70</b>	<b>843.87</b>
<b>IV TAX EXPENSES</b>			
- Current tax		436.00	229.30
- Prior year tax		7.70	4.01
- Deferred tax		(13.44)	(6.75)
<b>Total tax expenses</b>		<b>430.26</b>	<b>226.56</b>
<b>V PROFIT/(LOSS) FOR THE PERIOD</b>		<b>1,190.45</b>	<b>617.31</b>
<b>VI EARNINGS PER EQUITY SHARE (Face Value ₹ 10/-)</b>			
Basic		27.58	14.30
Diluted		27.58	14.30
<b>Significant Accounting Policies</b>			
<b>See accompanying Notes to the Financial Statements</b>		<b>1 to 35</b>	

As per our report of even date

#### FOR DAVE & DAVE

Chartered Accountants

ICAI Firm Registration No. 102163W

For and on behalf of the Board of Directors

#### LALIT KUMAR G. DAVE

Partner

Membership No. 043509

Place : Mumbai

Date : 30<sup>th</sup> May, 2025

UDIN : 25043509BMKQCD3483

#### PRAVIN KAKDIA

Chairman & Director

DIN: 00178140

#### SAMIR KAKADIA

Managing Director

DIN: 00178128

#### BHARAT SHAH

Chief Financial Officer

Place : Mumbai

Date : 30<sup>th</sup> May, 2025

#### PREKSHA SALECHA

Company Secretary

# PATDIAM JEWELLERY LIMITED

## STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31.03.2025

	Amount in lakhs	
	For the year ended 31.03.2025	For the year ended 31.03.2024
	₹	₹
<b>A) CASH FLOW FROM OPERATING ACTIVITIES :</b>		
<b>NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS</b>	<b>1,620.70</b>	843.87
<b>ADJUSTMENT FOR :</b>		
Depreciation and amortisation	93.29	86.09
Finance costs	103.69	126.98
Interest income	(45.66)	(180.49)
Foreign Exchange unrealised loss / (gain)	(104.76)	(48.88)
	<b>46.57</b>	(16.30)
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>1,667.27</b>	827.57
<b>ADJUSTMENT FOR :</b>		
(Increase) / Decrease in Trade Receivables	(3,531.70)	(28.16)
(Increase) / Decrease in Inventory	(639.63)	(426.63)
Increase / (Decrease) in Trade Payables	1,236.67	124.26
Increase / (Decrease) in Other Current Liabilities	15.04	15.88
(Increase) / Decrease in Long Term Loans & Advances	(0.11)	1.48
(Increase) / Decrease in Loans & Advances	1,116.18	(644.18)
	<b>(1,803.54)</b>	(957.35)
<b>CASH GENERATED FROM OPERATIONS</b>	<b>(136.27)</b>	(129.78)
Direct tax paid (net)	(343.71)	(286.93)
	<b>(343.71)</b>	(286.93)
<b>CASH FLOW BEFORE EXTRAORDINARY ITEMS</b>	<b>(479.98)</b>	(416.71)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(479.98)</b>	(416.71)
<b>B) CASH FLOW FROM INVESTING ACTIVITIES :</b>		
Purchase of Property, Plant and Equipment	(791.47)	(185.77)
Interest received	45.66	176.26
<b>NET CASH FROM/(USED IN) INVESTING ACTIVITIES</b>	<b>(745.81)</b>	(9.51)
<b>C) CASH FLOW FROM FINANCING ACTIVITIES :</b>		
Repayment of long/short term borrowing (net)	1,116.10	(648.42)
Finance Cost	(103.69)	(126.98)
	<b>1,012.41</b>	(775.40)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>1,012.41</b>	(775.40)
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(213.38)</b>	(1,201.62)
<b>CASH AND CASH EQUIVALENTS AS AT 01.04.2024</b>	<b>334.98</b>	1,536.61
<b>CASH AND CASH EQUIVALENTS AS AT 31.03.2025</b>	<b>121.61</b>	334.98

As per our report of even date.

### FOR DAVE & DAVE

Chartered Accountants

ICAI Firm Registration No. 102163W

For and on behalf of the Board of Directors

### LALIT KUMAR G. DAVE

Partner

Membership No. 043509

Place : Mumbai

Date : 30<sup>th</sup> May, 2025

UDIN : 25043509BMKQCD3483

### PRAVIN KAKDIA

Chairman & Director

DIN: 00178140

### SAMIR KAKADIA

Managing Director

DIN: 00178128

### BHARAT SHAH

Chief Financial Officer

Place : Mumbai

Date : 30<sup>th</sup> May, 2025

### PREKSHA SALECHA

Company Secretary

## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

#### 1 SIGNIFICANT ACCOUNTING POLICIES :

##### a) Basis of preparation

The financial statements are prepared under the historical cost convention on an accrual basis of accounting in accordance with the Generally Accepted Accounting Principles, Accounting Standards notified under Section 133 of the Companies Act, 2013 and the relevant provisions thereof.

##### b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principals ( GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of financial statements and reported amounts of revenue and expenses for the year. Although these estimates are based upon management 's best knowledge of current events

##### c) Property, plant and equipment and intangible assets

Property, plant and equipment and intangible assets (excluding Land & Building ) are stated at cost ( Net of Gst wherever applicable). They are stated at historical cost less accumulated depreciation and Impairment loss.

Machinery spares which can be used only in connection with a particular item of fixed asset and the use of which is irregular, are capitalised at cost net of Gst credit, wherever applicable.

##### d) Depreciation

Depreciation on Fixed Assets is provided on "Written Down Value" method and at the rates prescribed in Schedule II of the Companies Act, 2013. Depreciation on addition to fixed assets is provided on prorata basis from the date of acquisition or installation. Depreciation on assets sold, discarded, demolished or scrapped, is provided upto the month in which the said assets is sold, discarded, demolished or scrapped.

