



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

(Formerly Known As "Yaashvi Jewellers Private Limited")

BOARD'S REPORT

To,

The Members of Yaashvi Jewellers Limited

(Formerly known as Yaashvi Jewellers Private Limited)

The Directors hereby present their 09th Annual Report on the business and operations of Yaashvi Jewellers Limited ("the Company") along with the audited standalone financial statements for the financial year ended March 31, 2025.

1. FINANCIAL HIGHLIGHTS:

Your Company has prepared the financial statements for the financial year ended March 31, 2025, in terms of Section 129, 133 and Schedule III to the Companies Act, 2013 (as amended) (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The Company's financial performance for the year ended March 31, 2025 is summarized below:

(Rs. In Lakhs)

Particulars	FY 2024-25	FY 2023-24
Revenue from Operations	29722.65	20093.00
Other Income	53.83	0.085
Total Income	29776.48	20093.08
Total Expenses	28231.44	19823.99
Profit or loss before tax	1545.05	269.10
Total Tax Expenses	393.21	67.80
Profit after Tax	1151.84	201.30
Earnings per Share (EPS)		
1. Basic	9.95	2.90
2. Diluted	-	-

2. STATE OF COMPANY'S AFFAIRS AND PERFORMANCE

During the year under review, the Company continued its jewellery business with a focus on product quality, design innovation, and customer trust. Total income for FY 2024-25 stood at ₹29,776.48 lakhs as against ₹20,093.08 lakhs in the previous year, registering healthy growth. Profit after tax increased to ₹1151.84 lakhs compared to ₹201.30 lakhs in FY 2023-24.

Your Directors are optimistic about future growth with expansion in new markets and increased focus on customer-centric strategies.

There is no change in the nature of business of the Company for the year under review.

For YAASHVI JEWELLERS LTD.

Onkit Aggarwal

Director



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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3. DIVIDEND

During the financial year under review, your directors have not recommended any dividend to the shareholders of the Company.

4. TRANSFER TO RESERVES

The Company has not transferred any amount to General Reserve during the year under review.

5. SHARE CAPITAL

The Authorized Share Capital of the Company is Rs. 18,00,00,000 (Rupees Eighteen Crores only) divided into 1,80,00,000 (One Crore Eighty Lakh) Equity Shares of Rs.10.00 (Rupees Ten Only) each as on March 31,2025.

The Paid-Up share capital of the Company was Rs. 12,33,51,240 (Rupees Twelve Crore Thirty three Lakh Fifty One Thousand Two Hundred and forty Only) divided into 1,23,35,124 (One Crore Twenty Three Lakh Thirty Five Thousand One Hundred and Twenty Four) Equity Shares of Rs.10.00 (Rupees Ten Only) each as on March 31, 2025.

Change in capital during the year

During the year under review, the Company has issued 2,08,000 (Two Lakh Eight Thousand) equity shares of ₹10/- each at face value with share premiums as follows:

- 6,10,200 shares at a premium of ₹12.94 per share on 27/04/2024,
- 8,91,892 shares at a premium of ₹8.50 per share on 23/08/2024, and
- 5,77,908 shares at a premium of ₹8.50 per share on 16/09/2024.

Further, the Company has allotted 52,49,999 (Fifty-Two Lakh Forty-Nine Thousand Nine Hundred Ninety-Nine) equity shares as Bonus Shares in the ratio of 3:4 on 22/01/2025.

6. DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

As on March 31, 2025, Company doesn't have any Subsidiary & Joint Venture and Associate Companies at the end of the year.

7. MATERIAL CHANGES & COMMITMENTS

In pursuance to Section 134(3) (l) of the Act, no material changes and commitments have occurred after the closure of the financial year to which the financial statements relate till the date of this report, affecting the financial position of the Company.

8. MATERIAL ORDERS

In pursuance to Rule 8 (5) (vii) of the Companies (Accounts) Rules, 2014, no significant or material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

For YAASHVI JEWELLERS LTD.

Director

9. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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Pursuant to the provisions of Section 186 of the Companies Act, 2013 and the applicable rules made thereunder, the details of investments made by the Company during the financial year under review are disclosed in the financial statements forming part of this Annual Report.

During the year under review, the Company has not granted any loans, provided any guarantees, or offered any security in terms of Section 186 of the Companies Act, 2013.

10. RELATED PARTY TRANSACTIONS

During the year under review, all contracts, arrangements, and transactions entered into by the Company with related parties were in the ordinary course of business, and on an arm's length basis.

