

ANNUAL REPORT
FOR THE YEAR ENDED
31ST MARCH 2024

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NET AVENUE TECHNOLOGIES LIMITED
(Formerly NET AVENUE TECHNOLOGIES PRIVATE LIMITED)

BOARD OF DIRECTORS & KEY MANGERIAL PERSONNEL

NAME	DIN	DESIGNATION
Mr. Rajesh Nahar	01015059	Chairman cum Managing Director
Mr. Ritesh Katariya	01019455	Whole Time Director
Mr. Naresh Kumar	07026135	Non-executive Director
Mr. Murali Rajagopalachari	00759040	Independent Director
Ms. Riya Jain	10309330	Independent Director
Mr. Prakash		Chief Financial Officer
Ms. Bhumisha Darshan Dadwani		Company Secretary

STATUTORY AUDITORS

PKF SRIDHAR & SANTHANAM LLP
Chartered Accountants
KRD Gee Gee Crystal, No.91-92 7th Floor
Dr. Radhakrishnan Salai, Mylapore
Chennai 600004

SECRETARIAL AUDITORS

A.K. JAIN & ASSOCIATES
Company Secretaries
No.2 Raja Annamalai Road, Purasaiwakkam
Chennai 600084

REGISTRAR & TRANSFER AGENT

INTEGRATED REGISTRY MANAGEMENT SERVICES PVT LTD
#30 Ramana Residency, 4th Cross, Sampige Road
Malleswaram, Bengaluru 560003
Telephone: 080 – 23460815

REGISTERED OFFICE

New No 16, Old No 13, 1st Floor, Prithvi Avenue
Alwarpet, Teynampet, Chennai 600018
Email: investor@natl.in

STOCK EXCHANGE

NATIONAL STOCK EXCHANGE OF INDIA LTD

ISIN

INE518X01015

DATE OF LISTING

08/12/2023

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NOTICE TO MEMBERS

NOTICE is hereby given that the **23rd Annual General Meeting** of the members of **M/s. NET AVENUE TECHNOLOGIES LIMITED** will be held on Saturday, 28th September, 2024, at 12:00 Noon (IST), through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), to transact the following businesses:

ORDINARY BUSINESS:

1. (a) To receive, consider and adopt the Standalone Audited Financial Statements with reports of the Auditors and Directors thereon for the financial year ended 31st March, 2024.

(b) To receive, consider and adopt the Consolidated Audited Financial Statements and the report of the auditors thereon for the financial year ended 31st March, 2024.
2. To appoint a director in place of Mr. Naresh Kumar (DIN: 07026135), who retires by rotation and being eligible, offers himself for reappointment.
3. To appoint auditors and fix their remuneration.

“RESOLVED THAT pursuant to Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) consent of the members be and is hereby accorded to re-appoint M/s. PKF SRIDHAR & SANTHANAM LLP, Chartered Accountants, Chennai (FRN: 003990S/S200018) as statutory auditors of the Company for a term of four years from the conclusion of this Annual General Meeting until the conclusion of the 27th Annual General Meeting to be held in the year 2028, at such remuneration as mutually agreed between the Board and the Auditors.”

FURTHER RESOLVED THAT Mr. Rajesh Nahar (DIN: 01015059), Chairman cum Managing Director, be and is hereby authorized to do all such acts, deeds and things as may be deemed expedient in this regard on behalf of the Company”

**On behalf of the Board
For NET AVENUE TECHNOLOGIES LIMITED**

Place: Chennai
Date: 02.09.2024

Sd/-
RAJESH NAHAR
Chairman cum Managing Director
DIN: 01015059

NOTES

1. The Ministry of Corporate Affairs (“MCA”) vide its Circular Nos. 20/2020 dated 05.05.2020, 02/2021 dated 13.01.2021, 19/2021 dated 08.12.2021, 21/2021 dated 14.12.2021, 2/2022 dated 05.05.2022, 10/2022 dated 28.12.2022 and 09/2023 dated 25.09.2023 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13.05.2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07.10.2023 issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as “the Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through Video Conference (VC) / Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) and the Circulars, the AGM of the Company is being held through VC / OAVM.
2. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
3. Since the AGM will be held through VC / OAVM, the Route Map, Attendance Slip and Proxy Form are not attached to this Notice.
4. Though a Member, pursuant to the provisions of the Act, is entitled to attend and vote at the meeting, is entitled to appoint one or more proxies (proxy need not be a Member of the Company) to attend and vote instead of himself / herself, the facility of appointment of proxies is not available as this AGM is convened through VC / OAVM pursuant to the Circulars.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from 22.09.2024 to 28.09.2024 (both days inclusive).
8. Members are requested to intimate the changes in their respective mailing address either to the Company or RTA in case of shares held in physical form or to their respective Depository Participants (DPs) in case of shares held in dematerialized form.
9. The Securities and Exchange Board of India (SEBI) has recently mandated furnishing of PAN, KYC details (i.e., Postal Address with PIN Code, email address, mobile number, bank account details) and nomination details by holders of securities.

SEBI has vide its amendment Circular Nos. SEBI/HO/ MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 and SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 read with previous circulars issued in this regard has mandated that with effect from 01st April, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, choice of nomination, contact details including mobile number, bank account details and specimen signature.

10. Members who have not yet registered their e-mail addresses are requested to register the same with their DPs, in case the shares are held by them in electronic form and with the Company / RTA, in case the shares are held by them in physical form.

11. SEBI vide Circular dated 25th January, 2022 mandated issuance of Securities in Dematerialized Form in case of Investor Service Requests viz., Issue of Duplicate Share Certificates, Claim from Unclaimed Suspense Account, Renewal / Exchange of Share Certificates, Endorsement, Sub-division / Splitting of Share Certificates, Consolidation of Share Certificates / Folios, Transmission, Transposition, etc.

12. In line with the MCA Circulars, the Notice convening the AGM and the Annual Report for the year 2023-24 is made available on the of the Stock Exchange (i.e.) National Stock Exchange of India Limited at www.nseindia.com/. The Notice and the Annual Report are also made available on the website of CDSL (agency providing the remote e-Voting facility and e-Voting system during the AGM) (i.e.) www.evotingindia.com.

13. Information pursuant to regulations 36(3) & (5) of SEBI LODR and Secretarial Standard on General Meeting (SS-2) with respect to the Directors seeking appointment / re-appointment and auditor appointment, as the case may be, at the AGM are furnished in the Annexure to this Notice. The Directors have furnished the requisite consents / declarations for their appointment / re-appointment.

14. The Register of Directors and Key Managerial Personnel and their shareholdings maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements maintained under Section 189 of the said Act, will be available electronically for inspection by the Members during the AGM.

15. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM (i.e.) 28th September, 2024. Members seeking to inspect such documents can send e-mail to investor@natl.in

CDSL E-VOTING SYSTEM – FOR E-VOTING AND JOINING VIRTUAL MEETINGS

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and MCA Circulars, 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the

authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. The Board of Directors of the Company has appointed Mr. Pankaj Mehta (ACS 29407 and CPNo.10598), partner of A.K. Jain & Associates, Practicing Company Secretaries, Chennai as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on September 24, 2024 at 9.00 A.M. and ends on September 27, 2024 at 5.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 21, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in evoting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p>

	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteendigit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see eVoting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote eVoting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (iv) After entering these details appropriately, click on "SUBMIT" tab.
- (v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (viii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (ix) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (x) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

- (xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; akjainassociates@gmail.com, investor@natl.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGHVC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **Five days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **Five days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at investor@natl.in. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

2. For Demat shareholder- Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

4. Investor Service Portal: <https://wisdom.cameoindia.com>

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no.1800 22 55 33.

Information at a glance

Particulars	Details
Day, Date & Time of AGM	Saturday, 28 th September, 2024, at 12:00 Noon
Mode	Through Video Conferencing ('VC') / Other Audio Video Means ('OAVM')
Cut-off date for Voting	Saturday, 21 st September, 2024
E-voting – Start time & date	September 24, 2024 at 9.00 A.M.
E-voting – End time & date	September 27, 2024 at 5.00 P.M.

Additional Information of Directors with regard to appointment / reappointment, as required under Regulation 36(3) of the SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) by ICSI:

Name of the Director	Mr. K NARESH KUMAR
DIN	07026135
Date of Birth and Age	07-12-1969, 54 years
Date of first appointment	07-11-2014
Brief resume, qualification, experience and nature of expertise	He has worked as IT Analyst in TATA Consultancy Services limited. He holds degree in Bachelor of Engineering and has cumulative experience of 23 Years. He has experience in Capital market consulting in Investment Banking, Risk Management, Trading, Compliance and Consulting experience in leading European, American, Latin American and Asian markets.
Directorship in other listed companies	Prithvi Exchange (India) Limited
Chairman/Member of other Committee in Limited companies	Prithvi Exchange (India) Limited Audit Committee – Member Nomination & Remuneration Committee - Chairman
Whether related with Directors or KMP	No
Number of shares held as at 31.03.2024	Nil

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 FOR ITEM NO.3

The existing tenure of M/s. PKF SRIDHAR & SANTHANAM LLP, Chartered Accountants, Chennai (FRN: 003990S/S200018), is upto ensuing Annual General Meeting. M/s. PKF SRIDHAR & SANTHANAM LLP, Chartered Accountants, were initially appointed for the year 2018-2019 in view of casual vacancy caused by resignation of previous auditor and were subsequently re-appointed for a further period of five years in the Annual General Meeting held for the year ended 31.03.2019. As per Section 139 of the Companies Act, 2013, the audit firm can do audit for a maximum of two terms of five consecutive years. Since, M/s. PKF SRIDHAR & SANTHANAM LLP, Chartered Accountants, have done the Audit for a period of six years, it is proposed to appoint them for a further term of four years at the ensuing Annual General Meeting. The Company has received consent from them to act as Statutory Auditors of the Company and letter that their appointment would be within the limits prescribed under the Companies Act, 2013. Accordingly, the resolution is placed before the members for their consent.

None of directors, key managerial persons or their relatives, are in any way, concerned or interested in the said resolution.

DIRECTORS' REPORT

To,
The Members of
M/s. NET AVENUE TECHNOLOGIES LIMITED

Your Directors have pleasure in presenting the 23rd Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2024.

1. FINANCIAL SUMMARY OR HIGHLIGHTS / PERFORMANCE OF THE COMPANY:

STANDALONE:

(In Lakhs)

PARTICULARS	31.03.2024	31.03.2023
Income	2,698.04	3,629.83
Less: Expenditure	2,870.53	3,442.52
Profit before Tax	(172.49)	187.31
Less: Current Tax	--	--
Less: Deferred Tax	--	--
Profit after Tax	(172.49)	187.31

CONSOLIDATED:

(In Lakhs)

PARTICULARS	31.03.2024	31.03.2023
Income	2,689.49	3,632.38
Less: Expenditure	2,898.89	3,454.38
Profit /Loss before Exceptional Items Tax	(209.40)	178.00
Less: Exceptional Items	51.30	--
Profit/Loss before Tax	(158.10)	178.00
Less: Current Tax	--	--
Less: Deferred Tax	--	--
Profit after Tax	(158.10)	178.00
Share of loss from associate	(0.02)	(0.02)
Profit after tax and share of loss from associate	(158.12)	177.98

CONVERSION TO PUBLIC LIMITED COMPANY:

The Company has been converted from Private Limited Company to Public Limited Company vide fresh certificate of incorporation dated 22.09.2023

OPERATIONS:

We, Net Avenue Technologies Limited sell Indian Ethnic wear primarily to South Asian Diaspora through our websites cbazaar.com and ethnovog.com. We directly sell to end consumer and we get orders from over 100 countries with United States, United Kingdom, Australia and Canada being the primary markets. In the international market, 100% of our orders are prepaid orders. Only in India we provide COD option. Our registered office is in Chennai, Tamilnadu and our corporate office and fulfilment centre is based in Surat, Gujarat.