##### e) Impairment of assets

- i) At each Balance sheet date, the Company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that an impairment loss may have occurred in accordance with Accounting Standard (As)-28 "Impairment of Assets".
- ii) After Impairment, depreciation is provided on the revised carrying amount of the assets.
- iii) A Previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if no impairment loss had been recognized.

##### f) Inventories :

- i) Raw materials are valued at cost or market value, whichever is lower on first in first out basis.
- ii) Stores and Spares are valued at cost on first in first out basis.
- iii) Work in progress comprises of direct material, proportionate conversion cost or net realisable value whichever is less
- iv) Cost of finished goods comprises of direct material, conversion cost and all other cost incurred in bringing material to its present location and are valued at cost or net realisable value whichever is lower. Trading goods are valued at Cost or net realisable value, Whichever is lower.

Note : Inventories of cut and polished diamonds are valued at cost or market price whichever is lower based on the valuation report obtained from Government approved Valuer.

##### g) Foreign currency transaction

Monetary Assets except those which are covered by forward exchange contracts and monetary liabilities, i.e. items to be received or paid in foreign currency, are stated at the exchange rates prevailing on the date of Balance Sheet. In case of transactions which are covered by forward exchange contracts, the difference between the forward rate and the spot rate is recognised as income or expense over the life of contracts. Realised gains and losses on foreign currency transactions are recognised in the Profit & Loss Account.

Monetary items which are covered by forward exchange contracts, the difference between the year end rate and rate on the date of the contract is recognised as exchange difference and is recognised over the life of the contract.

Transactions in foreign currencies Current Assets (including bank account maintained in foreign currency) and current liabilities (including bank loans taken in foreign currency), i.e. items to be received or paid in foreign currency, are stated at the exchange rates prevailing on the date of the Balance Sheet.

##### h) Borrowing cost

Financial Income and borrowing costs include interest income on bank deposits and interest expense on loans recognised when the right to receive the payment is established.

## PATDIAM JEWELLERY LIMITED

### 1 SIGNIFICANT ACCOUNTING POLICIES :

**i) Recognition of Income and expenditure**

Revenues/Incomes and Cost/Expenditures are generally accounted on accrual basis as they are earned or incurred.

**Sales**

Revenue is recognised when the significant risks and rewards of ownership to the goods is passed to the buyer.

Domestic sales are accounted on dispatch of products to customers and Export sales are accounted on the basis of dates of Bill of Lading. Domestic Sales are disclosed net of Value Added Tax, discounts and returns as applicable.

**Interest**

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

**j) Employee benefits**

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for payment to vested employees at retirement, death while in employment or on termination of employment of an amount based on the respective employee's salary and the tenure of employment. Vesting occurs upon completion of given years of service. The company has provided gratuity on the basis of the amount payable for gratuity as on the date of balance sheet.

**k) Research and development expenditure**

Revenue expenses on Research & Development are charged to the Profit & Loss Account in the year in which these are incurred. Capital expenditure is taken as addition to the fixed assets.

**l) Provision for current and deferred tax**

Deferred tax asset / Liability is Nil as there is no timing difference on account of Income referred to in Profit and Loss account and Computation of Income.

Income Tax expense comprises current tax ( i.e. amount of tax for the year determined in accordance with the Income tax law and deferred tax charge or credit.

Deferred tax charge or credit reflects the tax effects of timing differences between accounting income and taxable income for the period. The deferred tax charge of credit and corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however where there is unabsorbed depreciation or carry forward losses, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and are written-down or written-up to reflect the amount that is reasonably / virtually certain ( as the case may be) to be realised.

**m) Provisions/ Contingencies**

A Provision is created when an enterprise has a present obligation as a result of past event that probably requires an outflow of resources and a reliable estimate can be made of the amount and it is probable that an outflow of resources will be required to settle the obligation. A disclosure for contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

The Company does not recognise assets which are of contingent nature until there is virtual certainty of reliability of such assets. However, if it has become virtual certain that an inflow of economic benefits will arise, assets and related income is recognised in the financial statements of the period in which the change occurs.

**n) Earning per share**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the period are adjusted for events of buy back. For the purpose of calculating diluted earnings per share, the net profit or loss attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all diluted potential equity shares.

## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

#### 2 EQUITY SHARE CAPITAL

Particulars	Amount in lakhs	
	As at 31.03.2025 ₹	As at 31.03.2024 ₹
<b>Authorised Capital:</b>		
5000000 Equity Shares of ₹ 10/- each	500.00	500.00
(Previous year 5000000 Equity Shares of ₹ 10/- each)	500.00	500.00
<b>Issued, Subscribed &amp; Paid Up :</b>		
4317000 Equity Shares of ₹ 10/- each	431.70	431.70
(Previous year 4317000 Equity Shares of ₹ 10/- each)		
<b>Total ₹</b>	<b>431.70</b>	<b>431.70</b>

- 2.01 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period: Details to be given for each class of shares separately for Issued, Subscribed and fully paid up and Subscribed but not fully paid up as applicable.

Particulars	Amount in lakhs	
	As at 31.03.2025	As at 31.03.2024
Equity Shares with voting rights at the beginning of the year		
- Number of shares	4317000	4317000
- Amount (₹)	431.70	431.70
Add : Addition/(deduction) during the year :		
- Number of shares	-	-
- Amount (₹)	-	-
Equity Shares with voting rights at the end of the year		
- Number of shares	4317000	4317000
- Amount (₹)	431.70	431.70
Equity shares with differential voting rights	-	-

- 2.02 Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 <sup>st</sup> March, 2025		As at 31 <sup>st</sup> March, 2024	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Samir T.Kakadia	940500	21.79%	940500	21.79%
Pravin T.Kakadia	1069950	24.78%	1069950	24.78%
Maheshbhai L.Navadia	354000	8.20%	354000	8.20%
Ganesh K.Navadia	352500	8.17%	352500	8.17%
Chhaganbhai K.Navadia	321000	7.44%	321000	7.44%
Equity shares with differential voting rights	-	-	-	-

- 2.03 Details of Promoter holding (as per the register of members of the Company are as under) :