In terms of Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, the particulars of contracts or arrangements with related parties in the prescribed format are provided in Form AOC-2 for the financial year ended March 31, 2025, which forms part of this Report as **Annexure A**.

11. BOARD MEETINGS

During the FY 2024-25, Board of directors of the Company met 34 times. Details are as follows:

S.no	Meeting Date	Board Strength	No. of Directors present
1.	27/04/2024	2	2
2.	28/05/2024	2	2
3.	12/06/2024	2	2
4.	13/06/2024	2	2
5.	28/06/2024	2	2
6.	30/06/2024	2	2
7.	22/07/2024	2	2
8.	23/07/2024	2	2
9.	26/07/2024	2	2
10.	01/08/2024	2	2
11.	08/08/2024	2	2
12.	13/08/2024	2	2
13.	16/08/2024	2	2
14.	23/08/2024	2	2
15.	05/09/2024	2	2
16.	12/09/2024	2	2

For YAASHVI JEWELLERS LTD.

Director



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S.no	Meeting Date	Board Strength	No. of Directors present
17.	16.09.2024	2	2
18.	17.09.2024	2	2
19.	22.10.2024	2	2
20.	01.11.2024	2	2
21.	29.11.2024	5	5
22.	16.12.2024	5	5
23.	25.12.2024	5	5
24.	28.12.2024	5	5
25.	30.12.2024	5	5
26.	16.01.2025	5	5
27.	22.01.2025	5	5
28.	30.01.2025	5	5
29.	24.02.2025	5	5
30.	01.03.2025	5	5
31.	17.03.2025	5	5
32.	21.03.2025	5	5
33.	22.03.2025	5	5
34.	24.03.2025	5	5

12. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

As on the date of this Annual Report, the Board of Directors of the Company consists of 6 members. The Board consists of Managing Director, Whole time Director and 3 Independent Directors.:

The list of Directors and Key Managerial Personnel at the end of the reporting period is as under:

S.No.	Name of Director/KMP	DIN	Designation
1.	ANKITA AGARWAL	07664492	Managing Director
2.	ANKIT AGGARWAL	06568063	Whole-time director
3.	JYOTI TORANI	09290618	Independent Director
4.	PULKIT PATEL	10515814	Independent Director
5.	MANYA HOTCHANDANI	10851826	Independent Director
6.	DINESH KUMAR VERMA	-	CFO
7.	KALU RAM KUMAWAT	-	Company Secretary

For YAASHVI JEWELLERS LTD.

Ankit Aggarwal

Director

Change in Directorship during the year:



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

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During the year under review, there were several changes in the composition of the Board of Directors and Key Managerial Personnel of the Company:

Appointments of KMP:

- Mr. Kalu Ram Kumawat was appointed as Company Secretary w.e.f. 25th December, 2024.
- Mr. Dinesh Kumar Verma was appointed as Chief Financial Officer w.e.f. 25th December, 2024.

Appointments/Resignations of Directors:

- Mr. Pulkit Patel and Ms. Manya Hotchandani were appointed as Independent Directors w.e.f. 29th November, 2024.
- Mr. Ujjval Sangtani was appointed as Director w.e.f. 29th November, 2024 and subsequently resigned on 24th February, 2025.
- Mr. Prateek Bhansali was appointed as an Independent Director w.e.f. 24th February, 2025 and resigned on 22nd March, 2025.
- Ms. Jyoti Torani was appointed as an Independent Director w.e.f. 22nd March, 2025.

Change in Designation:

- Mr. Ankit Aggarwal was re-designated as Whole-time Director w.e.f. 1st March, 2025.
- Ms. Ankita Agarwal was re-designated as Managing Director w.e.f. 1st March, 2025.

The Board places on record its sincere appreciation for the valuable guidance and contributions made by the Directors who ceased to be associated with the Company during the year.

13. AUDITORS AND AUDIT REPORT

Statutory Auditors and their Report

The Members of the Company at their Annual General Meeting held on 30th September, 2022 appointed M/s. ARS and Company, Chartered Accountants (Firm Registration No. 009406C), as the Statutory Auditors of the Company for a period of 5 (five) consecutive years, commencing from 1st April, 2022, to hold office until the conclusion of the 11th Annual General Meeting, covering the financial years from 2022-23 to 2026-27.