Product categories includes

- Lehenga Choli,
- Salwar Kameez,
- Gowns,
- Kurtas,
- Sherwani,
- Kurta Sets,
- Kids wear
- Accessories

We sell both third party vendor products and private label.

Third party vendor products:

We list third party vendor products on our website. It could be semi stitched or readymade. We provide customers an option to choose customization while placing their orders. Once a customer places an order by selecting third party vendor product, we place a back to back order with the vendor. We get the product from our vendor to our Surat fulfilment centre where the quality check is done and moved to exclusive outsourced tailoring units for stitching. After stitching the products are again received at our fulfilment centre where final quality check is done and then the products are shipped to the end customer through reputed international courier partners like DHL, FedEx, Aramex etc.

Private Label:

We have inhouse designers who design the product and samples are made and launched in the website. The newly launched designs are always on “Made to Order” model i.e. the product is made only after an order is received. Once an order is received, the required fabrics are taken from the warehouse and moved to exclusive outsourced tailoring units for stitching. Post stitching, final quality check is done and then the products are shipped. We have started doing bulk production of top selling designs and keep it in warehouse. These private label products are also sold through other third party marketplaces like Myntra, Nykaa, Amazon etc.

2. DIVIDEND:

The Directors do not recommend any dividend for the year.

3. TRANSFER TO RESERVES:

The following transfers were made to the General Reserves during the year under review:

(In Lakhs)

Particulars	31.03.2024
General Reserve balance at the beginning of the year	62.99
Add: Amount transferred to General Reserve on account of forfeiture	5.83
Add: Amount transferred to General Reserve on expiry of options granted to Promoters	160.95
Balance at the end of the year	229.77

4. SHARE CAPITAL:

(a) AUTHORISED SHARE CAPITAL:

The members of the Company at their meeting held on 16.08.2023 vide ordinary resolution, reclassified / altered the authorised share capital of the Company as follows

(i) Reclassification:

The Authorised Share Capital of the Company was reclassified from Rs.36,00,000/- comprising of 24,99,980 equity shares of Re.1/- each, 10 Class B Series A equity shares of Re.1/- each, 10 Class B Series B equity shares of Re.1/- each, 500,000 Class B Series A Preference Shares of Re.1/- each and 600,000 Class B Series B Preference Shares of Re.1/- each to Rs.36,00,000/- comprising of 36,00,000 equity shares of Re.1/- each

(ii) Increase in Capital:

The Authorised Share Capital of the Company was increased from Rs.36,00,000/- comprising of 36,00,000 Equity Shares of Re.1/- each to Rs.2,30,00,000/- comprising of 2,30,00,000 Equity shares of Re.1/- each.

(b) CONVERSION / ALLOTMENT OF EQUITY SHARES OF RE.1/- EACH:

The Board of Directors of the Company, upon obtaining the consent from the members at their meeting held on 16.08.2023, converted / allotted equity shares on 16.08.2023 as stated hereunder;

- 6 Equity Shares of Re.1/- each aggregating to Rs.6/- were allotted in respect of reclassification of Class B Series A Equity Shares of Re.1/-
- 468,614 Equity Shares of Re.1/- each aggregating to Rs.468,614/- were allotted in respect of conversion of Class B Series A Preference Shares of Re.1/-
- 544,114 Equity Shares of Re.1/- each aggregating to Rs.544,114/- were allotted in respect of conversion of Class B Series B Preference Shares of Re.1/-

(c) BONUS ISSUE:

The Board of Directors of the Company, upon obtaining the consent from the members at their meeting held on 16.08.2023, had allotted 1,35,06,924 Equity Shares of Re.1/- each on 16.08.2023 in the proportion of 6 Bonus Equity Shares for every 1 fully paid up equity share held by the members.

(d) Employee Stock Option Scheme (ESOP):

During the year under review the members of the Company at their meeting held on 21.08.2023 had approved to adopt the amended and restated Employee Stock Option Policy (ESOP) Scheme. The objective of the ESOP is to attract, reward, motivate and retain employees for high levels of individual performance, promotes employee ownership culture and reduces attrition by fostering a sense of partnership and ownership among valued employees. The information relating to the options granted to the employees is morefully detailed in the Annexure 'A' attached.

(e) Initial Public Offer (IPO):

During the year under review the Company had offered equity shares by way of Initial Public Offer (IPO) and allotted shares as stated hereunder;

Date of allotment	Type of Issue	No. of shares issued	Face Value in (Re.)	Premium per share (Rs)	Total amount in (Rs.)
December 05, 2023	Initial Public offer (IPO)	56,96,000	1/-	17/-	102,528,000/-

5. DETAILS OF UTILIZATION OF FUNDS RAISED THROUGH INITIAL PUBLIC OFFER (IPO):

During the year under review, the Company raised funds aggregating to Rs.10.25 Crores through public issue. The particulars of funds raised and details of utilization of funds as at 31st March, 2024 are as follows;

(Value in Lakhs)

Original Object	Original allocation	Funds Utilised	Amount of Deviation	Remarks
Issue Related Expenses	124.36	124.36	-	-
General Corporate Expenses - FY 2023-24	41.14	41.14	-	-
Working Capital	120	120	-	-
Customer Acquisition - Marketing & Awareness	174.66	28.18	-	In view of sluggish in demand, the Company has reduced the spend. The balance of 146.48 Lakhs will be spent in current year.

6. DEPOSITS:

The Company has not accepted nor renewed any deposits during the year under the review and therefore details mentioned in Rule 8(5)(v) & (vi) of Companies (Accounts) Rules, 2014 relating to deposits covered under chapter V is not required to be given.

7. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR / STATE OF COMPANY'S AFFAIR & NATURE OF CHANGE IN BUSINESS:

The company is engaged in sale of Indian designer clothes and accessories. There is no change in the nature of business during the year as compared to previous year.

8. MANAGEMENT DISCUSSION & ANALYSIS REPORT:

Pursuant to Regulation 34(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, a Management Discussion and Analysis Report are given in Annexure 'B'.

9. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Your Company does not fall under the ambit of provisions of Section 135 of the Companies Act, 2013. Accordingly, the provisions of Corporate Social Responsibility are not applicable.

10. MATERIAL CHANGES AND COMMITMENTS:

No material changes and commitments, affecting the financial position of the company which has occurred between the end of the financial year of the company to which the financial statements relate and till the date of this report.

11. VIGIL MECHANISM / WHISTLE-BLOWER POLICY FOR DIRECTORS AND EMPLOYEES:

The Company has formulated a comprehensive Whistle-blower Policy in line with the provisions of Section 177 of the Companies Act, 2013. The Vigil Mechanism has been placed in the website of the Company at <https://www.natl.in/corporate-policies.html>

12. DISCLOSURES AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Your Company has adopted a policy against sexual harassment in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder. The Company has constituted an Internal Complaints Committee for the redressal of complaints on sexual harassment. During the year, the Company had not received any complaint on sexual harassment and no complaint was pending as on March 31, 2024. The Policy on Prevention of Sexual Harassment at workplace has been placed in the website of the Company at <https://www.natl.in/corporate-policies.html>

13. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have an impact on the going concern status and the Company's operations in future.

14. ANNUAL RETURN:

Pursuant to the amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return (Form MGT-7) for the financial year ended March 31, 2024, will be available on the Company's website and can be accessed at <https://www.natl.in/home.html>

15. RELATED PARTY TRANSACTIONS

The transactions entered with the related party were in the ordinary course of business and at arm's length basis. The particulars of transactions entered are disclosed in the notes forming part of the financial statements and form AOC 2 is enclosed as Annexure 'C'.

16. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS:

The Company has not advanced any loan, given guarantees and made investments during the year.

17. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE FINANCIAL YEAR

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year 2023-24

18. 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:

Not Applicable

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

Your Company is taking utmost care to conserve energy wherever possible. There was no technology absorption during the year. The details of foreign earnings and outgo are disclosed in the notes to the financial statements.

20. DETAILS OF SUBSIDIARY/ JOINT VENTURES / ASSOCIATE COMPANIES:

The details of subsidiary / associate in Form AOC-1 are attached as Annexure 'D'.

21. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

24 Board Meetings were held during the year and the gap between two meetings was not more than 120 days. The date of the meetings and the attendance of directors are mentioned below.

SN	DATE OF BOARD MEETING	Mr. RAJESH NAHAR	Mr. RITESH KATARIYA	Mr. NARESH JAIN	Mr. MURALI RAJAGOPALAC HARI	Ms. RIYA JAIN
1	25.05.2023	✓	✓	✓	NA	NA
2	23.06.2023	✓	✓	✓	NA	NA
3	30.06.2023	✓	✓	✓	NA	NA
4	04.08.2023	✓	✓	✓	NA	NA
5	14.08.2023	✓	✓	✓	NA	NA
6	16.08.2023	✓	✓	✓	NA	NA
7	18.08.2023	✓	✓	✓	NA	NA
8	21.08.2023	✓	✓	✓	NA	NA
9	13.09.2023	✓	✓	✓	NA	NA
10	22.09.2023	✓	✓	✓	NA	NA
11	23.09.2023	✓	✓	✓	NA	NA
12	25.09.2023	✓	✓	✓	NA	NA
13	29.09.2023	✓	✓	✓	✓	✓
14	30.09.2023	✓	✓	✓	✓	✓
15	16.10.2023	✓	✓	✓	✓	✓
16	27.10.2023	✓	✓	✓	✓	✓
17	03.11.2023	✓	✓	✓	✓	✓
18	05.11.2023	✓	✓	✓	✓	✓
19	11.11.2023	✓	✓	✓	✓	✓
20	20.11.2023	✓	✓	✓	✓	✓
21	29.11.2023	✓	✓	✓	✓	✓
22	05.12.2023	✓	✓	✓	✓	✓
23	08.01.2024	✓	✓	✓	✓	✓
24	08.03.2024	✓	✓	✓	✓	✓

22. DIRECTORS' & KEY MANAGERIAL PERSON:

(a) The Company comprises of Five Directors as at 31.03.2024 as stated below:

SN	DIN	NAME OF THE DIRECTOR	DESIGNATION	Category
1.	01015059	Mr. Rajesh Nahar	Managing Director	Promoter - Executive
2.	01019455	Mr. Ritesh Katariya	Whole time Director	Promoter – Executive
3.	07026135	Mr. Naresh Kumar	Director	Non-Independent
4.	00759040	Mr. Murali Rajagopalachari	Director	Independent
5.	10309330	Ms. Riya Jain	Director	Independent

(b) The details key managerial personnel as at 31st March, 2024 are as follows:

S No	PAN	NAME OF THE DIRECTOR	DESIGNATION
1	AVEPP7521N	Mr. Prakash	CFO
2	BQHPD2523B	Ms. Bhumisha Darshan Dadwani	Company Secretary

(c) The details of appointment, change in designation of Directors and Key Managerial Person during the year are mentioned below

SN	DIN / PAN	NAME OF THE DIRECTOR/ KMP	PARTICULARS	DATE OF APPOINTMENT / CESSATION / CHANGE IN DESIGNATION
1	01015059	Mr. Rajesh Nahar	Change in Designation as Chairman Cum Managing Director	26 th September 2023
2	01019455	Mr. Ritesh Katariya	Change in Designation as Whole time Director	26 th September 2023
3	00759040	Mr. Murali Rajagopalachari	Appointment as Director	26 th September 2023
4	10309330	Ms. Riya Jain	Appointment as Director	26 th September 2023
5	AVEPP7521N	Mr. Prakash	Appointment as CFO	23 rd September 2023
6	BQHPD2523B	Ms. Bhumisha Darshan Dadwani	Appointment as Company Secretary	23 rd September 2023

(d) Mr. Naresh Kumar, Director, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

23. INDEPENDENT DIRECTORS:

The Independent directors have given declaration under Section 149 of the Companies Act, 2013, that they meet the criteria of independence. In terms of requirements under Schedule IV of the Companies Act, 2013 and Regulation 25 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Directors at their meeting, inter alia, reviewed the following.