Name of Shareholder	As at 31 <sup>st</sup> March, 2025			As at 31 <sup>st</sup> March, 2024		
	No of Shares	% held	% of change	No of Shares	% held	% of change
<b>Equity shares</b>	Equity shares of ₹10/- per share			Equity shares of ₹10/- per share		
Samir T.Kakadia	940500	21.79%	0.00%	940500	21.79%	0.00%
Pravin T.Kakadia	1069950	24.78%	0.00%	1069950	24.78%	0.00%
Maheshbhai L.Navadiya	354000	8.20%	0.00%	354000	8.20%	0.00%
Ganesh K.Navadiya	352500	8.17%	0.00%	352500	8.17%	0.00%
Chhaganbhai K.Navadiya	321000	7.44%	0.00%	321000	7.44%	0.00%
Priti Samir Kakadia	129000	2.99%	0.00%	129000	2.99%	0.00%
Dhruv Pravin Kakdia	34050	0.79%	0.00%	34050	0.79%	0.00%

## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

- 2.04 Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash, bonus shares and shares bought back for the period of 5 years immediately preceding the Balance Sheet date:

Particulars	Aggregate number of shares	
	As at	As at
	31.03.2025	31.03.2024
<u>Equity shares with voting rights</u>		
Fully paid up pursuant to contract(s) without payment being received in cash	Nil	Nil
Fully paid up by way of bonus shares	Nil	Nil
Shares bought back	-	-
<u>Equity shares with differential voting rights</u>		
Fully paid up pursuant to contract(s) without payment being received in cash	Nil	Nil
Fully paid up by way of bonus shares	-	-
Shares bought back	-	-

### 3 RESERVES AND SURPLUS

Particulars	Amount in lakhs	
	As at	As at
	31.03.2025	31.03.2024
	₹	₹
(a) General Reserve :		
As per last Balance Sheet	1,820.00	1,820.00
	1,820.00	1,820.00
(b) Security Premium Account :		
As per last Balance Sheet	368.76	368.76
	368.76	368.76
(c) Profit & Loss Account		
Surplus-Opening Balance	3,354.81	2,737.51
Add : Net Profit after tax transferred from Statement of Profit and Loss	1,190.45	617.31
	4,545.26	3,354.81
<b>Total ₹</b>	<b>6,734.02</b>	<b>5,543.57</b>

### 4 LONG TERM BORROWINGS

Particulars	Interest date	Maturity date	Amount in lakhs	
			As at	As at
			31.03.2025	31.03.2024
			₹	₹
(a) Secured car loan : **				
- Mercedes Benz Fin. Serv Pvt Ltd	8.4984%	60 months	90.15	-
			90.15	-
<b>Total ₹</b>			<b>90.15</b>	<b>-</b>

- 4.01 \*\*Car loan taken secured against Motor car Mercedes-Benz EQS SUV 450

# PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

## 5 SHORT TERM BORROWINGS

Particulars	Interest Rate	Maturity period	Amount in lakhs	
			As at 31.03.2025 ₹	As at 31.03.2024 ₹
(a) Loans repayable on demand :				
- Secured				
From Bank Packing Credit in Foreign Currency		Payable on demand	457.82	0.63
- with Punjab National Bank *				
From Bank Packing Credit in rupee		Payable on demand	861.11	277.11
- with State Bank of India*				
			1,318.93	277.74
- Secured term Loans :				
- Secured from Bank (in Rupees)				
- with Punjab National Bank *	7.50%	Oct - 2024	-	21.00
- with State Bank of India *	7.80% to 9.25%	Sept - 2024	-	17.47
			-	38.47
(b) Secured car loan :				
- Mercedes Benz Fin. Serv Pvt Ltd**	8.4984%	60 months	23.23	-
			23.23	-
<b>Total ₹</b>			<b>1,342.16</b>	<b>316.21</b>

5.01 \*Secured by hypothecation of Stock , Debtors and equitable mortgage of Plant & Machinery and Factory Building other movable assets at Unit No. 102, Tower No.1, SEEPZ++, SEEPZ SEZ, Andheri (E), Mumbai-400 096 and mortgage of property situated at Juhu, Mumbai in name of , Mr.Mahesh Navadia (Director) the said limit is also secured by

5.02 \*Above loans were drawn from time to time under a sanction letter which is renewable after one year against documents in the nature of Bills for raw material labour charges and export sales.

5.03 \*Interest is payable as per Reserve State Bank of India/Punjab National Bank Guidelines and linked to base Rate.

5.04 \*\*Car loan taken secured against Motor car Mercedes-Benz EQS SUV 450

## 6 TRADE PAYABLES

Particulars	Amount in lakhs				
	As at 31.03.2025				
	Outstanding from due date of payment				
	< 1 yrs ₹	1-2 years ₹	2-3 years. ₹	> 3 years ₹	Total ₹
(i) MSME	7.24	-	-	-	7.24
(ii) Others	1,806.02	0.63	-	64.42	1,871.07
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
<b>Total Trade Payable</b>	<b>1,813.26</b>	<b>0.63</b>	<b>-</b>	<b>64.42</b>	<b>1,878.30</b>

## 6 TRADE PAYABLES

Particulars	Amount in lakhs				
	As at 31.03.2024				
	Outstanding from due date of payment				
	< 1 yrs ₹	1-2 years ₹	2-3 years. ₹	> 3 years ₹	Total ₹
(i) MSME	15.29	-	-	-	15.29
(ii) Others	411.77	146.74	4.02	58.94	621.47
(iii) Disputed dues-MSME	-	-	-	-	-
(iv) Disputed dues-Others	-	-	-	-	-
<b>Total Trade Payable</b>	<b>427.06</b>	<b>146.74</b>	<b>4.02</b>	<b>58.94</b>	<b>636.76</b>



## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

6.01 DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES :	Amount in lakhs	
	As at	As at
	31.03.2025	31.03.2024
	₹	₹
(i) The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year.	7.24	15.29
(ii) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006	-	-
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	0.78	0.78
(v) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