The Statutory Auditor has issued Audit Reports with unmodified opinion on the Financial Statements of the Company for the financial year ended March 31, 2025. Further the Statutory Auditors have not reported any frauds under Section 143(12) of the Act. The Notes on the Financial Statements referred to in the Audit Report are self-explanatory and therefore, do not call for any further explanation or comments from the Board.

Secretarial Auditor

The requirement of Secretarial Audit for the financial year 2024-25 under the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder shall be applicable.

Board of Director had appointed M/s ABHISHEK S & ASSOCIATES (M.No. A59433 and COP No. 25039), Company Secretary in Practice, as the Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year 2024-25.

The Auditor has carried out periodic reviews and presented their reports on the adequacy and effectiveness of Secretarial Standard. Report is enclosed as Annexure C

For YAASHVI JEWELLERS LTD

Ankit Aggarwal

Director



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

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Internal Auditor

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014, the Board of Directors had appointed M/s. A Balani & Associate, (M.No:A33746 And COP No:13773), Company Secretary in Practice, as the Internal Auditor of the Company to conduct the Internal Audit for the financial year 2024-25 and 2025-26. The Internal Auditor has carried out periodic reviews and presented their reports on the adequacy and effectiveness of internal controls and processes, which were reviewed by the Audit Committee / Board of Directors from time to time.

14. BOARD'S COMMITTEES

Presently, the board has four (4) committees i.e Audit Committee, Stakeholder Relationship Committee, Nomination & Remuneration Committee, and CSR Committee, constitution of which are given below: - Committee details are mentioned as on March 31,2025.

• Audit Committee

The Constitution of Audit Committee is as under:

Name	Designation in Company	Designation in Committee
Mr. PULKIT PATEL	Independent Director	Chairperson
Mrs. JYOTI TORANI	Independent Director	Member
Mrs. ANKITA AGARWAL	Managing Director	Member

The Committee met 1 time during the year 2024-25 on 24/03/2025 and the recommendation as given by the Committee was accepted by the Board.

• Nomination and Remuneration Committee

The Constitution of Nomination and Remuneration Committee is as under:

Name	Designation in Company	Designation in Committee
Mrs. MANYA HOTCHANDANI	Independent Director	Chairperson
Mr. PULKIT PATEL	Independent Director	Member
Mrs. JYOTI TORANI	Independent Director	Member

The Committee met 1 time during the year 2024-25 on 24/03/2025

For YAASHVI JEWELLERS LTD.

Ankit Agarwal

Director

• Stakeholders Relationship Committee

Name	Designation in Company	Designation in Committee
Mrs. MANYA HOTCHANDANI	Independent Director	Chairperson
Mr. PULKIT PATEL	Independent Director	Member



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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Mr. ANKIT AGGARWAL	Whole-time director	Member
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The Committee met 1 time during the year 2024-25 on 24/03/2025

• Corporate Social Responsibility Committee

Name	Designation in Company	Designation in Committee
Mr. PULKIT PATEL	Independent Director	Chairman
Mr. ANKIT AGGARWAL	Whole-time director	Member
Mrs. ANKITA AGARWAL	Managing Director	Member

The Committee met 1 time during the year 2024-25 on 24/03/2025

• Initial Public Offer Committee

Name	Designation in Company	Designation in Committee
Mr. ANKIT AGGARWAL	Whole Time Director	Chairman
Mrs. ANKITA AGARWAL	Managing Director (Woman Director)	Member
Mr. PULKIT PATEL	Independent Director	Member

The Committee met 1 time during the year 2024-25 on 24/03/2025

15. GENERAL MEETINGS

The Annual General Meeting (AGM) of the Company for the financial year ended March 31, 2025, was held on September 30, 2025.

During the year, Extra-Ordinary General Meeting (EGM) were also convened on May 30, 2024, June 14, 2024 and July 25, 2024.

16. DISCLOSURE RELATED TO POLICIES

Vigil Mechanism/Whistle Blower Policy

The Company has adopted a Whistle Blower Policy, as part of vigil mechanism as per the provisions of Section 177 of the Act. Under the Vigil Mechanism Policy, the protected disclosures can be made by a victim through an e-mail or a letter to the Chairperson of the Audit Committee. The Policy provides for adequate safeguards against victimization of Directors and Employees who avail of the vigil mechanism.

During the financial year under review, no whistleblower event was reported and mechanism is functioning well and it is affirmed that no personnel of the Company have been denied access to the Chairperson of the Audit Committee.

For YAASHVI JEWELLERS LTD.