- Performance of Non-Independent Directors and Board as a whole.
- Performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Director.

- Assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Company has received declarations of independence in accordance with the provisions of the Act as well as the LODR Regulations from all the Independent Directors

24. ADEQUACY OF INTERNAL CONTROLS AND COMPLIANCE WITH LAWS:

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

25. SECRETARIAL STANDARDS:

The Company has complied with the applicable provisions of Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.

26. COMMITTEES

a) Audit Committee

In terms of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has constituted Audit Committee comprising of three members and the committee met two times during the year on 29.12.2023 and 22.03.2024 with requisite quorum present throughout the meetings. The composition of the Audit Committee and details of meeting held are provided hereunder:

SN	Name of Directors	Designation	Category	No. of Meetings	
				Held	Attended
1	Mr. Rajagopalachari Murali	Chairman	NEID	2	2
2	Ms. Riya Jain	Member	NEID	2	2
3	Mr. Ritesh Katariya	Member	ED	2	2

NEID – Non Executive Independent Director

ED – Executive Director

b) Nomination and Remuneration Committee

In terms of Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has constituted a Nomination & Remuneration Committee comprising of three members and the committee met once during the year on 26.09.2023 with requisite quorum present throughout the meeting. The composition of the Nomination & Remuneration Committee and details of meeting held are provided hereunder:

SN	Name of Directors	Designation	Category	No. of Meetings	
				Held	Attended
1	Mr. Rajagopalachari Murali	Chairman	NEID	1	1
2	Ms. Riya Jain	Member	NEID	1	1
3	Mr. Naresh Kumar	Member	NED	1	1

NEID – Non Executive Independent Director

NED – Non Executive Director

c) Stakeholders Relationship Committee:

In terms of section 178 of the Companies Act, 2013 read with Rules thereof and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirement), 2015, the Company has constituted Stakeholders Relationship Committee consisting comprises of three members and the committee met once during the year on 08.03.2024 with requisite quorum present throughout the meeting. The composition of the Stakeholders Relationship Committee and details of meeting held are provided hereunder:

SN	Name of Directors	Designation	Category	No. of Meetings	
				Held	Attended
1	Mr. Rajagopalachari Murali	Chairman	NEID	1	1
2	Mr. Rajesh Nahar	Member	ED	1	1
3	Mr. Ritesh Katariya	Member	ED	1	1

NEID – Non Executive Independent Director

ED – Executive Director

27. REMUNERATION POLICY

The Company has adopted a Nomination and Remuneration Policy in terms of the Section 178 of the Act. The policy, inter alia, lays down the principles relating to appointment, cessation, remuneration and evaluation of directors, key managerial personnel and senior management personnel of the Company. The Nomination & Remuneration Policy of the Company is available on the website of the Company at <https://www.natl.in/home.html>

28. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:

None of the Independent/Non-Executive Directors have any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

29. AUDITORS AND AUDIT REPORTS

a) Statutory Auditors:

M/s. PKF Sridhar & Santhanam LLP, Chartered Accountants, Chennai holds office upto the date of ensuing Annual General Meeting and are eligible to continue for a further period of four years in terms of Section 139 of the Companies Act, 2013. The Company has received consent and letter of eligibility from them as required in the Act. The Board recommends their appointment for a further period of four years to hold office until the conclusion of Annual General Meeting to be held for the year 31.03.2028.

b) Secretarial Auditors:

The Board of Directors, pursuant to the provisions of Section 204 of the Companies Act, 2013, appointed M/s. AK Jain and Associates, Company Secretary in Practice, as the Secretarial Auditor of the Company, to carry out the Secretarial Audit for the Financial Year 2023-24. Secretarial Audit Report, issued by the Secretarial Auditor in Form No. MR-3 forms part of this Report and is annexed herewith as Annexure 'E'.

c) Internal Auditors:

In terms of Section 138 of the Companies Act, 2013, the Company had appointed M/s. Ronak G Jain & Co, Chartered Accountants, as Internal Auditor of the Company.

30. REMARKS / OBSERVATION OF THE AUDITORS AND REPLY OF THE BOARD:

Statutory Auditors:

Observations	Reply
Attention is drawn to Note No. 36 to the Standalone Financial Statements regarding the delay in remittances / collections of certain overdue balances to / from its wholly owned subsidiaries.	The delay was there at the beginning of the financial year 2023-24. However, it has been addressed during the year and as on 31 st March 2024 there were no overdue balances.
The Company is required to have an Internal Audit System under Section 138 of the Act. The Company did not have an internal audit system for the period under audit	The Company has appointed an Internal Auditor in the Board Meeting held on 25.05.2024.

31. REPORTING OF FRAUD BY THE AUDITORS:

The statutory auditors have not reported any frauds under section 143(12) of the Companies Act, 2013.

32. MAINTENANCE OF COST RECORDS:

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

33. PARTICULARS OF EMPLOYEES:

The information required under Section 197 of the Companies Act, 2013 and the Rules made thereunder are annexed to this Report as Annexure 'F'

34. RISK MANAGEMENT POLICY:

The Company has a Proper Risk Management Policy towards Operations and Administrative affairs of the Company. The Directors review the Policy at regular intervals of time and ensure Proper Implementation of the Policy.

35. CORPORATE GOVERNANCE:

Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, does not apply to your Company. Hence, the report on Corporate Governance is not provided.

36. DIRECTORS RESPONSIBILITY STATEMENT:

To the best of their knowledge, belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) In the preparation of the annual accounts, the applicable accounting standards have followed and that no material departures have been made for the same.
- b) appropriate accounting policies have been selected and applied consistently, and have 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 31st March 2024 and of the loss of the Company for the year ended 31st March 2024,
- c) proper and sufficient care have been taken for maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities,
- d) the annual accounts have been prepared on a going concern basis
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- f) the directors had laid down internal financial controls to be followed by the Company and that such financial controls are adequate and were operating effectively.

37. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION & PROTECTION FUND:

There are no amounts which need to be transferred to Investor Education and Protection Fund.

38. ACKNOWLEDGEMENTS:

Your Directors take this opportunity to acknowledge all stakeholders of the Company viz members, customers, suppliers, bankers, business partners/associates, financial institutions and various regulatory authorities for their consistent support/encouragement to the Company.

On behalf of the Board

For **NET AVENUE TECHNOLOGIES LIMITED**

Sd/-

Rajesh Nahar

Chairman cum Managing Director

DIN: 01015059

Place: Chennai

Date: 02.09.2024

Sd/-

Ritesh Katariya

Whole time Director

DIN: 01019455

Place: Surat

Date: 02.09.2024

ANNEXURE A**EMPLOYEE STOCK OPTION**

SN	NATURE OF DISCLOSURE	PARTICULARS
1	Options Granted	1,32,466
2	Options Vested	21,410
3	Options Exercised	0
4	The total no. of shares arising as a result of exercise of option	Not exercised so far.
5	Options Lapsed	46,816
6	Exercise price	Rs. 60/- for 7 options
7	Variation of terms of option	-
8	Money realized by exercise of options	-
9	Bonus options issued, post balance sheet date 31 March 2024	2,44,400
10	Total number of options in force	3,30,050
11	Employee wise details of options granted to;	
(i)	key managerial personnel	1,57,500
(ii)	any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year.	Yes there are employees who received 5% or more of options granted in a year.
(iii)	identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	-

On behalf of the Board
For **NET AVENUE TECHNOLOGIES LIMITED**

Sd/-
Rajesh Nahar
Chairman cum Managing Director
DIN: 01015059

Sd/-
Ritesh Katariya
Whole time Director
DIN: 01019455

Place: Chennai
Date: 02.09.2024

Place: Surat
Date: 02.09.2024

MANAGEMENT DISCUSSION & ANALYSIS REPORT**OVERVIEW OF APPAREL RETAIL MARKET****Domestic Market**

The Indian retail industry has seen remarkable growth, becoming one of the largest retail markets globally. The key growth drivers for the market include urbanization, rising incomes, and expanding internet and smartphone use which are expected to boost e-commerce sales.

The Indian Apparel industry is one of the most distinctive in the world because of its ancient techniques and cultural traditions. In India's vastness, it is natural that its different parts, in addition to having their own unique cultures and languages, also have a variety of clothing. With the rise of urbanization and the country adopting traditional values at an increasing pace, the fashion and apparel industries are on the wheel of adaptation. The Indian Apparel market is projected to generate revenue of US\$105.50 Bn in CY 2024 and is further anticipated to grow from CY 2024 to CY 2028 at an annual growth rate of 3.81%.

However the industry faces challenges such as a geographically dispersed population, complex distribution networks, limited IT systems, and the dominance of unorganized local stores.

International Market

As per the Ministry of External Affairs, there are over 35 Mn Indian diaspora living across the world with the United States having the largest diaspora population of about 5 Mn. Regions like the United States, Canada, United Kingdom, Middle East have huge opportunities for Indian Ethnic wear. Amazon enabled sellers to export over USD 6 Bn (all categories) in the year 2022 through the Amazon platform. Amazon US platform is annually selling over \$100 Mn Indian Ethnic wear products.

Risk and Concerns

Your company has adopted a risk management policy to promote a proactive approach to reporting, evaluating, and resolving risks associated with the Company's Business.

Our current growth strategies include:

- a) Go deeper into key markets like the United States
- b) Scaling up our private label through increased partnerships
- c) Build brand awareness through social media marketing

Key Growth Drivers:

- a) Requirement of customized ethnic wear among diaspora population
- b) Increasing disposable income
- c) Large and growing Indian wedding and celebration wear market driven by increased consumer spending
- d) Increasing tendency to wear appropriate celebration wear for respective festive events

e) e-commerce marketplace platforms

Company overview and Segment performance:

The Company sells Indian Ethnic wear through cbazaar.com primarily targeting the diaspora population. The Company offers custom stitching solutions as a value added proposition to its customers. Its primary markets are the United States, United Kingdom, Canada, Australia and India. The Company also owns a private label which is also sold through third party marketplaces like Myntra, Amazon, Nykaaetc in addition to its own website.

The company's 75% of the operating income is from exports. Over 50% of the orders processed are customized orders.

Discussion on financial performance with respect to operational performance

The revenue from the operations for the year has decreased as compared to revenue of the previous year. The Company has incurred loss during the year as against profit for the previous year.

Material developments in Human Resources / Industrial Relations front, including number of people employed.

As on 31st March 2024, the number of employees in the Company was 86 employees and about 23% of them are women employees. The company appointed the Compliance officer during the year.

SWOT ANALYSIS:

Strength:

- a) Technology capability to offer customized products
- b) Company has the capability to execute customized orders on scale

Weakness:

- a) Inconsistency in supply chain
- b) Inadequate infrastructure like logistics hampers the efficient functioning of the Industry

Opportunities:

- a) the expanding middle class with rising disposable incomes and evolving fashion preferences offer immense growth opportunities.
- b) the rapid growth of organized retail, both offline and online, provides a significant opportunity for the apparel industry.

Threats:

- a) the industry faces intense competition from low-cost manufacturing hubs.
- b) volatility in rates of freight can impact the profitability of the players.

Key Financial Ratios

Particulars	March 31, 2024	March 31, 2023	Variance %	Reason for variance more than 25%
(a) Current Ratio	1.89	1.03	84%	Reduced the liabilities during the year
(b) Debt-Equity Ratio	0.65	12.48	-95%	On account of equity capital raised availed during the year
(c) Debt Service Coverage Ratio	(0.90)	0.74	-221%	Reduction in profit margin
(d) Return on Equity Ratio	-146.00%	846.39%	-117%	On account of drop in revenue
(e) Inventory turnover ratio	4.11	5.18	-21%	On account of drop in sales
(f) Trade Receivables turnover ratio	31.71	36.08	-12%	
(g) Trade payables turnover ratio	1.26	2.24	-44%	Reduced the payables during the year
(h) Net capital turnover ratio	3.01	58.62	-95%	On account of increase in share capital
(i) Net profit ratio	-6.59%	5.60%	-218%	On account of drop in revenue

On behalf of the Board

For **NET AVENUE TECHNOLOGIES LIMITED**

Sd/-

Rajesh Nahar
Chairman cum Managing Director
DIN: 01015059

Sd/-

Ritesh Katariya
Whole time Director
DIN: 01019455

Place: Chennai
Date: 02.09.2024

Place: Surat
Date: 02.09.2024

ANNEXURE C**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:

Sl. No	Particulars	Details
(a)	Name(s) of the related party and nature of relationship	NIL
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) 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.	