### 7 OTHER CURRENT LIABILITIES

Particulars	Amount in lakhs	
	As at	As at
	31.03.2025	31.03.2024
	₹	₹
(a) Other payables :		
i) Statutory dues payable	13.98	9.27
ii) Advance received from customers	-	0.63
iii) Overdrawn balance with Banks	-	12.82
iv) Provisions for Expenses	8.45	8.62
	22.43	31.34
<b>Total ₹</b>	<b>22.43</b>	<b>31.34</b>

### 8 SHORT - TERM PROVISIONS

Particulars	Amount in lakhs	
	As at	As at
	31.03.2025	31.03.2024
	₹	₹
(a) Provision for employee benefits:		
i) Provision for gratuity	76.85	62.80
ii) Provision for other employee benefits	15.58	18.50
	92.44	81.30
(b) Provision - Others:		
i) Provision for tax (net )	140.12	40.46
	140.12	40.46
<b>Total ₹</b>	<b>232.55</b>	<b>121.76</b>

# PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

## 10 NON - CURRENT INVESTMENT

Particulars	No. of Shares	Face Value	As at 31.03.2025 ₹	Amount in lakhs	
				No. of Shares	As at 31.03.2024 ₹
<b>TRADE:</b>					
In Equity Shares - Unquoted, fully paid up					
Others					
i) Saraswat Co-op Bank	2500	10	0.25	2500	0.25
ii) Americas Value Channel (FV of US\$ 0.10 each)	190000	US \$ 10	87.93	190000	87.93
iii) Gem Media Group LLC (FV of US\$ 0.10 each) (Refer Note No. 31)	10000	US \$ 10	4.63	10000	4.63
<b>Total ₹</b>			<b>92.81</b>		<b>92.81</b>
Aggregate amount of quoted investments			-		-
Aggregate market value of listed and quoted investments			-		-
Aggregate amount of unquoted investments			<b>92.81</b>		<b>92.81</b>

## 11 DEFERRED TAX ASSETS(NET)

Particulars	Amount in lakhs	
	As at 31.03.2025 ₹	As at 31.03.2024 ₹
Deferred Tax Assets :		
- i) Relating to Depreciation, Amortisation and Impairment	2.38	-
- ii) relating to Employee Benefits & Provision thereof	19.34	15.81
	<b>21.72</b>	<b>15.81</b>
Less : Deferred Tax Liabilities :		
- i) Relating to Depreciation, Amortisation and Impairment	-	7.53
	<b>-</b>	<b>7.53</b>
<b>Total ₹</b>	<b>21.72</b>	<b>8.28</b>

## 12 LONG - TERM LOANS & ADVANCES

Particulars	Amount in lakhs	
	As at 31.03.2025 ₹	As at 31.03.2024 ₹
(a) Others		
-Unsecured, considered good		
Balance with or Refund Due From Statutory Authorities	4.65	4.98
	<b>4.65</b>	<b>4.98</b>
-unsecured, considered good		
Others	2.23	2.11
	<b>2.23</b>	<b>2.11</b>
<b>Total ₹</b>	<b>6.88</b>	<b>7.10</b>

## 13 INVENTORIES

Particulars	Amount in lakhs	
	As at 31.03.2025 ₹	As at 31.03.2024 ₹
i) Raw Materials	1,709.61	1,113.28
ii) Work-In-Progress	262.33	252.40
iii) Finished Goods	427.00	393.30
iv) Stock of Consumable Stores & Spare parts	20.98	21.31
	<b>2,419.92</b>	<b>1,780.29</b>
<b>Total ₹</b>	<b>2,419.92</b>	<b>1,780.29</b>

13.01 Inventories except Consumables Stores and Spares are valued at cost or net realisable value whichever is less.

13.02 Consumables Stores and Spares are valued at cost.

# PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

## 14 TRADE RECEIVABLES

Amount in lakhs  
As at 31.03.2025

Particulars	Outstanding for following periods from due date of payment					Total
	<6 months ₹	> 6 months-1 yrs ₹	1-2 years ₹	2-3 years ₹	> 3 years ₹	
(i) Undisputed Trade receivables-						
- Considered good	6,267.69	257.81	182.54	44.32	74.05	6,826.42
- Considered Doubtful	-	-	-	-	-	-
ii) Disputed Trade Receivables-						
- Considered good	-	-	-	-	-	-
- Considered Doubtful	-	-	-	-	-	-
<b>Total Trade Receivables</b>	<b>6,267.69</b>	<b>257.81</b>	<b>182.54</b>	<b>44.32</b>	<b>74.05</b>	<b>6,826.42</b>

## 14 TRADE RECEIVABLES

Amount in lakhs  
As at 31.03.2024

Particulars	Outstanding for following periods from due date of payment					Total
	<6 months ₹	> 6 months-1 yrs ₹	1-2 years ₹	2-3 years ₹	> 3 years ₹	
(i) Undisputed Trade receivables-						
- Considered good	2,811.26	230.65	43.43	18.39	81.36	3,185.10
- Considered Doubtful	-	-	-	-	-	-
ii) Disputed Trade Receivables-						
- Considered good	-	-	-	-	-	-
- Considered Doubtful	-	-	-	-	-	-
<b>Total Trade Receivables</b>	<b>2,811.26</b>	<b>230.65</b>	<b>43.43</b>	<b>18.39</b>	<b>81.36</b>	<b>3,185.10</b>

## 15 CASH & BANK BALANCE

Amount in lakhs

Particulars	As at 31.03.2025 ₹	As at 31.03.2024 ₹
(a) Cash on hand	1.63	1.59
(b) Balances with banks		
i) In Current Accounts	64.11	237.41
ii) Fixed Deposit with Bank	55.87	108.80
<b>Total ₹</b>	<b>119.98</b>	<b>346.21</b>
	<b>121.61</b>	<b>347.80</b>