Director

Corporate Social Responsibility (CSR)

Pursuant to Section 135 of the Companies Act, 2013 ("the Act") read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company was required to spend at least 2% of the average net profits of the three immediately preceding financial years towards CSR activities during the Financial Year 2025-26.

The average net profits of the Company for the three immediately preceding financial years are as under:



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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- FY 2022-23: ₹95.18 lakhs
- FY 2023-24: ₹269.10 lakhs
- FY 2024-25: ₹1,545.05 lakhs

Accordingly, the Company require to spend an amount of **₹12.72 lakhs** towards CSR activities during FY 2025-26.

However, during the year under review, the Company has not incurred any expenditure towards CSR activities. The unspent amount shall be transferred/dealt with in accordance with the provisions of Section 135(5) and 135(6) of the Act read with the Companies (CSR Policy) Rules, 2014.

The Board affirms its commitment to identify appropriate projects and ensure compliance with CSR requirements in the coming years.

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

In order to prevent sexual harassment of women at workplace "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" was notified on December 09, 2013. Under the said Act, every Company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Your Company has always believed in providing a safe and harassment free workplace for every individual working in the premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

In terms of the provisions of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has in placed a robust policy for prevention of Sexual Harassment of Women at workplace. The policy aims at prevention of harassment of employees as well as contract workers and lays down the guidelines for identification, reporting and prevention of sexual harassment and your Company has also set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee and follows the guidelines provided in the policy

The summary of the complaints received and disposed of related to sexual harassment during the year 2024- 25 is provided below:

1	No. of complaints received in the year	0
2	No of complaints were disposed of in the year	0
3	Cases pending for more than 90 days	0
4	No workshops and awareness programs were conducted in the year	0
5	Nature of action by the employer or District officer, if any	0

For YAASHVI JEWELLERS LTD.

(Signature)

18. MATERNITY BENEFIT COMPLIANCE

Pursuant to Clause (xiii) of sub-rule (5) of Rule 8 of the Companies (Accounts) Rules, 2014, the Board of Directors hereby confirms that the Company has complied with the provisions of the Maternity Benefit Act, 1961 during the year under review. All eligible female employees are extended maternity benefits in accordance with the Act, including paid maternity leave, nursing breaks, and protection from dismissal during the maternity period. During the review period, no instances of non-compliance were observed.

19. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Company has placed a copy of the Annual Return



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

(Formerly Known As "Yaashvi Jewellers Private Limited")

as on March 31, 2025 on its website at

20. DEPOSIT

The Company has neither invited nor accepted or renewed any deposit amount falling within the purview of Section 73 of the Companies Act, 2013 (the Act) read with the Companies (Acceptance of Deposit) Rules, 2014, during the year under review. No amount of principal or interest was outstanding as on March 31, 2025. Hence, the requirement of providing details relating to deposits and also of deposits which are not in compliance with Chapter V of the Act, is not applicable.

21. INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

The Company has in place adequate internal financial controls with reference to financial statements. During the financial year, such controls were tested and no reportable material weakness in the design or operation was observed.

22. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO.

The Information on Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as stipulated under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is attached to this report as **Annexure C**.

23. PARTICULARS OF EMPLOYEES

Your Company recognizes that its employees are the key drivers of growth and long-term sustainability. We continue to foster a culture of performance, innovation, and accountability, while ensuring that our people are equipped with the right skills, training, and opportunities to excel. Our HR practices are designed to create a motivated workforce that contributes effectively towards the Company's objectives.

The Company follows structured performance measurement practices such as Job Performance Analysis and other Key Performance Indicators (KPIs), aligned to employee roles and responsibilities. Periodic evaluations are conducted to assess efficiency, productivity, and goal alignment, thereby encouraging employees to deliver their best and continuously improve.

As on March 31, 2025, the disclosure as required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company.

For YAASHVI JEWELLERS LTD.
Onkit Aggarwal

24. MANAGEMENT DISCUSSION AND ANALYSIS

Accordingly, the provisions of Regulation 34(2)(f) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to the submission of a Management Discussion and Analysis Report, were not applicable to the Company for the financial year ended March 31, 2025.

25. INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the provisions of Section 124 of the Companies Act, 2013 and the applicable Rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more, along with the underlying unclaimed dividend, are required to be transferred to the Investor Education and Protection Fund (IEPF)



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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,established by the Central Government.

During the financial year under review, the Company did not transfer any amount of unpaid dividend to the IEPF, as there was no unpaid or unclaimed dividend for the period specified under the Act.