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

(In 000's)

SN	Particulars	Details	Details
(a)	Name(s) of the related party and nature of relationship	Mrs. Sarala Nahar – Relative of KMP	C.bazaar.INC – Subsidiary
(b)	Nature of contracts/ arrangements/ transactions	Remuneration – 620/-	(a) Marketing, Internet banking and other expenses – 48,133/- (b) Collections received on behalf of the Company – 216,712/- (c) Payments received out of collections received on behalf of the Company – 284,931/- (d) Business facilitation fee – 487/-
(c)	Duration of the contracts/ arrangements / transactions	2023-2024	2023-24
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	In the ordinary course of business	In the ordinary course of business

(e)	Date(s) of approval by the Board	25.05.2023	25.05.2023
(f)	Amount paid as advances, if any	Nil	

On behalf of the Board

For **NET AVENUE TECHNOLOGIES LIMITED**

Sd/-

Rajesh Nahar

Chairman cum Managing Director

DIN: 01015059

Sd/-

Ritesh Katariya

Whole time Director

DIN: 01019455

Place: Chennai

Date: 02.09.2024

Place: Surat

Date: 02.09.2024

cloazzaal.com

FORM NO. AOC.1

**Statement containing salient features of the financial statement of
Subsidiaries/associate companies/joint ventures
(Pursuant to first proviso to sub-section (3) of section 129
read with rule 5 of Companies (Accounts) Rules, 2014)**

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs)

Sl. No.	Particulars	Details
1	Name of the subsidiary	M/s. Cbazaar.com Inc, Unites States of America
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st December, 2023
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	USD - 83.04
4	Share capital	Rs. 63,472
5	Reserves & surplus	Rs.(1,19,81,728)
6	Total assets	Rs. 67,56,013
7	Total Liabilities	Rs. 1,86,74,269
8	Investments	-
9	Turnover	Rs. 4,85,88,102
10	Profit before taxation	Rs (2,82,728)
11	Provision for taxation	-
12	Profit after taxation	Rs. (2,82,728)
13	Proposed Dividend	-
14	% of shareholding	100.00%

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year. - M/s. PIONEER TRADING LIMITED, UNITED KINGDOM

Part "B": Associates and Joint Ventures

**Statement pursuant to Section 129 (3) of the Companies Act, 2013
related to Associate Companies and Joint Ventures**

Name of Associates/Joint Ventures	ETHNOSERVE BESPOKE SERVICES PRIVATE LIMITED
1. Latest audited Balance Sheet Date	31st March, 2024
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	29412 Equity Shares of Rs.1/- each
Amount of Investment in Associates/Joint Venture	Rs.248962/-
Extend of Holding %	29.41%
3. Description of how there is significant influence	Due to Shareholding
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	
6. Profit / Loss for the year	
i. Considered in Consolidation	(7,000)
ii. Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations.
2. Names of associates or joint ventures which have been liquidated or sold during the year.

On behalf of the Board

For **NET AVENUE TECHNOLOGIES LIMITED**

Sd/-

Rajesh Nahar

Chairman cum Managing Director

DIN: 01015059

Place: Chennai

Date: 02.09.2024

Sd/-

Ritesh Katariya

Whole time Director

DIN: 01019455

Place: Surat

Date: 02.09.2024

Form No.MR.3

Secretarial Audit Report

(For the financial year ended 31st March, 2024)

[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

NET AVENUE TECHNOLOGIES LIMITED

New No. 16, Old No. 13, 1stFloor, Prithvi Avenue,
Alwarpet, Teynampet, Chennai – 600018

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s.NET AVENUE TECHNOLOGIES LIMITED(CIN: U72900TN2001PLC047220)** (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 our opinion thereon.

Based on our verification of 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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2024, 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 **M/s.NET AVENUE TECHNOLOGIESLIMITED ("The Company")** for the financial year ended on 31st March, 2024 according to the provisions of:

- i) The Companies Act, 2013 (**the Act**) and the Rules made thereunder.
- ii) The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**)
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

- (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (f) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (g) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

We report that, the provisions of the following regulations are not applicable to the Company during the audit period:-

- (a) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; and
- (c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

We further report that, the Company has no External Commercial Borrowing.

We further report that the Company has complied with the rules and regulations pertaining to Foreign Direct Investment and Overseas Investment for the year under review.

We further report that, having regard to the compliance system prevailing in the Company and based on the written representations received from the officials/executives of the Company, we state that there are adequate systems and processes commensurate with the size and operations of the company to monitor and ensure compliance of the laws applicable to the Company;

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

- (a) Secretarial Standards with respect to Meetings of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
- (b) The Listing Agreements entered into by the Company with National Stock Exchange Ltd.

We further report that the applicable financial laws, such as the Direct and Indirect Tax Laws, have not been reviewed under our audit as the same falls under the review of statutory audit and by other designated professionals.

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

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of 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:
- (b) 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 and other business which are not included in the Agenda are considered vide supplementary agenda subject to consent of the Board of Directors.
- (c) All the decisions at Board meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.
- (d) 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.

We further report that during the year under review, the following changes were made in the Directors and Key Managerial Personnel

- (i) Mr. Rajesh Nahar was re-designated as Chairman cum Managing Director w.e.f. 26th September 2023
- (ii) Mr. Ritesh Katariya was re-designated as Whole-time Director w.e.f 26th September 2023
- (iii) Mr. Murali Rajagopalachari was appointed as an Independent Director w.e.f 26th September 2023
- (iv) Ms. Riya Jain was appointed as an Independent Director w.e.f 26th September 2023
- (v) Mr. Prakash was appointed as a Chief Financial Officer (CFO) w.e.f 23rd September 2023
- (vi) Ms. Bhumisha Darshan Dadwani was appointed as a Company Secretary cum Compliance Officer w.e.f 23rd September 2023

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.

We further report that during the audit period, the members of the Company in the Extra Ordinary General Meeting held on 16th August, 2023, had passed the following resolutions:

AUTHORISED SHARE CAPITAL:

(i) The Authorised Share Capital of the Company was reclassified from Rs.36,00,000/- comprising of 24,99,980 equity shares of Re.1/- each, 10 Class B Series A equity shares of Re.1/- each, 10 Class B Series B equity shares of Re.1/- each, 500,000 Class B Series A Preference Shares of Re.1/- each and 600,000 Class B Series B Preference Shares of Re.1/- each to Rs.36,00,000/- comprising of 36,00,000 equity shares of Re.1/- each

(ii) The Authorised Share Capital of the Company was increased from Rs.36,00,000/- comprising of 36,00,000 Equity Shares of Re.1/- each to Rs.2,30,00,000/- comprising of 2,30,00,000 Equity shares of Re.1/- each.

ISSUED, SUBSCRIBED & PAID UP CAPITAL:

The Board of Directors of the Company, upon obtaining the consent from the members at their meeting held on 16.08.2023, converted / allotted equity shares on 16.08.2023 as stated hereunder;

- (a) 6 Equity Shares of Re.1/- each aggregating to Rs.6/- were allotted in respect of reclassification of Class B Series A Equity Shares of Re.1/-
- (b) 468,614 Equity Shares of Re.1/- each aggregating to Rs.468,614/- were allotted in respect of conversion of Class B Series A Preference Shares of Re.1/-
- (c) 544,114 Equity Shares of Re.1/- each aggregating to Rs.544,114/- were allotted in respect of conversion of Class B Series B Preference Shares of Re.1/-
- (d) The Company had allotted 13,506,924 Bonus Equity shares of Re. 1/- each in the proportion of 6 Bonus Equity Shares of Re. 1/- each for every 1 equity share of Re. 1/- each to its shareholders.

We further report that the Company had allotted 5,696,000 Equity Shares of Re.1/- each at a premium of Rs.17/- per share offered by way of Initial Public issue on 05.12.2023.

We further report that during the audit period, the members of the Company has passed the following resolutions:

- (a) conversion of the Company from Private Limited to Public Limited Company.
- (b) sell, lease or otherwise dispose of whole and substantial part of the undertakings of the Company u/s 180(1)(a) of the Act.
- (c) borrow money / avail loan u/s 180(1)(c) of the Act to an extent of Rs.100,00,00,000/-
- (d) give loans, make investments, provide guarantee and security u/s 186 of the Act to an extent of Rs.50,00,00,000/-
- (e) adoption of Memorandum of Association to be in consonance with Table A of the Companies Act, 2013.
- (f) adoption of new set of Articles of Association to be in consonance with Table F of the Companies Act, 2013.

We further report that the shares of the Company were listed on National Stock Exchange of India w.e.f. 08.12.2023.

We further report that during the audit period, there were no instances of:

- (i) Right issue of shares / debentures / sweat equity, etc.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / Amalgamation / Reconstruction, etc
- (iv) Foreign technical collaborations

Place: Chennai
Date: 29.08.2024

For A.K JAIN & ASSOCIATES
Company Secretaries

Sd/-
PANKAJ MEHTA
Partner
M. No. A29407
C. P. No. 10598
PR: 1201/2021
UDIN: A029407F001068137

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

ANNEXURE A

To
The Members
NET AVENUE TECHNOLOGIES LIMITED
New No. 16, Old No. 13, 1stFloor, Prithvi Avenue,
Alwarpet, Teynampet, Chennai – 600018

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.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliances 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 the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For A.K JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 29.08.2024

Sd/-
PANKAJ MEHTA
Partner
M. No. A29407
C. P. No. 10598
PR: 1201/2021
UDIN: A029407F001068137

ANNEXURE F

DISCLOSURE AS PER SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

SN	Name of the Employee	Designation	Ratio of Remuneration
1	Mr. Rajesh Nahar	Managing Director	25
2	Mr. Ritesh Katariya	Whole Time Director	25
3	Mr. Naresh Kumar	Director	Not applicable
4	Mr. Murali Rajagopalachari	Director	Not applicable
5	Ms. Riya Jain	Director	Not applicable

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

SN	Name of the Employee	Designation	Remuneration (31.03.2024)	Remuneration (31.03.2023)	% Increase / (Decrease) in Remuneration
1	Mr. Rajesh Nahar	Managing Director	6,466,665	6,516,000	(0.75)
2	Mr. Ritesh Katariya	Whole Time Director	6,666,663	6,501,000	2.55
3	Mr. Naresh Kumar	Director	-	-	-
4	Mr. Murali Rajagopalachari	Director	-	-	-
5	Ms. Riya Jain	Director	-	-	-
6	Mr. Prakash	CFO	2,00,000	1,85,000	8.10
7	Ms. Bhumisha Darshan Dadwani	Company Secretary	2,52,000	-	-

(iii) The percentage increase in the median remuneration of employees in the financial year: 26%

(iv) The number of permanent employees on the rolls of the Company: 86

(v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: The weighted average increase in salary for both the managerial persons and other employees is about 7% during the last financial year.