## 16 SHORT TERM LOANS & ADVANCES

Amount in lakhs

Particulars	As at 31.03.2025 ₹	As at 31.03.2024 ₹
(Advances recoverable in cash or in kind or for value to be received)		
(a) Loans to Advances		
Unsecured, considered good	49.19	1,187.68
	49.19	1,187.68
(b) Prepaid expenses	25.33	13.59
	25.33	13.59
(c) Others	44.45	33.89
	44.45	33.89
<b>Total ₹</b>	<b>118.97</b>	<b>1,235.15</b>

# PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

## 9 PROPERTY, PLANT AND EQUIPMENT :

Amount in lakhs

Particulars	TANGIBLE ASSETS						Total
	Factory Building	Office Premises	Furniture and Fixtures	Plant and Equipments	Office Equipment	Vehicles	
<b>GROSS CARRYING VALUE AT COST</b>							
As at 1 <sup>st</sup> APRIL, 2023	219.75	-	135.60	398.10	53.33	111.67	<b>918.44</b>
Addition	-	-	-	156.10	19.58	10.09	<b>185.77</b>
Deduction	-	-	-	-	-	-	-
As at 31 <sup>st</sup> MARCH, 2024	219.75	-	135.60	554.21	72.90	121.75	<b>1,104.21</b>
Addition	-	636.21	-	25.16	5.84	124.26	<b>791.47</b>
Deduction	-	-	-	-	-	-	-
As at 31 <sup>st</sup> MARCH, 2025	219.75	636.21	135.60	579.37	78.74	246.01	<b>1,895.68</b>
<b>DEPRECIATION / AMORTISATION</b>							
As at 1 <sup>st</sup> APRIL, 2023	125.19	-	128.65	279.89	35.07	24.49	593.30
Charge for the year	4.66	-	0.02	47.19	10.73	23.49	86.09
Deduction	-	-	-	-	-	-	-
As at 31 <sup>st</sup> MARCH, 2024	129.84	-	128.67	327.08	45.81	47.98	<b>679.39</b>
Charge for the year	4.43	5.35	0.05	51.21	12.96	19.30	<b>93.29</b>
Deduction	-	-	-	-	-	-	-
As at 31 <sup>st</sup> MARCH, 2025	134.27	5.35	128.72	378.29	58.77	67.29	<b>772.68</b>
<b>NET CARRYING VALUE AS AT 31<sup>st</sup> MARCH, 2024</b>	<b>89.90</b>	<b>-</b>	<b>6.93</b>	<b>227.12</b>	<b>27.10</b>	<b>73.77</b>	<b>424.82</b>
<b>NET CARRYING VALUE AS AT 31<sup>st</sup> MARCH, 2025</b>	<b>85.48</b>	<b>630.87</b>	<b>6.89</b>	<b>201.08</b>	<b>19.97</b>	<b>178.72</b>	<b>1,123.00</b>

## PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> March, 2025

### 17 REVENUE FROM OPERATIONS

Particulars	Amount in lakhs	
	For the year ended 31.03.2025 ₹	For the year ended 31.03.2024 ₹
<b>a) Export goods</b>		
i) Sale of Manufactured goods	15,103.27	9,942.76
ii) Sale of Traded goods(IUT)	12.23	278.62
	15,115.51	10,221.37
<b>b) Local goods</b>		
i) Sale of Traded goods	660.44	119.12
	660.44	119.12
<b>Total ₹</b>	<b>15,775.94</b>	<b>10,340.49</b>

17.01 Sales of Product Comprises :

<b>a) Export goods</b>		
<b>i) Sale of Manufactured goods :</b>		
a) Exports of Diamond Studded Gold Jewellery	15,103.27	9,880.42
<b>ii) Sale of Traded goods (IUT) :</b>		
a) Gold, Diamond, Gold Finding & Others	12.23	611.19
<b>b) Local goods</b>		
<b>i) Sale of Traded goods :</b>		
a) Diamond	660.44	76.26
<b>Total ₹</b>	<b>15,775.94</b>	<b>10,567.87</b>

### 18 OTHER INCOME

Particulars	Amount in lakhs	
	For the year ended 31.03.2025 ₹	For the year ended 31.03.2024 ₹
a) Interest on Bank Deposit	3.62	2.88
b) Interest received - Others	42.04	177.61
c) Net gain on foreign currency transaction and translation	301.99	127.50
d) Miscellaneous income	0.40	2.46
<b>Total ₹</b>	<b>348.05</b>	<b>310.45</b>

**PATDIAM JEWELLERY LIMITED****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> March, 2025****19 RAW MATERIALS CONSUMED**

Particulars	Amount in lakhs	
	For the year ended 31.03.2025 ₹	For the year ended 31.03.2024 ₹
a) Add: Opening Stock	1,113.28	875.59
b) Add: Purchases during the year Gold, Diamond & Others	12,537.74	8,123.07
c) Less : Closing Stock	1,709.61	1,113.28
<b>Total ₹</b>	<b>11,941.42</b>	<b>7,885.39</b>

**20 CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE**

Particulars	Amount in lakhs	
	For the year ended 31.03.2025 ₹	For the year ended 31.03.2024 ₹
a) Closing Stocks		
i) Work-In-Progress	262.33	252.40
ii) Finished Goods	427.00	393.30
	689.34	645.70
Less :		
b) Opening Stocks		
i) Work-In-Progress	252.40	127.55
ii) Finished Goods	393.30	330.19
	645.70	457.75
<b>Total ₹</b>	<b>(43.63)</b>	<b>(187.96)</b>

**21 EMPLOYEE BENEFITS EXPENSES**

Particulars	Amount in lakhs	
	For the year ended 31.03.2025 ₹	For the year ended 31.03.2024 ₹
a) Salaries, Wages, Bonus	243.80	225.56
b) Contribution to E.S.I.C.	0.09	0.15
c) Contribution to Provident Fund	5.23	5.23
d) Contribution to others Fund	0.04	0.02
e) Provision / Contribution to Group Gratuity	14.79	11.18
f) Workmen & Staff Welfare expenses	24.66	18.88
<b>Total ₹</b>	<b>288.60</b>	<b>261.02</b>

## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> March, 2025

21.01 As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below:

#### (i) Defined Contribution Plan :

Contribution to Provident Fund is ₹ 4.83 lakhs (Previous year ₹ 4.83 lakhs), ESIC and Labour Welfare Fund includes ₹0.03 lakhs(Previous year ₹0.04 lakhs).