26. DIRECTORS' RESPONSIBILITY STATEMENT

As required by Section 134(3) (c) of the Act, your Directors state and confirm that:

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The directors had prepared the annual accounts on a going concern basis; and
- The directors had laid down internal financial controls to be followed by the Company and that such internal financial control is adequate and was operating effectively.
- They had devised proper systems to ensure Compliance with the provisions of all the applicable laws and that such systems are adequate and operating efficiently.

27. OTHER DISCLOSURES

- The Company is in regular compliance of all the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.
- No application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the 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 is not applicable;
- There was no revision of financial statements and Board's Report of the Company during the year under review;
- Company has not issued equity shares with differential rights as to dividend, voting or otherwise;
- The Company has not issued any sweat equity shares to its directors or employees; and
- There was no instance of one-time settlement with any Bank or Financial Institution.

FOR YAASHVI JEWELLERS LTD.

(Signature)

28. ACKNOWLEDGEMENT

Your Company's organizational culture upholds professionalism, integrity and continuous improvement across all functions as well as efficient utilization of the Company's resources for sustainable and profitable growth.

Your Directors wish to place on record their appreciation for the sincere services rendered by employees of the Company at all levels. Your Directors also wish to place on record their appreciation for the valuable cooperation and support received from various Government Authorities, Banks/Financial Institutions and other stakeholders such as members, customers and suppliers, among others. Your Directors also commend the continuing commitment and dedication of employees at all levels which has been vital for the Company's success.



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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The Board is deeply grateful to our investors and shareholders for the unwavering confidence and faith in us and look forward to their continued support in future.

Date: 04/09/2025

Place: JAIPUR

For and on behalf of the Board of Directors

FOR YAASHVI JEWELLERS LIMITED

For YAASHVI JEWELLERS LTD.

Anikta Agarwal

Managing Director

DIN: 07664492



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

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ANNEXURE-A

Form No. AOC-2

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

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

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2025, which were not at arm's length basis. Nil

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

S. No.	Name of Related Party	Nature of relationship	Nature of transaction	Amount as on 31 st March 2025 (Lakhs)	Amount as on 31 st March 2024(Lakhs)
1	ANKIT AGGARWAL	Whole-time director	Director Remuneration	60.00	62.40
2	ANKITA AGARWAL	Managing Director	Director Remuneration	48.00	48.00
3	Kiran Agarwal	Director Relative	Interest on Unsecured Loan	2.7	2.70
4	MANYA HOTCHANDANI	Independent Director	Director Remuneration	0.24	0.00
5	PULKIT PATEL	Independent Director	Director Remuneration	0.18	0.00
6	UJJAWAL SANGTANI	Independent Director	Director Remuneration	0.24	0.00
7	Dinesh Kumar Agarwal and Sons HUF	Director Relative	Interest on Unsecured Loan	0	6.02
8	D.A. Jewellers	Director Relative	Interest on Unsecured Loan	0	0.52

Duration of Contracts / Arrangements / Transactions

- April 2024 to March 2025

Salient Terms

- Payment: As per applicable credit terms
- Advances Paid: N.A.

For YAASHVI JEWELLERS LTD.

Ankit Aggarwal

Director

Annexure B

PARTICULARS REQUIRED UNDER SECTION 134(3)(M) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014

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



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

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A. Conservation of Energy

Energy conservation continues to be one of the key focus areas of sustainability at the Company. As a responsible gold manufacturing entity, the Company is committed to minimizing its environmental footprint by adopting energy-efficient practices across smelting, refining, fabrication, and office operations.

The Company views energy management as a structured approach to monitoring, controlling, and optimizing energy consumption, which not only reduces costs but also contributes positively to sustainable growth.

i. The steps taken or impact on conservation of energy:

- Installation of modern energy-efficient induction furnaces and refining equipment to reduce power consumption.
- Use of automated temperature control systems to ensure optimum energy utilization during melting and refining processes.
- Replacement of conventional lighting with LED and motion-sensor-based lighting systems at manufacturing facilities and offices.
- Deployment of energy-efficient air compressors, motors, and process machinery to reduce idle energy consumption.
- Implementation of waste heat recovery systems to reuse heat energy generated in furnaces.
- Regular preventive maintenance programs to ensure machinery runs at peak efficiency.
- Awareness programs among employees to encourage responsible energy usage and operational efficiency.

ii. The steps taken by the Company for utilising alternate sources of energy:

- Exploring use of renewable energy sources, including solar rooftop installations for factory premises.
- Entering into green power purchase agreements to gradually increase the share of renewable energy in operations.

iii. Capital investment on energy conservation equipment:

- During the year under review, the Company has incurred only routine maintenance expenditure for energy-efficient equipment. No major capital investment was made.