(vi) Affirmation that the remuneration is as per the remuneration policy of the Company: Yes
Statement showing the details of Employees of the Company as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

(A) Top ten Employees in terms of remuneration drawn:

SN	Name of the Employee	Designation of the employee	Remuneration received (Rs.)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age of the employee	Last employment held by such employee before joining the Company	Percentage of Equity Shares held by the Employee in the Company	Whether any such employee is a relative of any Director or Manager of the Company and if so, name of such Director or Manager
1	Prakash.A	Chief Financial Officer	2400003	Permanent Employee	Master of Business Administration and experience of 16 years	17-08-2015	40	Private	Nil	Nil
2	Prathees Kumar. C	IT and Business Analyst	1155234	Permanent Employee	Master of Science in Computer Science	01-07-2008	43	Private	Nil	Nil
3	David Harrington J	Business Analyst	1140000	Permanent Employee	Bachelor of Engineering and overall experience of 4 years	18-04-2022	28	Private	Nil	Nil
4	Satyavrata Swain	Manager - Operations	1004280	Permanent Employee	Master in Personnel Management and Industrial Relation and overall 15 years of experience	04-05-2015	39	Private	Nil	Nil
5	Naveen Kumar.K.P	Software Developer	1000800	Permanent Employee	Master of Computer Applications	01-11-2014	34	Private	Nil	Nil
6	Ahmed Khan. H	Manager Sourcing	925914	Permanent Employee	Overall 17 years of experience	01-11-2007	39	Private	Nil	Nil
7	Rajan.A	Lead - UI/UX Designer	907794	Permanent Employee	Bachelor of Computer Applications	16-07-2014	46	Private	Nil	Nil
8	Sarala Nahar	Designer Lead	720000	Permanent Employee	Bachelor of Arts in Economics	01-05-2023	48	Nil	2.45%	Rajesh Nahar
9	Ilayaraja G	Business Analytics	681120	Permanent Employee	Bachelor of Engineering in Electrical and Electronics Engineering	15-11-2012	39	Private	Nil	Nil
10	Vijay Sivakumar	Channel Partner	900000	Permanent Employee	Master of Business Administration in Finance and Marketing	01-12-2023	36	Private	Nil	Nil

(B) Employee(s) in receipt of remuneration, not less than Rs.1.02 crores p.a.:

SN	Name of the Employee	Designation of the employee	Remuneration received (Rs.)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age of the employee	Last employment held by such employee before joining the Company	Percentage of Equity Shares held by the Employee in the Company	Whether any such employee is a relative of any Director or Manager of the Company and if so, name of such Director or Manager
NIL										

On behalf of the Board

For **NET AVENUE TECHNOLOGIES LIMITED**

Sd/-

Rajesh Nahar

Chairman cum Managing Director

DIN: 01015059

Place: Chennai

Date: 02.09.2024

Sd/-

Ritesh Katariya

Whole time Director

DIN: 01019455

Place: Surat

Date: 02.09.2024

Independent Auditors' Report

To the Members of Net Avenue Technologies Limited

Report on the Audit of the Standalone Financial Statements**Opinion**

We have audited the accompanying standalone financial statements of Net Avenue Technologies Limited ("the Company"), which comprise the balance sheet as at 31 March 2024, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "standalone financial statements").

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 ('the Act') in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, its 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 Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone 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 standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements

Emphasis of matter

Attention is drawn to Note 36 to the standalone financial statements regarding the delay in remittances/ collections of certain overdue balances to/from its wholly owned subsidiaries. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matter described below to be the Key Audit Matter to be communicated in our report.

SI No	Key Audit Matter	How our audit addressed the Key Audit Matter
1.	Revenue Recognition The Company manufactures and trades in a number of products related to apparels.	Our audit included but was not limited to the following procedures: Our procedures included, among others, obtaining an understanding of the processes and relevant controls relating to the accounting for customer contracts.



<p>Given the variety and large number of sales transactions, revenue recognition is considered a Key Audit Matter.</p> <p>The accounting policies provide additional information on how the Company accounts for its revenue.</p>	<p>Accounting policies: Assessing the appropriateness of the Company's revenue recognition accounting policies, under AS 9.</p> <p>Tests of details:</p> <ul style="list-style-type: none"> • Reviewed sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period. • Performed substantive procedures to understand and validate the basis of provision for sales returns. • Compare the current year estimates to the prior year and, where relevant, completing further inquiries and testing. <p>Control testing:</p> <p>Testing the selected key controls for the revenue recognized throughout the year including reviewing the results of testing by management, for their operating effectiveness and performed procedures to gain sufficient audit evidence on the accuracy of the accounting for customer contracts and related financial statement assertions.</p> <p>Disclosures: Tracing disclosure information to accounting records and other supporting documentation.</p>
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Information Other than the Standalone Financial Statements and Auditors' Report Thereon

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the Directors report but does not include the financial statements and our auditors' 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 audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibilities of the Management and Board of Directors for Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (AS) specified under Section 133 of the Act. 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, Management and Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditors' Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 standalone financial statements.

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

- Identify and assess the risks of material misstatement of the standalone 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.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to the standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.
- Conclude on the appropriateness of Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the standalone 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern; and
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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



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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143 (11) of the Act, 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. Attention is also drawn to the matters stated in the paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the statement of cash flows 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 AS specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 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 with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) The observation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
 - (h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- i. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its standalone financial statements – Refer Note
- ii. 28 to the standalone financial statements;
- iii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iv. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2024; and
- v. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

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

(c) Based on such audit procedures that the we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- vi. The Company has not paid/declared any dividend during the financial year. Accordingly, reporting on compliance with the provisions of Section 123 of the Act are not applicable.
- vii. Relying on representations/explanations from the company and software vendor and based on our examination which included test checks, the Company has used,
 - 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. The accounting software is such that it has no database but only objects and collections, hence, no changes is possible at that level.
 - Inhouse developed software which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded. The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for this software.



3. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the company has paid/ provided Managerial Remuneration within the limits prescribed in Section 197 read with Schedule V of the Companies Act.

For **PKF Sridhar & Santhanam LLP**
Chartered Accountants
Firm's Registration No.003990S/S200018

P. Devi

Devi P
Partner

Membership No. 223137

UDIN : 24223137BKDFPU3382



Place of Signature: Chennai

Date: 25th May 2024

Annexure A

Referred to in paragraph 1 on 'Report on Other Legal and Regulatory Requirements' of our report of even date to the members of Net Avenue Technologies Limited ("the Company") on the Financial Statements as of and for the year ended 31 March 2024.

- (i) (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) The Company has a regular programme of physical verification of its Property, Plant and Equipment by which all Property, Plant and Equipment are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, certain Property, Plant and Equipment were physically verified by the management during the year. In our opinion, and according to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property hence sub-clause (c) is not applicable.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year and hence this clause is not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibitions) Act, 1988 (45 of 1988) and rules made thereunder.
- (ii) a) The inventory has been physically verified by the management at reasonable intervals during the year. In our opinion, the frequency of such verification is reasonable. In our opinion, the coverage and procedure of such verification by the management is appropriate. The discrepancies noticed on verification between the physical stocks and the book records are not 10% or more in the aggregate for each class of inventory.
- b) Based on our audit procedures and according to the information and explanation given to us, the Company has not been sanctioned loan in excess of five crore rupees from banks or financial institution on the basis of security of current assets and hence the question of filing quarterly returns or statements by the company with banks or financial institutions does not arise. Accordingly, paragraph 3(ii)(b) of the Order is not applicable to the Company.
- (iii) Based on our audit procedures and according to the information and explanation given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) (a) to (f) of the Order is not applicable to the Company.
- (iv) Based on our audit procedures and according to the information and explanation given to us, the Company has neither given any loan, guarantees and security nor made any investment during the year covered under section 185 and 186 of the Act. Therefore paragraph 3(iv) of the Order is not applicable to the Company.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there are no amounts which have been deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under Clause 3(v) of the Order is not applicable to the Company.



(vi) The Company is not required to maintain cost records specified by the Central Government under sub section (1) of section 148 of the Act. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.

(vii)

(a) According to the information and explanations given to us and the records of the Company examined by us, the Company has been regular in depositing undisputed statutory dues including Goods and Service 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 material statutory dues as applicable with the appropriate authorities. According to the information and explanation given to us and the records of the Company examined by us, no undisputed amounts payable in respect of statutory dues were in arrears, as at 31 March 2024 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, there are no statutory dues referred to in sub-clause (a) as at 31 March 2024, which have not been deposited with the appropriate authorities on account of any dispute, except as stated below:

Name of the Statute	Nature of the Dues	Amount demanded (In thousand)	Amount paid (In thousand)	Period to which amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Income tax	49.98	NIL	AY 2021-22	CPC
The Income Tax Act, 1961	Income tax	3320.27	NIL	AY 2022-23	Commissioner of IT (Appeals)
The Income Tax Act, 1961	Income tax	1036.18	NIL	AY 2020-21	CPC
The Income Tax Act, 1961	Income tax	891.87	NIL	AY 2011-12	Assessing Officer of I

(viii) As per the information and explanations given by the management and on the basis of our examination of the records of the Company, no amount has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, paragraph 3(viii) of the order is not applicable to the Company.

(ix)

(a) Based on our audit procedures and as per the information and explanations given by the management, the Company has not defaulted in repayment of loans or other borrowings or in payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared willful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanations given to us and the records of the Company examined by us, there were no term loans taken by the Company and hence the question of the amount of loan so diverted and the purpose for which it is used does not arise. Accordingly, paragraph 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and the records of the Company examined by us, no funds raised on short term basis have been utilized for long term purposes.

(e) According to the information and explanations given to us and the records of the Company examined by us, the Company has not taken any funds from any entity or person on account of or to meet the



obligations of its subsidiaries, joint ventures or associate companies. Accordingly, paragraph 3(ix)(e) of the Order is not applicable to the Company.

- (f) According to the information and explanations given to us and the records of the Company examined by us, the Company has not raised any loans during the year on pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, paragraph 3(ix)(f) of the Order is not applicable to the Company.
- (x)
- (a) The Company In our opinion and according to the information and explanations given to us, the Company has utilized the money raised by way of initial public offer/ further public offer (including debt instruments) for the purposes for which they were raised.
- (b) According to the information and explanations given to us, the Company has not made preferential allotment or private placement of shares during the year and hence reporting under clause 3(x)(b) is not applicable.
- (xi)
- (a) To the best of our knowledge and belief and according to the information and explanations given to us, we report that no material fraud by the Company or on the Company has been noticed or reported during the year.
- (b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of Section 143 of the Act has been filed by us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government of India for the period covered by our audit.
- (c) As represented to us by the management, there are no whistle blower complaints received during the year by the Company.
- (xii) The Company is not a Nidhi company in accordance with Nidhi Rules 2014. Accordingly, paragraph 3(xii)(a) to (c) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (xiv)
- a) 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 during the year.
- b) The Company did not have an internal audit system for the period under audit.
- (xv) On the basis of the information and explanations given to us, in our opinion, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi)
- (a) Based on our audit procedures and according to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of Reserve Bank of India Act, 1934 (2 of 1934).
- (b) Based on our audit procedures and according to the information and explanations given to us, the Company has 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. Accordingly, paragraph 3(xvi)(b) of the Order is not applicable to the Company.
- (c) Based on our audit procedures and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence the questions of fulfilling criteria of a CIC, and in case the Company is an exempted or unregistered CIC, whether it continues to fulfill such criteria, do not arise. Accordingly,



paragraph 3(xvi)(c) of the Order is not applicable to the Company.