#### (ii) Defined Benefit Plan :

Gratuity & Leave Encashment:

The scheme provides for lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days service for each completed year of service or part thereof depending on the date of joining. The benefit vests after five years of continuous service.

Assumptions	Amount in lakhs	
	Gratuity Funded 31.03.2025 ₹	Gratuity Funded 31.03.2024 ₹
<b>Reconciliation of opening and closing balances of the present value of the defined benefit obligation:</b>		
Present Value of obligation as at the beginning of the year	62.80	51.62
Current service cost	11.96	10.85
Interest cost	4.51	3.88
Prior Service Costs	-	-
Actuarial (gain) / loss	(1.68)	(3.55)
Benefits paid	(0.74)	-
Present Value of obligation as at the end of the year	76.85	62.80
<b>Change in Plan Assets</b>		
Plan assets at period beginning, at fair value	-	-
Expected return on plan assets	-	-
Actuarial (gain) / loss	-	-
Contributions	-	-
Benefits paid	(0.74)	-
Plan assets at period end at fair value	(0.74)	-
<b>The amounts to be recognized in the Balance Sheet and statements of Profit and Loss</b>		
Present value of obligations as at the end of year	76.85	62.80
Fair value of plan assets as at the end of the year	(0.74)	-
Funded status	(76.85)	(62.80)
Net asset/(liability) recognized in Balance Sheet	(76.85)	(62.80)
<b>Expenses for the year</b>		
Current service cost	11.96	10.85
Interest cost on benefit obligation	4.51	3.88
Prior Service Costs	-	-
Expected return on plan assets	-	-
Net actuarial (gain)/loss recognised in the year	(1.68)	(3.55)
Total expenses recognised in the P & L A/c	14.79	11.18
<b>Assumptions</b>	<b>Gratuity 31.03.2025</b>	<b>Gratuity 31.03.2024</b>
Discount Rate	6.86%	7.23%
Employee Turnover	7.00%	7.00%
Mortality	Indian Assured Lives Mortality(2012-14) Ultimate	

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion, and other relevant factors, such as supply and demand in the employment market.

**PATDIAM JEWELLERY LIMITED****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> March, 2025****22 FINANCE COST**

Particulars	Amount in lakhs	
	For the year ended	For the year ended
	31.03.2025	31.03.2024
	₹	₹
a) Interest on Bank Loan	79.36	103.32
b) Bank Loan Processing Charges	24.33	23.64
c) Interest on Others	-	0.03
<b>Total ₹</b>	<b>103.69</b>	<b>126.98</b>

**23 OTHER EXPENSES**

Particulars	Amount in lakhs	
	For the year ended	For the year ended
	31.03.2025	31.03.2024
	₹	₹
a) Payment to Contractor	623.52	530.29
b) Tools & Consumables	151.87	137.89
c) Power & Fuel Expenses	23.48	24.43
d) Insurance expenses	22.94	25.63
e) Rates & taxes	6.94	6.34
f) Miscellaneous Expenses	112.14	73.21
g) Auditors' Remuneration	2.00	2.00
h) Freight & Forwarding Charges	119.76	140.85
i) Sale & Marketing Expenses	85.77	81.12
j) Professional Fees	16.78	15.92
k) Repairs and Maintenance Expenses	27.51	14.10
l) Telephone Expenses	2.71	2.80
m) Travelling Expenses	192.66	131.26
n) Bank Charges	38.78	33.74
o) Bad debts	9.18	18.55
p) CSR Expenses	19.00	16.00
<b>Total ₹</b>	<b>1,455.02</b>	<b>1,254.12</b>



## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

#### 24 CONTINGENCIES AND COMMITMENTS :

- a) The Company has executed Corporate Guarantee of ₹ 1200.00 lakhs (Previous year ₹ 1200.00 lakhs) favouring Punjab National Bank Mumbai for its direct control by key managerail, Patdiam Jewels of firm, Mumbai.
- b) The Company has outstanding demand of ₹ 21.38 lakhs for Assessment year 2011-12, the said proceeding is pending with Commissioner of Income Tax (Appeal).

#### 25 RELATED PARTIES TRANSACTIONS :

- a) **List of related parties and relationship where control exists or with whom transactions were entered into :**

Relationship	Name of the Related Party
Key Management Personnel	Mr. Samir Kakadia (Managing Director) Mr. Jayesh Avaiya (Director) Mr. Prakash Shah (Director) Bharat K Shah (CFO)
Other entities in which KMP has significant influence	Patdiam Patdiam Jewels Zest Corporation ZM Lifestyle Pvt Ltd ( Formerly known as Zest Melange Pvt Ltd)
Relative of Key Management Personnel	Dev Kakdia Harmi Kakdia

- b) **Disclosure in respect of transaction with related parties during the year** *Amount in lakhs*

Sr. No	Nature of Transaction	Key Management Personnel		Other entities in which KMP has significant influence/Relative of KMP	
		2024-25	2023-24	2024-25	2023-24
i)	<b>Payments to &amp; provision for Director's remuneration</b> Samri Kakadia	3.00	3.00	-	-
ii)	<b>Purchases of goods</b> Patdiam	-	-	5,771.74	3,945.08
	Patdiam Jewels	-	-	46.29	323.04
iii)	<b>Sales of goods</b> Patdiam Jewels	-	-	12.23	278.62
iv)	<b>Job Work expenses</b> ZM Lifestyle Pvt Ltd	-	-	4.90	-
v)	<b>Interest Received</b> Patdiam	-	-	41.92	177.49
vi)	<b>Salary paid</b> Bharat k shah	-	-	8.64	8.64
	Dev Kakdia	-	-	9.00	6.00
	Harmi Kakdia	-	-	10.80	9.60

# PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

## 25 RELATED PARTIES TRANSACTIONS :CONTD..

Amount in lakhs

Sr. No	Nature of Transaction	Key Management Personnel		Other entities in which KMP has significant influence	
		2024-25	2023-24	2024-25	2023-24
i)	<b>Outstanding Payables</b>				
	Patdiam Jewels	-	-	-	0.56
	Samri Kakadia (remuneration)	-	3.00	-	-
	Patdiam	-	-	968.84	-
ii)	<b>Advance given against goods purchase</b>				
	Patdiam	-	-	-	1,158.06
iii)	<b>Guarantees provided outstanding</b>				
	Patdiam Jewels	-	-	1,200.00	1,200.00

## 26 The Profit and Loss Account includes payments and provisions on account of the Managing Director and Whole-time Director as under :

Amount in lakhs

Particulars	Managing Director	Other Director	Total 2024-25	Total 2023-24
i) Salaries	3.00	-	3.00	3.00
<b>Total ₹</b>	<b>3.00</b>	<b>-</b>	<b>3.00</b>	<b>3.00</b>

## 27 EARNING PER SHARE :

Amount in lakhs

Particulars	As on 31.3.2025	As on 31.3.2024
Profit after Tax	1,190.45	617.31
No. of shares outstanding	4317000	4317000
Weighted Avg. No. of shares + potential shares o/s	4317000	4317000
Earning per share(Basic)	27.58	14.30
Earning per share(Diluted)	27.58	14.30

## 28 FINANCIAL INSTRUMENTS / FORWARD CONTRACTS :

### Unhedged Foreign Currency exposure :

Amount in lakhs

Particulars	As on 31.3.2025		As on 31.3.2024	
	US \$	Amount (₹)	US \$	Amount (₹)
Outstanding Receivables	\$ 79.26	\$ 6,774.43	\$ 38.19	\$ 3,185.10
Outstanding creditors for goods and spares	\$ 7.96	\$ 680.16	\$ 6.38	\$ 531.97
Advance received from customers	\$ -	\$ -	\$ 0.01	\$ 0.63
Packing credit in foreign currency with Bank	\$ 5.36	\$ 457.82	\$ 0.01	\$ 0.63

## 29 REMUNERATION TO AUDITORS :

Amount in lakhs

Particulars	As on 31.3.2025	As on 31.3.2024
As Auditors	1.25	1.25
Tax Audit Fees	0.30	0.30
Others	0.45	0.45
<b>Total ₹</b>	<b>2.00</b>	<b>2.00</b>

# PATDIAM JEWELLERY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

## 30 DISCLOSURE WITH RESPECT TO RATIO :

Sr No.	Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reasons for Variance
(a)	Current Ratio	Current Assets	Current Liability	2.73	5.92	-53.89%	Reasons for decline in current ratio is mainly due to increase in current liability
(b)	Debt Equity Ratio	Borrowings+ Interest Accrued	Total Equity	0.20	0.05	277.71%	Reasons for variance is due to used bank packing credit in borrowings
(c)	Debt Service Coverage ratio	Earning for Debts Services = Net Profit after tax + dep.+ Interest	Debt Service = Interest + Principal Repayments	0.15	4.20	-96.51%	Reasons for variance is due to increase in borrowings
(d)	Return on Equity Ratio	Net Profit after tax	Average Shareholder's Equity	0.18	0.11	66.32%	Reasons for variance is due to increase in Profits
(e)	Inventory turnover ratio	Cost of Goods sold or Sales	Average Inventory (Opening Inventory + Closing Inventory )/2	6.00	5.28	13.78%	NA
(f)	Trade Receivables Turnover ratio	Net Credit Sales	Average Accounts Receivables	3.15	3.29	-4.26%	NA
(g)	Trade Payables turnover	Net Credit Purchases	Average Trade Payables	10.50	14.94	-29.71%	Reasons for variance is due to increase in Trade Payables
(h)	Net Capital turnover ratio	Net Sales	Working Capital	11.20	32.70	-65.76%	Reasons for variance is due to increase in working capital
(i)	Net Profit Ratio	Net Profit	Net Sales	0.10	0.08	25.89%	Reasons for variance is due to increase in Profits
(j)	Return on Capital Employed	Earning before interest & taxes	Capital Employed	0.12	0.12	2.36%	NA
(k)	Return on investment	Net Profit after Tax	Total Equity	0.17	0.10	60.81%	variance is due to mainly decrease in profitability

In respect of aforesaid mentioned ratios, no reasons for variance provided where change (25% or more) in FY 2024-25 in comparison to FY 2023-24.