B. Technology Absorption

The Company recognizes that continuous investment in advanced technologies is essential to maintain its competitiveness and ensure superior quality standards in gold refining and jewellery manufacturing. Accordingly, efforts are consistently made to absorb, adapt, and innovate technologies for enhancing efficiency, productivity, and product quality.

Efforts made towards technology absorption include:

- Adoption of advanced refining technologies to achieve higher purity levels with lower wastage.
- Implementation of Computer-Aided Design (CAD) and 3D printing for jewellery prototyping and design development.
- Use of laser cutting and hallmarking machines to improve precision and ensure compliance with international standards.
- Integration of ERP systems and digital tracking for efficient inventory, process control, and supply chain management.
- Continuous R&D activities aimed at improving refining techniques, reducing material losses, and developing innovative product designs.

For YAASHVI JEWELLERS LTD.
Onkit Aggarwal
Director

Benefits derived include:



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

(Formerly Known As "Yaashvi Jewellers Private Limited")

- Improvement in product quality, finishing, and purity standards.
- Reduction in wastage and operational costs through process optimization.
- Faster design-to-market cycle for new jewellery collections.
- Enhanced customer confidence by delivering certified, pure, and innovative products.
- Reduction in reliance on imported technology through development of in-house processes.

C. Foreign Exchange Earnings and Outgo

i. Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services, and export plans:

The Company continues to focus on strengthening its presence in international markets through exports of refined gold and finished jewellery. Efforts are being made to develop new customer relationships, participate in international trade exhibitions, and leverage digital marketing channels to expand overseas sales.

ii. Total foreign exchange earnings and outgo during the year:

- The Foreign Exchange earned in terms of actual inflows during the year: NIL
- The Foreign Exchange outgo during the year in terms of actual outflows: Rs. 2907.11 Lakhs

Date: 04/09/2025

Place: JAIPUR

For and on behalf of the Board of Directors

FOR YAASHVI JEWELLERS LIMITED

For YAASHVI JEWELLERS LTD.

Director

Anikta Agarwal
Managing Director
DIN: 07664492



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

(Formerly Known As "Yaashvi Jewellers Private Limited")

Annexure C

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025

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

To,
The Members,
YAASHVI JEWELLERS LIMITED
PLOT NO. 486 NEMI SAGAR COLONY
VAISHALI NAGAR, JAIPUR, Rajasthan,
India, 302021

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **YAASHVI JEWELLERS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon. Based on my verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2025 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; **(Not Applicable to the Company during the Audit Period)**
- (iii) The Depositories Act, 1996 (As amended by Finance Act, 2018) and the Regulations and Bye-laws Framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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- (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the Audit Period)**
- (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; **(Not applicable to the Company during the Audit Period)**
- (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during the Audit Period); **(Not applicable to the Company during the Audit Period)**
- (e) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; **(Not applicable to the Company during the Audit Period)**
- (f) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the Audit Period);**
- (g) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the Audit Period);**
- (h) 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; **(Not applicable to the Company during the Audit Period)**
- (i) Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993; **(Not applicable to the Company during the Audit Period)** and

As confirmed by the management, there are no sector specific laws that are applicable specifically to the company.

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

- (i). Secretarial Standards with regard to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s) and The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Not Applicable to the Company during the Audit Period;**

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

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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Adequate notice is given to all Directors/ Members/Invitees to schedule the Board Meetings, Committee Meetings and General Meetings, along with its agenda and detailed notes on agenda were sent in advance as required 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.

All decisions of Board and Committee and General Meetings were carried with requisite majority.

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

Note: Please report specific observations / qualification, reservation or adverse remarks in respect of the Board Structures/system and processes relating to the Audit period.

I further report that during the audit period there were no other specific events/actions in pursuance of the above -referred laws, rules, regulations, guidelines etc. having a major bearing on the company affairs.