- (d) According to the information and explanation given to us by the management, the Group has no CICs which are registered with the Reserve Bank of India
- (xvii) The company has not incurred cash losses in the current financial year and incurred cash losses of Rs. 71 thousand in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its 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 the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) Based on our audit procedures and according to the information and explanations given to us, the company is not required to spend any amount for corporate social responsibilities and Accordingly, paragraph 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm's Registration No.003990S/S200018

P. Devi

Devi P
Partner
Membership No. 223137
UDIN: 24223137BKDFPU3382



Place of Signature: Chennai
Date: 25th May 2024

Referred to in paragraph 2(f) on 'Report on Other Legal and Regulatory Requirements' of our report of even date

Report on the Internal Financial Controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

We have audited the internal financial controls with reference to standalone financial statements of Net Avenue Technologies Limited ("the Company") as of 31 March 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibility for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements 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 (the "Guidance Note"). 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls, 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 standalone 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 audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to standalone financial statements

A Company's internal financial control with reference to financial statements 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 with reference to financial statements 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 authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For **PKF Sridhar & Santhanam LLP**
Chartered Accountants
Firm's Registration No.003990S/S200018


Devi P
Partner
Membership No. 223137
UDIN: 24223137BKDFPU3382



Place of Signature: Chennai
Date: 25th May 2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Standalone Balance Sheet as at 31 March 2024

(All amounts are in thousands except share data or as stated)

	Note	As at 31 March 2024	As at 31 March 2023
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	21,416	2,213
Reserves and surplus	4	80,162	17,701
		1,01,578	19,914
Non-current liabilities			
Long-term provisions	5	3,910	3,620
		3,910	3,620
Current liabilities			
Short-term borrowings	6	13,837	27,622
Trade payables	7		
- Dues to micro and small enterprises		3,544	713
- Total outstanding dues to creditors other than micro and small enterprises		27,959	50,835
Other current liabilities	8	47,771	1,18,595
Short-term provisions	5	4,864	11,601
		97,975	2,09,366
TOTAL		2,03,463	2,32,900
ASSETS			
Non-current assets			
Property, plant and equipment & Intangibles			
a) Tangible assets	9	3,258	4,100
b) Intangible assets	10	214	338
Non-current investments	11	-	-
Deferred tax asset	12	-	-
Amount recoverable from Net Avenue Technologies Private Limited	39	10,960	10,960
Employees Welfare Trust (net)			
Long-term loans and advances	13	3,971	2,432
		18,403	17,830
Current assets			
Current Investments	14	52,212	-
Inventories	15	55,083	72,271
Trade receivables	16	3,732	12,783
Cash and bank balances	17	26,659	18,398
Short-term loans and advances	13	25,851	18,521
Other current assets	18	21,523	93,097
		1,85,060	2,15,070
TOTAL		2,03,463	2,32,900

Significant accounting policies

2

The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm's Registration No: 003990S/S200018

P Devi

Partner

Membership No. 223137

Place : Chennai

Date : 25.05.2024



for and on behalf of the Board of Directors of

Net Avenue Technologies Limited

CIN : U72900TN2001PTC047220

Ritesh Katariya

Whole-time director

DIN: 01019455

Place : Chennai

Date : 25.05.2024

Rajesh Nahar

Managing Director

DIN: 01015059

Place : Chennai

Date : 25.05.2024

Prakash Arthanari

Chief Financial Officer

Place : Surat

Date : 25.05.2024

Bhumisha Darshan Dadwani

Company Secretary

Place : Surat

Date : 25.05.2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Statement of Standalone Profit and Loss for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

	Note	For the year ended 31 March 2024	For the year ended 31 March 2023
Income			
Revenue from operations	19	2,61,872	3,34,355
Other income	20	7,932	28,628
Total revenue		2,69,804	3,62,983
Expenses			
Cost of materials consumed	21	15,470	55,838
Purchases of stock-in-trade	22	40,399	70,239
Changes in inventory of work-in-progress and stock-in-trade	23	1,804	(8,313)
Employee benefits expense	24	53,931	48,722
Finance cost	25	1,749	709
Depreciation and amortisation	26	1,405	1,661
Other expenses	27	1,72,295	1,75,396
Total expenses		2,87,053	3,44,252
Profit/ (loss) before tax		(17,249)	18,731
Tax expense:			
- Current tax (Net off MAT Credit entitlement)		-	-
- Deferred tax		-	-
Profit/ (loss) for the year		(17,249)	18,731
Earnings per share			
Basic	38	(1.01)	1.27
Diluted	38	(1.01)	0.02
Nominal value of equity share		1.00	1.00

Significant accounting policies 2

The notes referred to above form an integral part of the standalone financial statements

As per our report of even date attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm's Registration No: .003990S/S200018

P. Devi

P Devi

Partner

Membership No. 223137

Place : Chennai

Date : 25.05.2024



for and on behalf of the Board of Directors of

Net Avenue Technologies Limited

CIN : U72900TN2001PTC047220

R

Ritesh Katariya

Whole-time director

DIN: 01019455

Place : Chennai

Date : 25.05.2024

R. Rajesh Nahar

Rajesh Nahar

Managing Director

DIN: 01015059

Place : Chennai

Date : 25.05.2024

A.M.

Prakash Arthanari

Chief Financial Officer

Place : Surat

Date : 25.05.2024

Bhumisha

Bhumisha Darshan Dadwani

Company Secretary

Place : Surat

Date : 25.05.2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Standalone Cash flow statement for the year ended March 31, 2024

(All amounts are in thousands except share data or as stated)

	Year ended 31 March 2024	Year ended 31 March 2023
Cash flow from operating activities		
Profit / (loss) before tax	(17,249)	18,731
Adjustments:		
Depreciation and amortisation	1,405	1,661
Finance cost	1,749	709
Interest income	(1,424)	(1,023)
Employee stock compensation expense	7,063	1,458
Gain on sale of investment	(212)	-
Provision for doubtful debts / advances	4,064	-
Provision for non-moving inventory	11,693	-
Unrealized foreign exchange (gain) / loss	(47)	(310)
Provision no longer required written back	-	(21,611)
Operating cash flow before working capital changes	7,042	(385)
(Increase)/Decrease in trade receivables	9,051	(7,034)
(Increase)/Decrease in inventories	5,495	(15,424)
(Increase)/Decrease in loans and advances and other assets	62,705	63,060
Increase/(Decrease) in trade payables, other liabilities and provisions	(1,01,333)	(45,505)
Cash generated from operations	(17,040)	(5,288)
Income taxes paid	-	-
Net cash used by operating activities	(A) (17,040)	(5,288)
Cash flow from investing activities		
Purchase of property, plant and equipment and intangible fixed assets	(439)	(3,321)
Purchase of investments in mutual funds	(1,14,998)	-
Sale of investments in mutual funds	63,000	-
Bank deposits (having original maturity more than three months)	(4,826)	(1,135)
Interest received	1,424	1,023
Net cash provided by investing activities	(B) (55,839)	(3,433)
Cash flow from financing activities		
Proceeds from issue of shares, net of share issue expenses	91,849	-
Repayment of borrowings	(17,205)	-
Proceeds from issue of preference shares (including securities premium)	-	-
Proceeds from borrowings	3,420	-
Finance costs paid	(1,749)	(709)
Net cash used by financing activities	(C) 76,315	(709)
Net decrease in cash and cash equivalents	(A+B+C) 3,436	(9,430)
Cash and cash equivalents at the beginning of year	589	10,019
Cash and cash equivalents at the end of the year	4,025	589

Notes to cash flow statement

	As at March 31, 2024	As at March 31, 2023
Components of cash and cash equivalents:		
Cash on hand	41	39
Balances with banks		
- On current accounts	3,984	550
Total	4,025	589

Significant accounting policies

The notes referred to above form an integral part of the standalone financial statements
As per our report of even date attached

For PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm's Registration No: .003990S/S200018

P. Devi

P Devi
Partner
Membership No. 223137
Place : Chennai
Date : 25.05.2024



for and on behalf of Board of Directors of
Net Avenue Technologies Limited
CIN : U72900TN2001PTC047220

Ritesh Katariya

Ritesh Katariya
Whole-time director
DIN: 01019455
Place : Chennai
Date : 25.05.2024



Rajesh Nahar

Rajesh Nahar
Managing Director
DIN: 01015059
Place : Chennai
Date : 25.05.2024

Prakash Arthanari
Prakash Arthanari
Chief Financial Officer
Place : Surat
Date : 25.05.2024

Bhumisha Darshan Dadwani
Bhumisha Darshan Dadwani
Company Secretary
Place : Surat
Date : 25.05.2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

1 Background

Net Avenue Technologies Limited ("the Company") was incorporated on 7 June 2001. The Company is engaged in the sale of Indian designer clothes and accessories online. The Company has its own portal "Cbazaar.com" in the Indian fashion e-tail space.

2 Significant accounting policies

The accounting policies set out below have been applied consistently to the periods presented in these standalone financial statements.

2.1 Basis of preparation of standalone financial statements

The standalone financial statements have been prepared and presented in accordance with the generally accepted accounting principles in India ("Indian GAAP"). The standalone financial statements have been prepared to comply in all material respects with the Accounting Standards ("AS") notified under Section 133 of the Companies Act, 2013 and the other relevant provisions of Companies Act, 2013 as applicable. The standalone financial statements have been prepared on accrual basis under the historical cost convention.

All assets and liabilities have been classified into current or non-current as per the normal operating cycle of the Company and other criteria as set out in Schedule III to the Companies Act, 2013. Based on the nature of the services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current and non-current classification of assets and liabilities.

The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on 25th May 2024.

The financial statements have been prepared on a going concern basis.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.2 Use of estimates

The preparation of standalone financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities on the date of the standalone financial statements and reported amounts of income and expenses during the period. Actual figures may differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

2.3 Current–non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is expected to be realised within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after

Current assets include the current portion of non-current assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current liabilities. All other liabilities are classified as non-current.

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

2.4 Property, plant and equipment and depreciation

The cost of property, plant and equipment includes freight, duties and taxes and other incidental expenses related to the acquisition, but exclude duties and taxes that are recoverable subsequently from tax authorities. Borrowing costs directly attributable to acquisition of those property, plant and equipment which necessarily take a substantial period of time to get ready for their intended use are capitalized. Depreciation is provided on written down value method over the useful life as prescribed under Part C of Schedule II of the Companies Act, 2013. Pursuant to the above, the useful life of the assets are as below:

Category of asset	Useful life
Computers	3 years
Office equipments	5 years
Plant and machinery	15 years
Furniture and fittings	10 years
Vehicle	10 years

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed.

Leasehold improvements are amortised using straight line method over the lease period.

Advances paid towards acquisition of property, plant and equipment and the cost of assets not ready to be put to use before the year end are disclosed under long-term loans and advances, and capital work in progress respectively.

2.5 Intangible assets and amortisation

Intangible fixed assets are recorded at the consideration paid for acquisition including any import duties and other taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), and any directly attributable expenditure in making the asset ready for its intended use. Intangible assets comprise primarily of software licenses that are amortized over their estimated useful life of 3 years.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.6 Impairment

The Company assesses at each balance sheet whether there is an indication that an asset may be impaired. If any such condition exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to maximum of depreciated historical cost.

2.7 Inventories

Inventories which comprise raw materials, work in-progress, finished goods and stock-in-trade are carried at the lower of cost and net realisable value. The comparison of cost and net realisable value is made on an item by item basis. Cost of inventories comprises of purchase costs, costs of conversion, and other costs incurred in bringing the inventories to their present condition and location. In determining the cost, specific identification method is used.

2.8 Income from operations and other income

Revenue from sale of goods including shipping charges is recognised on delivery of goods to customers, which generally coincides with the transfer of all significant risks and rewards of ownership to the buyer. Sale value of goods is exclusive of sales tax, returns, and inclusive of price adjustments and quantity discounts.

Dividend income is recognized when the shareholders' right to receive payment is established by the balance sheet date.

Interest income is recognized on time proportion basis.

2.9 Investments

Investments are either classified as current or long-term based on the management's intention. Current investments are carried at the lower of cost and fair value. In case of investments in mutual funds, the net asset value of units declared by the mutual funds is considered as the fair value. Long-term investments are carried at cost and provisions are recorded to recognize any decline, other than temporary, in the carrying value of each investment.

2.10 Foreign currency transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the day of the respective transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate on the balance sheet date. Exchange differences arising on foreign currency transactions during the year and on restatement of monetary assets and liabilities are recognized in the statement of profit and loss of the year.

Integral foreign operations are those which carry on their business as if they were an extension of the Company's operations.

The financial statements of an integral foreign operation are translated into Indian rupees as if the transactions of the foreign operation were those of the Company itself.

2.11 Earnings per share

Basic earnings per share amounts are computed by dividing net profit or loss for the year attributable to equity shareholders by the weighted average number of shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit after tax attributable to the equity shareholders for the year and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. The diluted potential equity shares have been adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. the average market value of the outstanding shares).