## PATDIAM JEWELLERY LIMITED

### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2025

- 31 During 2006, company has acquired some equity interest (equal to 18%) in two USA based companies, namely American Value Chain Inc(AVC) and Gems Media LLC (GM) by the investing in the aggregate a sum of US \$ 2.00 lakhs (Equivalent Indian ₹ 92.56 lakhs )(US \$ 1.90 lakhs in AVC and US \$ 0.10 lakhs in GM-Equal to ₹ 87.93 lakhs in AVC and ₹ 4.63 lakhs in GM). Subsequent to investment both companies run in to trouble and incurred huge loss. The aggregate loss as on April, 2008 was US \$ 47.45 lakhs However, company had a share holder agreement with other share holders of these companies where in it was protected from the loss and was given an exit option at a valuation of it is interest for US \$ 9.80 lakhs, after 2009. Company has exercised its option and claimed that other share holders buy out its interest at an agreed consideration in terms of share holder's agreement. However, other share holders had initially sought an extension of time, Ever after expiry of extened period, they have used delaying tactics citing huge loss, financial crunch etc as reason. Pending action in terms of share holder's agreement, company continue to present its investment as such and has not considered any provision for diminution in value of its investments in terms of theoretical value of its equity interest. In the mean time company came to know that order share holders have put in more equity fund in the companies and raised their interest developments and after having exhausted all informal channels, finally in financial year i.e.in F.Y.2015-16 company has lodged a suite in court of law in USA and claimed remedy and specific performance under share holder's agreement. It has made a plea before th court of law that its equity interest be brought out and it be paid compensation as per share holder's agreement. Management if the company has been advised by its USA Lawyers that, there is more than probable chance of it getting its claim. Considering this company has continued to show it investment at cost and has not made any provision for loss by way of diminution in value of investments in the book . However as it has now filed a suite and expressed its intention to transfer or sale its equity interest in those companies, same has been classified as current investments.
- 32 The Company has incurred ₹ 19.00 lakhs (previous year ₹ 16.00 lakhs) towards Corporate Social Responsibility activities. Further, no amount has been spent on construction / acquisition of an asset of the Company and the entire amount has been spent in cash. The amount required to be spent under Section 135 of the Companies Act, 2013 for the year 2024-25 is ₹ 18.92 lakhs i.e. 2% of average net profits for last three financial years, calculated as per Section 198 of the Companies Act, 2013. In FY 2024-25 The has contributed excess amount to of ₹0.08 lakhs which is to be carry forward for next financial year.
- 33 **Segment Reporting**  
The Company is only one Operating segments i.e Jewellery Manufacturing. There is no segment reporting required
- 34 **Other statutory information**
- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for any Benami property.
  - (ii) The Company does not have any transaction with companies struck off.
  - (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period,
  - (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
  - (v) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
  - (vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
    - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
    - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
  - (vii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
    - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
    - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
  - (viii) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- 35 The previous year's figures have been regrouped and rearranged wherever necessary to make in compliance with the current financial year.

**FOR DAVE & DAVE**  
Chartered Accountants  
ICAI Firm Registration No. 102163W

For and on behalf of the Board of Directors

**LALIT KUMAR G. DAVE**  
Partner  
Membership No. 043509  
Place : Mumbai  
Date : 30<sup>th</sup> May, 2025  
UDIN : 25043509BMKQCD3483

**PRAVIN KAKDIA**  
Chairman & Director  
DIN: 00178140

**SAMIR KAKADIA**  
Managing Director  
DIN: 00178128

**BHARAT SHAH**  
Chief Financial Officer  
Place : Mumbai  
Date : 30<sup>th</sup> May, 2025

**PREKSHA SALECHA**  
Company Secretary

# PATDIAM JEWELLERY LIMITED

CIN: L36911MH1999PLC120537

Regd. Office: Gala No 102, Bldg No. 1,

SEEPZ SEZ, Andheri (E) Mumbai (MH) – 400 096

Tel: +22-2829 3455/56; Fax: +22-2829 3459

E-mail ID: info@patdiam.com; Website: www.patdiam.com

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## ATTENDANCE SLIP

Registered Folio No./DP ID and Client ID:

Name & Address:

Number of Shares held:

I certify that I am a member /proxy /authorized representative for the member of the Company.

I hereby record my presence at the **26<sup>th</sup> Annual General Meeting** of the Company being held on Tuesday , **the 30<sup>th</sup> day of September, 2025 at 01.00 P.M.** at the Registered Office of the Company at Gala No. 102, Building No. 1, Seepz, SEZ, Andheri East, Mumbai – 400 096.

Further, please register/ update my/ our under mentioned E-mail ID for sending all future Company's correspondence:

E-mail ID: \_\_\_\_\_

**Name & Signature of Shareholder/ Proxy/ Authorised Representative**

Note: Please complete Attendance Slip and hand it over at the entrance of the meeting hall.

**ADMISSION AT THE ANNUAL GENERAL MEETING VENUE WILL BE ALLOWED ONLY ON VERIFICATION OF THE MEMBERSHIP DETAILS AND SIGNATURES ON THE ATTENDANCE SLIP.**

# PATDIAM JEWELLERY LIMITED

CIN: L36911MH1999PLC120537

Regd. Office: Gala No 102, Bldg No. 1,

SEEPZ SEZ, Andheri (E) Mumbai (MH) – 400 096

Tel: +22-2829 3455/56; Fax: +22-2829 3459

E-mail ID: info@patdiam.com; Website: www.patdiam.com

## PROXY FORM

[Pursuant to section 105(6) 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./ DP ID/ Client ID:

I/We, being the member(s) of \_\_\_\_\_ shares Patdiam Jewellery Limited, hereby appoint

1. \_\_\_\_\_ r/o \_\_\_\_\_ having e-mail id \_\_\_\_\_, signature \_\_\_\_\_ or failing him
2. \_\_\_\_\_ r/o \_\_\_\_\_ having e-mail id \_\_\_\_\_, signature \_\_\_\_\_ or failing him
3. \_\_\_\_\_ r/o \_\_\_\_\_ having e-mail id \_\_\_\_\_, signature \_\_\_\_\_ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26<sup>th</sup> Annual General Meeting of the company, to be held on the Monday the 30<sup>th</sup> September, 2025 at 01.00 P.M. at Gala No. 102, Building No. 1, Seepz, SEZ, Andheri East, Mumbai – 400 096 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Ordinary Business
1.	Adoption of Financial Statements
2.	Re-appointment of Mr. Pravin Kakadia (DIN: 00178140), Director who retires by rotation
	<b>Special Business:</b>
3.	Approval for entering into Related Party Transactions by the Company.
4.	Appointment of Mr. Maheshbhai Muljibhai Maniya as an Independent Director.
5.	Appointment of Mr. Anuj Manubhai Gabani as an Independent Director
6.	Appointment of SKJ and Associates as Secretarial Auditors

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2025

Affix  
Revenue  
Stamp

Signature of shareholder

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**

**Route Map of the venue of the 26<sup>th</sup> Annual General Meeting of Patdiam Jewellery Limited to be held on Tuesday, 30<sup>th</sup> September, 2025 at 1.00 P.M.**

Venue Address: Gala No 102, Bldg No. 1, SEEPZ SEZ, Andheri (E) Mumbai (MH) – 400 096

Landmark: SEEPZ