Date: 09.09.2025

Place: Jaipur

**FOR ABHISHEK S & ASSOCIATES
COMPANY SECRETARIES**

**ABHISHEK SHARMA
PROPRIETOR
FCS - A59433
COP - 25039
UDIN : A059433G001785597**

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



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

(Formerly Known As "Yaashvi Jewellers Private Limited")

Annexure-A

To,
The Members,
YAASHVI JEWELLERS LIMITED
PLOT NO. 486 NEMI SAGAR COLONY
VAISHALI NAGAR, JAIPUR, Rajasthan,
India, 302021

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

1. Maintenance of secretarial record 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.
4. Where ever 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 provisions of Corporate 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 report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: 09.09.2025

Place: Jaipur

**FOR ABHISHEK S & ASSOCIATES
COMPANY SECRETARIES**

**ABHISHEK SHARMA
PROPRIETOR
FCS - A59433
COP - 25039
UDIN : A059433G001785597**



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NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 9th Annual General Meeting of the members of YAASHVI JEWELLERS LIMITED will be held on Tuesday, September 30, 2025 at 12.30 P.M at the registered office of the company plot no Plot No. 486 Nemi Sagar Colony Vaishali Nagar, Jaipur, Jaipur, Rajasthan, India, 302021 to transact the following business.

ORDINARY BUSINESS:

Item No. 1: Adoption of Financial Statements: -

To consider and adopt the audited financial statement (including consolidated financial statement) of the company for the financial year ended March 31, 2025, and the report of the Boards of Directors ('the Boards') and auditors thereon.

Item No. 2: Appointment of Mr. Ankit Aggarwal DIN 06568063 as a director liable to retire by rotation.

To appoint a director in place of Mr. Ankit Aggarwal DIN 06568063 who retires by rotation and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

By Order of Board of Directors
For YAASHVI JEWELLERS LIMITED
CIN: U27200RJ2016PLC056519

Company

DATE: 04/09/2025
PLACE: JAIPUR
Secretary

Notes: -

The Explanatory Statement pursuant to sub-section (1) of Section 102 of the Companies Act, 2013 in respect of the Special Business is annexed hereto and forms part of the Notice.

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting power. A member holding more than 10% of the total share capital of the company may appoint a single person as a proxy and such person shall not act as a proxy for any other shareholder. The instrument of Proxy in order to be effective should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.

Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their

For YAASHVI JEWELLERS LTD.

Director



YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAAACY8478P1Z9

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behalf at the Meeting.

Members and Proxies attending the Meeting should bring the attendance slip duly filled in for attending the Meeting. Members who hold shares in the dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification for attendance at the Meeting.

2. Members are informed that in case of joint holders attending the meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by NSDL.
4. Cameo Corporate Services Limited is the Registrar and Share Transfer Agent (RTA) for physical shares and is also the depository interface of the Company with both CDSL and NSDL.
5. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, nominations, change of address, change of name and e-mail address, etc., to their Depository Participant. This will help the Company and the Company's Registrar and Transfer Agent, M/s Cameo Corporate Services Limited to provide efficient and prompt services. Members holding shares in physical form are requested to intimate such changes to Registrar. Non-resident Indian members are requested to inform the company or its RTA or to the concerned DP's, of the change in the residential status on return to India for permanent settlement and the Particulars of NRE/NRO account with a bank in India, if not furnished earlier.
6. Members may now avail of the facility of nomination by nominating, in the prescribed form, a person to whom their shares in the Company shall vest in the event of their death. Interested Members may write to the Registrars and Share Transfer Agents for the prescribed form.
7. The documents referred to in the proposed resolutions are available for inspection at the Registered Office of the Company during working hours between 10:00 a.m. to 5:00 p.m. except on holidays.
8. Queries on accounts and operations may please be sent to the Company 7 days in advance of the 09th Annual General Meeting so that the answers may be made available at the meeting.
9. The Ministry of Corporate Affairs (MCA) vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011, respectively have taken a 'Green Initiative in Corporate Governance' and allowed Companies to send communication to the shareholders through electronic mode. Members are requested to support this Green Initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company or its Transfer Agent.
10. Electronic copy of the Notice of the 9th Annual General Meeting of the Company indicating, inter alia, the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participant(s)/RTA for communication purposes unless any member has requested for a hard copy of the same.
11. Members may also note that the Notice of the 9th Annual General Meeting and the Annual Report for the Financial year 2024-25 will also be available on the Company's website <https://yaashvijewellers.com/> for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Jaipur 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 permitted mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: cs@yaashvijewellers.com.