In computing diluted earnings per share, only potential equity shares that are dilutive and that reduce profit / loss per share are included.

2.12 Leases

Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Such assets acquired are capitalised at the fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over the period of the lease.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.13 Employee benefits

Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

Post-employment benefits

Defined contribution plan:

Provident Fund: A defined contribution plan is a post employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The company makes specified monthly contributions towards employee provident fund and pension to Government administered provident fund scheme and pension scheme which is a defined contribution plan. The Company has no further obligations under the plan beyond its monthly contributions. The company's contribution is recognized as an expense in the Statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plan:

Gratuity: The company's gratuity benefit scheme is the defined benefit plan. The company's net obligation in respect of the defined benefit plan is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The calculation of the company's obligation is performed by a qualified actuary using the projected unit credit method. The Companies gratuity scheme is administered by Life Insurance Corporation of India.

The company recognizes all actuarial gains and losses arising from the defined benefit plan immediately in the statement of profit and loss. All expenses related to defined benefit plans are recognized in employee benefits expense in the statement of profit and loss. When the benefits of the plan are improved, the portion of the increased benefit related to past service by employees is recognized in the statement of profit and loss on a straight line basis over the average period until the benefits become vested. The company recognizes gains and losses on the curtailment or settlement of the plan when the curtailment or settlement occurs.

Compensated absences: The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method as at the balance sheet date.

2.14 Taxation

Income-tax expense comprise current tax (i.e. amount of tax for the period determined in accordance with the income-tax law), and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is a reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed as at the balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized.

Current tax and deferred tax assets and liabilities are offset to the extent to which the Company has a legally enforceable right to set off and they relate to taxes on income levied by the same governing taxation laws.

2.15 Provisions, contingent liabilities and contingent assets

Provision is recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. A disclosure of contingent liability is made when there is possible obligation that may, but probably will not, require an outflow of resources. Where 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. Contingent assets are neither recognized nor disclosed in the standalone financial statements.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.16 Employee stock option based compensation

The Company calculates the compensation cost based on the fair value method, wherein the excess of the fair value of the underlying equity share as on the date of the grant of the option over the exercise price of the option given to the employees under the employee stock option scheme of the Company is amortised over the vesting period on a straight line basis. The Company follows the Guidance note on accounting for employee share based payments issued by Institute of Chartered Accountants of India for accounting for employee stock options.

2.17 Cash and cash equivalent

Cash and cash equivalents comprise of cash at bank and in hand and short-term investments with an original maturity of three months or less.

2.18 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit or loss before tax is adjusted for the effects of transactions of non-cash nature, any deferrals, or accruals of past or future operating cash receipts or payments and item of expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

3 Share capital

Particulars	As at	
	31 March 2024	31 March 2023
Authorised:		
I. Equity shares		
2,30,00,000 (31 March 2023 : 2,499,980) equity shares of INR 1 each	23,000	2,500
II. Series A equity shares		
0 (31 March 2023 : 10) Series A equity shares of INR. 1 each	-	0
III. Series B equity shares		
0 (31 March 2023 : 10) Series B equity shares of INR. 1 each	-	0
IV. 0.01% compulsorily convertible and non cumulative Series A preference shares		
0 (31 March 2023: 500,000) preference shares of INR 1 each	-	500
V. 0.01% compulsorily convertible and non cumulative Series B preference shares		
0 (31 March 2023: 600,000) preference shares of INR. 1 each	-	600
Issued, subscribed and paid up :		
I. Equity shares		
2,14,54,078 (31 March 2023 : 1,238,420) equity shares of INR. 1 each	21,454	1,238
Less : Amount recoverable from Net Avenue Technologies Private Limited Employees Welfare Trust - Face value of 38,420 shares (31 March 2023 : 38,420) allotted to the trust	(38)	(38)
	21,416	1,200
II. Series A equity shares		
NIL (31 March 2023 : 6) Series A equity shares of INR. 1 each	0	0
III. 0.01% compulsorily convertible and non cumulative Series A preference shares		
NIL (31 March 2023: 468,614) preference shares of INR. 1 each	-	469
IV. 0.01% compulsorily convertible and non cumulative Series B preference shares		
NIL (31 March 2023: 544,114) preference shares of INR. 1 each	-	544
	21,416	2,213

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Particulars	As at		As at	
	31 March 2024		31 March 2023	
	Number of shares	Amount	Number of shares	Amount
I. Equity shares				
At the beginning and end of the year (face value INR 1 each)	1,238	1,238	1,238	1,238
Add: Conversion of preference shares and Series A equity shares	1,013	1,013	-	-
Add: Issue of bonus shares	13,507	13,507	-	-
Add: Issue of shares on account of IPO	5,696	5,696	-	-
At the end of the year	21,454	21,454	1,238	1,238
II. Series A equity shares				
At the beginning and end of the year (face value INR 1 each)	0	0	0	0
Less: On conversion to equity shares	(0)	(0)	-	-
At the end of the year	-	-	0	0
III. 0.01% compulsorily convertible and non cumulative Series A preference shares				
At the beginning and end of the year (face value INR 1 each)	469	469	469	469
Less: On conversion to equity shares	(469)	(469)	-	-
At the end of the year	-	-	469	469
IV. 0.01% compulsorily convertible and non cumulative Series B preference shares (face value INR. 1 each)				
At the beginning of the year	544	544	544	544
Less: On conversion to equity shares	(544)	(544)	-	-
At the end of the year	-	-	544	544

(c) Terms/rights attached to equity shares

As at the balance sheet date, the Company has only ordinary equity shares, having a par value of Re.1 per share each respectively.

Each holder of equity shares shall have one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed, if any, by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

(d) **Details of shareholders holding more than 5% shares of a class of shares of the Company**

The shareholders, individually, holding more than 5% shares of a class of shares of the Company are as under :

Particulars	As at		As at	
	31 March 2024		31 March 2023	
	No. of shares	% holding	No. of shares	% holding
I. Equity shares				
Rajesh Nahar	30,45,000	14.20%	4,35,000	35.13%
Ritesh Katariya	35,70,000	16.60%	5,10,000	41.18%
Inventus Capital Partners (Mauritius) Ltd	21,71,939	10.10%	-	0.00%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	21,53,935	10.00%	-	0.00%
Forum Synergies India Trust	13,81,632	6.40%	-	-
Agnus Ventures LLP	13,81,632	6.40%	-	-
II. Series A equity shares				
Inventus Capital Partners (Mauritius) Ltd	-	0.00%	2	33.33%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	-	0.00%	2	33.33%
Forum Synergies India Trust	-	0.00%	1	16.67%
Agnus Ventures LLP	-	0.00%	1	16.67%
III. 0.01% compulsorily convertible and non cumulative Series A preference shares				
Inventus Capital Partners (Mauritius) Ltd	-	0.00%	2,35,282	50.21%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	-	0.00%	2,33,332	49.79%
IV. 0.01% compulsorily convertible and non cumulative Series B preference shares				
Inventus Capital Partners (Mauritius) Ltd	-	0.00%	74,993	13.79%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	-	0.00%	74,371	13.67%
Forum Synergies India Trust	-	0.00%	1,97,375	36.27%
Agnus Ventures LLP	-	0.00%	1,97,375	36.27%

(e) **Shares held by promoters at the end of the year**

S. No	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	Rajesh Nahar	30,45,000	14.20%	Refer Note 3(d)(I)
2	Ritesh Katariya	35,70,000	16.60%	Refer Note 3(d)(I)
	TOTAL	66,15,000	30.80%	

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

4 Reserves and surplus

Particulars	As at	
	31 March 2024	31 March 2023
I. General reserve		
Gener: Balance at the beginning of the year	6,299	6,299
Add: Amount transferred to general reserve on account of forfeiture	583	-
Add: Amount transferred to general reserve on account of expiry of options granted to promoters	16,095	-
Balance at the end of the year	22,977	6,299
II. Securities premium account		
Balance at the beginning and end of the year	4,25,787	4,25,787
Add: Premium received on account of share issue	96,832	-
Less: Amounts utilised for share issue expenses	(10,679)	-
Less: Amounts utilised for Issue of bonus shares	(13,507)	-
Balance at the end of the year	4,98,433	4,25,787
Note : The securities premium account balance is net of INR 89,25,020/- recoverable from the Net Avenue Technologies Private Limited Employees Welfare Trust.		
III. Employee stock option outstanding		
Balance at the beginning of the year	18,540	17,083
Add: Options granted during the year	7,063	1,457
Less: Options exercised during the year	-	-
Less: Amount transferred to general reserve on account of forfeiture	(583)	-
Less: Amount transferred to general reserve on account of expiry of options granted to promoters	(16,095)	-
Balance at the end of the year	8,925	18,540
IV. Surplus / (Deficit) in the statement of profit and loss		
Balance at the beginning of the year	(4,32,924)	(4,51,655)
Profit/ (loss) for the year	(17,249)	18,731
Balance at the end of the year	(4,50,173)	(4,32,924)
Total reserve and surplus	80,162	17,701

5 Provisions

	Long-term		Short-term	
	As at		As at	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023
Provision for employee benefits:				
- for gratuity (refer note 34)	3,617	3,409	2,894	2,306
- for compensated absences	293	211	363	195
Provision for sales return allowance	-	-	1,607	9,100
	3,910	3,620	4,864	11,601



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

6 Short-term borrowings

Particulars	As at	
	31 March 2024	31 March 2023
Overdraft facility from bank (secured) *	-	15,064
Unsecured Loans		
- Employees	-	652
- Related parties **	13,837	11,906
	13,837	27,622

* PY's overdraft balance represents facility availed from IDFC Bank Limited and IndusInd bank which carries interest rate at 7.15% and 7.375% per annum and are repayable on demand. The facility is secured against the fixed deposits of the Company.

** The loan is repayable on demand. The loan is received from director and their relatives and is unsecured. (refer note 37)

7 Trade payables

Particulars	As at	
	31 March 2024	31 March 2023
- Dues to micro and small enterprises (refer note 32)	3,544	713
- Dues to creditors other than micro and small enterprises	27,959	50,835
	31,503	51,548

Trade Payables ageing schedule (refer note 42)

8 Other current liabilities

Particulars	As at	
	31 March 2024	31 March 2023
Interest accrued and due on borrowings	85	602
Deferred income	397	785
Advance from customers	23,434	15,672
Accrued Expenses	8,425	5,552
Other statutory dues payable	812	2,475
Employee benefits payable	5,426	5,312
Payable to subsidiaries (refer note 37)	9,192	88,170
Payable to Related party (refer note 37)	-	27
	47,771	1,18,595

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

Property, plant and equipment

9 Tangible Assets

Particulars	Leasehold improvements	Plant and Machinery	Office equipments	Furniture and fittings	Computers	Vehicle	Total
Gross block							
Balance as at 31 March 2022	229	1,024	2,377	3,740	7,344	319	15,033
Additions	-	1,060	230	688	954	-	2,931
Deletions / write off	-	-	-	-	-	-	-
Balance as at 31 March 2023	229	2,083	2,607	4,428	8,297	319	17,964
Additions	-	21	224	100	116	-	460
Deletions / write off	-	-	25	-	-	-	25
Balance as at 31 March 2024	229	2,104	2,806	4,527	8,413	319	18,399
Accumulated depreciation							
Balance as at 31 March 2022	200	401	2,246	2,661	6,694	85	12,286
Additions	-	264	119	412	720	62	1,577
Deletions / write off	-	-	-	-	-	-	-
Balance as at 31 March 2023	200	665	2,365	3,073	7,414	147	13,864
Additions	16	260	171	347	443	44	1,281
Deletions / write off	-	-	4	-	-	-	4
Balance as at 31 March 2024	215	925	2,532	3,420	7,857	191	15,141
Net block							
As at 31 March 2023	30	1,418	242	1,355	883	173	4,100
As at 31 March 2024	14	1,179	274	1,108	555	128	3,258

10 Intangible Assets

Particulars	Computer software
Gross block	
Balance as at 1 April 2022	9,763
Additions	390
Deletions / write off	-
Balance as at 31 March 2023	10,153
Additions	-
Deletions / write off	-
Balance as at 31 March 2024	10,153
Accumulated amortization	
Balance as at 1 April 2022	9,731
Additions	84
Deletions / write off	-
Balance as at 31 March 2023	9,815
Additions	124
Deletions / write off	-
Balance as at 31 March 2024	9,939
Net block	
As at 31 March 2023	338
As at 31 March 2024	214



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

11 Non-current investments

Particulars	As at	
	31 March 2024	31 March 2023
Trade investments (unquoted)		
<i>Investment in equity shares</i>		
NIL (31 March 2023 : 100) equity shares of Pioneer Tradings Limited, a subsidiary, of GBP 1 each, fully paid up	-	9
1,000 (31 March 2023 : 1,000) equity shares of Cbazaar.Com Inc a subsidiary, of USD 1 each, fully paid up	63	63
29,412 (31 March 2023 : 29,412) equity shares of Ethnoserve Bespoke Services Private Limited, an associate, of Re 1 each, fully paid up	249	249
Less: Impairment in value of investments	(312)	(321)
	-	-

12 Deferred tax assets

The Company has unabsorbed losses as per taxation laws. Since the Company does not have virtual certainty of future profits, the deferred tax assets have not been recognized.