For YAASHVI JEWELLERS LTD.
Ankit Aggarwal,
Director



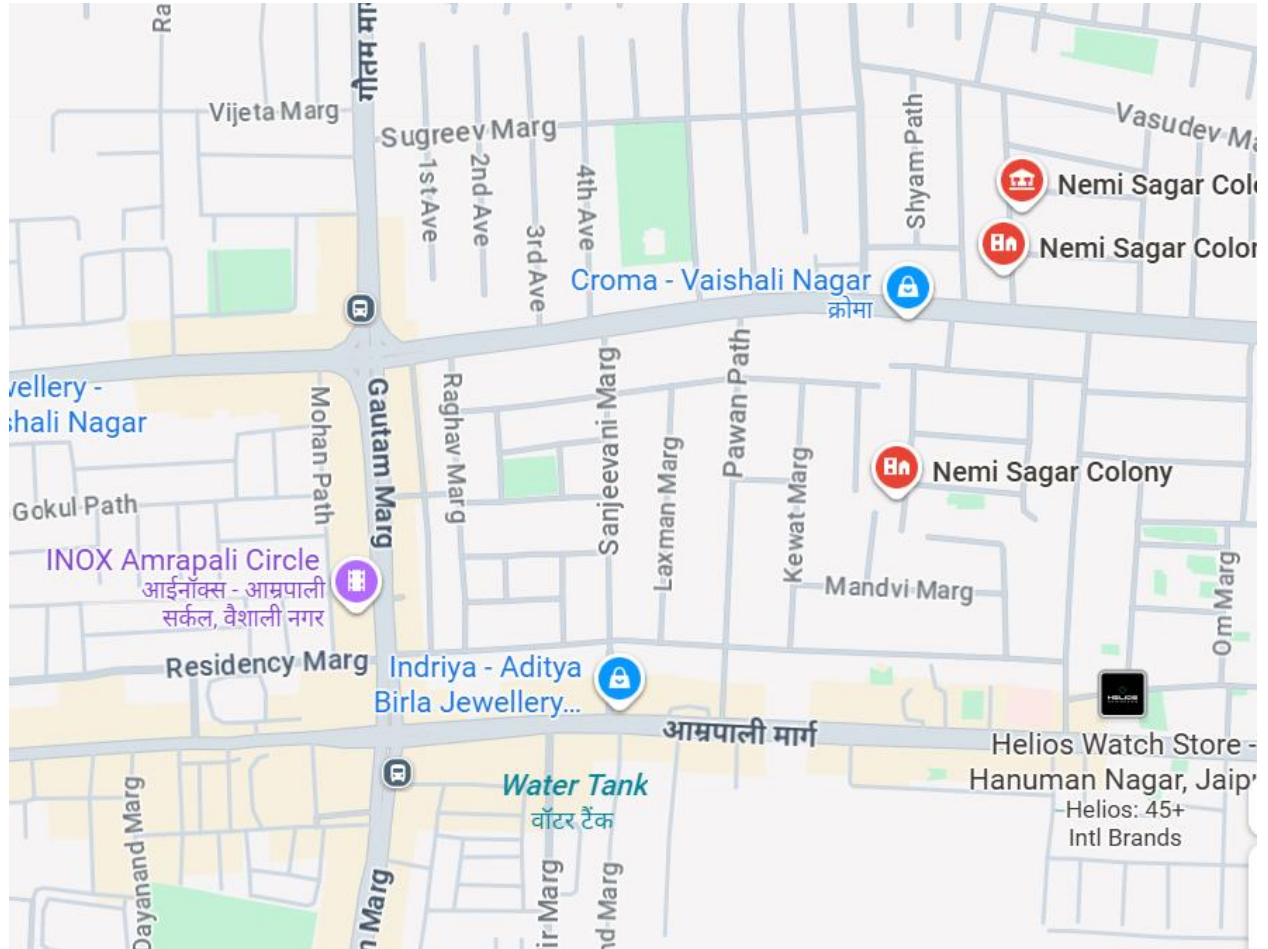
YAASHVI JEWELLERS LIMITED

CIN: U27200RJ2016PLC056519 , GST NO: 08AAACY8478P1Z9

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12. In terms of Section 152 of the Companies Act, 2013, Mr. Ankit Aggarwal DIN 06568063 is liable to retire by rotation at this 9th Annual General Meeting and being eligible, has offered himself for reappointment. Details of Directors seeking appointment/ re-appointment at the Annual General Meeting is annexed to the Notice.

MAP



For YAASHVI JEWELLERS LTD.

Ankit Aggarwal

Director