13 Loans and advances

Particulars	Long-term		Short-term	
	As at		As at	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
To parties other than related parties	-	-	-	-
Deposits (unsecured, considered good)				
Security deposit	3,095	1,556	-	-
	3,095	1,556	-	-
Others (unsecured, considered good)				
Prepayments	-	-	515	668
MAT Credit Entitlement	876	876	-	-
Balances with Income Tax authorities including refund receivable	-	-	-	-
Advances to employees	-	-	1,617	1,373
Deposit with Stock exchange	-	-	1,053	-
Advances to suppliers	-	-	2,546	6,101
Balance with government authorities	-	-	18,024	8,920
	876	876	23,755	17,062
Others (unsecured, considered doubtful)				
Security deposit	30	30	-	-
Balances with Income Tax authorities including refund receivable	-	-	2,504	1,852
Advances to suppliers	-	-	3,225	191
Advances to employees	-	-	100	115
Less: Provision for deposits, advances	(30)	(30)	(3,733)	(699)
	-	-	2,096	1,459
	3,971	2,432	25,851	18,521

14 Current Investments

Particulars	As at	
	March 31, 2024	March 31, 2023
Investment in Mutual Funds (At cost)	52,212	-
	52,212	-

Name	Units
ICICI Pru All Seasons Bond	3,06,593.00
HDFC Low Duration	1,93,552.82
ICICI Pru Equity Arbitrage	3,24,840.68
ICICI Pru Liquid	20,804.81
Kotak Equity Arbitrage Fund	1,49,131.86
Edelweiss Arbitrage Fund	2,87,454.29
SBI Arbitrage Opp Fund	1,64,901.04
Total	14,47,278.49



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

15 Inventories

(Valued at the lower of cost and net realisable value)

Particulars	As at	
	March 31, 2024	March 31, 2023
Raw materials and components	21,380	25,070
Work-in-progress	7,649	10,610
Finished goods (goods in transit amounts to INR 2242K ; PY INR 1001K)	40,668	33,709
Stock-in-trade (goods in transit amount to INR 1111K ; PY INR 324K)	7,654	13,456
	77,351	82,845
Less : Provision for non-moving inventory	(22,268)	(10,574)
	55,083	72,271



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

16 Trade receivables

Particulars	As at	
	March 31, 2024	March 31, 2023
Receivables outstanding for a period exceeding six months from the date they became due for payment		
-Secured, considered good	-	-
-Unsecured, considered good	-	-
-Considered doubtful	483	-
Less: Provision for doubtful receivables	(483)	-
	-	-
Other receivables		
-Secured, considered good	-	-
-Unsecured, considered good	3,732	12,783
Less: Provision for doubtful receivables	-	-
	3,732	12,783
Trade Receivables ageing schedule (refer note 43)	3,732	12,783

17 Cash and bank balances

Particulars	As at	
	March 31, 2024	March 31, 2023
Cash and cash equivalents		
Cash on hand	41	39
Balances with banks		
On current accounts	3,983	550
Other bank balances		
Deposits with original maturity of more than 3 months and less than 12 months	7,741	226
Deposits (held as security against borrowings/guarantee)	14,894	17,583
	26,659	18,398

18 Other current assets

Particulars	As at	
	March 31, 2024	March 31, 2023
Unsecured, considered good		
Receivable from subsidiaries	18,161	90,990
Others	31	219
Unsecured, considered doubtful		
Receivable from subsidiaries	2,170	10,395
Less: Provision for doubtful receivables	(2,170)	(10,395)
To parties other than related parties		
Unsecured, considered good		
Subsidy receivable on account of listing expenses *	3,000	-
Interest accrued on deposit with bank	210	115
Unsecured, considered doubtful		
Others	1,282	2,405
Less: Provision for doubtful receivables	(1,161)	(633)
	21,523	93,096

* Company has applied for subsidy from government for reimbursement of listing expenses, which is pending receipt

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

19 Revenue from operations

Particulars	Year ended	
	31 March 2024	31 March 2023
Sale of products	2,47,315	3,10,986
Other operating revenue	14,557	23,369
	2,61,872	3,34,355

20 Other income

Particulars	Year ended	
	31 March 2024	31 March 2023
Interest income on bank deposits	1,425	1,023
Discount received from vendor	860	2,127
Provision no longer required written back / vendor write back	-	21,611
Other Non Operating income	5,647	3,387
Prior period Income	-	480
	7,932	28,628

21 Cost of materials consumed (Fabrics)

Particulars	Year ended	
	31 March 2024	31 March 2023
Inventory of raw materials at the beginning of the year	25,070	35,124
Add: Purchases during the year	11,780	45,784
Less : Inventory of raw materials at the end of the year	(21,380)	(25,070)
	15,470	55,838

22 Purchases of stock in trade

Particulars	Year ended	
	31 March 2024	31 March 2023
Apparels	40,399	70,239
	40,399	70,239

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

23 Changes in inventory of work-in-progress and stock-in-trade

Particulars	Year ended	
	31 March 2024	31 March 2023
Inventories at the beginning of the year		
Work-in-progress	10,610	9,012
Finished goods	33,709	23,935
Stock-in-trade	13,456	16,515
Inventories of stock in trade at the end of the year		
Work-in-progress	(7,649)	(10,610)
Finished goods	(40,668)	(33,709)
Stock-in-trade	(7,654)	(13,456)
	1,804	(8,313)

Details of inventory of work-in-progress

Particulars	Year ended	
	31 March 2024	31 March 2023
Apparels	7,649	10,610
	7,649	10,610

Details of inventory of finished goods

Particulars	Year ended	
	31 March 2024	31 March 2023
Apparels	40,668	33,709
	40,668	33,709

Details of inventory of stock-in-trade

Particulars	Year ended	
	31 March 2024	31 March 2023
Apparels	7,654	13,456
	7,654	13,456

24 Employee benefits expense

Particulars	Year ended	
	31 March 2024	31 March 2023
Salaries, wages and bonus *	43,173	43,746
Contribution to provident and other funds	2,725	2,465
Employee stock compensation expenses	7,063	1,458
Staff welfare expenses	970	1,053
	53,931	48,722

* Related party (refer note 37)

25 Finance cost

Particulars	Year ended	
	31 March 2024	31 March 2023
Interest		
- to banks	801	292
- to related parties	948	417
	1,749	709



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

26 Depreciation and amortisation

Particulars	Year ended	
	31 March 2024	31 March 2023
Depreciation on property, plant and equipment (refer note 9)	1,281	1,577
Amortisation of intangible assets (refer note 10)	124	84
	1,405	1,661

27 Other expenses

Particulars	Year ended	
	31 March 2024	31 March 2023
Fabric conversion & Redesign charges	33,541	39,804
Internet banking and other charges	7,798	11,207
Marketing expenses	9,777	14,678
Advertisement and business promotion expenses	42,746	37,926
Logistic Charges	-	-
Power and fuel	1,394	1,180
Printing and stationery	624	855
Repairs and maintenance		
- Computers	230	589
- Others	1,050	1,904
Insurance	688	543
Office expenses	1,259	1,547
Rates and taxes	408	406
Rent	3,441	3,350
Professional and technical fees (refer note 31)	9,502	8,345
Travelling and conveyance	900	1,073
Freight and handling charges	37,321	49,081
Collection Charges	2,758	1,940
Communication expenses	140	181
Provision for non moving inventory	11,693	-
Foreign exchange fluctuation Loss (net)	408	5
Provision for doubtful debts/ advances	4,064	-
Bank charges	97	231
Miscellaneous expenses	2,456	551
	1,72,295	1,75,396

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

28 Contingent liabilities and commitments

a) Contingent liabilities

1. The Company has appointed Pioneer Trading Limited, UK("PTL") and Cbazaar.com.Inc, USA ("CB INC") as a Business Associate who shall assist and accept orders from various customers and also collect payment from these customers on behalf of the Company, for which the Company pays commission charges to PTL/CB INC. The Company also reimburses certain expenditures like marketing, internet banking and other charges which are incurred on its behalf to PTL/CB INC. The Company based on a legal opinion believes that service tax/goods and services tax is not applicable on such transactions and accordingly, no provision has been made for service tax/Goods and Services Tax in these financial statements.

2. Demand Raised for Rs.17,80,880/- by Income tax authorities for AY 2011-12, the reason being challan paid was not considered by the IT Authority

3. Demand Raised for Rs 10,77,460/- by Income tax authorities for AY 2020-21, the reason being inconsistency between tax audit report and ITR

4. Demand Raised for Rs.33,20,270/- by Income tax authorities for AY 2022-23, the reason being disallowance of marketing expenses claimed in ITR.

5. Demand Raised for Rs.1,67,712/- by Income tax authorities for AY 2021-22, the reason being disallowance of some expenses claimed in ITR.

b) Commitments

Particulars	As at	
	31 March 2024	31 March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Guarantees given	-	-
Total	-	-

29 Earnings in foreign currency (on accrual basis)

Particulars	Year ended	
	31 March 2024	31 March 2023
FOB value of exports	1,88,267	2,46,999
Shipping charges	14,557	23,369
Total	2,02,824	2,70,368

30 Expenditure in foreign currency (on accrual basis)

Particulars	Year ended	
	31 March 2024	31 March 2023
Advertisement, Marketing and business promotion expenses	32,827	37,402
Internet banking and other charges	7,314	8,925
Professional and technical fees	7,012	4,839
Communication expenses	3	68
Others	1,999	1,968
Total	49,155	53,202

31 Payment to auditors (excluding service tax / goods service tax)

Particulars	Year ended	
	31 March 2024	31 March 2023
As auditor		
Statutory audit Fee	445	320
Others	440	40
Total	885	360



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

32 Micro and small enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the Micro, Small and Medium Enterprise Development Act, 2006 ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 31 March 2024 has been made in the financial statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date.

Particulars	As at	
	31 March 2024	31 March 2023
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	3,544	713
Interest on the above, remaining unpaid at the end of the accounting year	375	155
(b) 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 amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) 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 the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	530	155
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

33 Particulars of un-hedged foreign currency exposures as at the balance sheet date

The Company does not use any derivative instruments to hedge its foreign currency assets / liabilities. The details of foreign currency balance which are not hedged are as follows:

Particulars	As at	
	31 March 2024	31 March 2023
Receivable		
Foreign currency equivalent (GBP)	-	81
Indian Rupee equivalent	-	8,224
Foreign currency equivalent (USD)	244	1,134
Indian Rupee equivalent	20,331	93,161
Payable		
Foreign currency equivalent (GBP)	-	-
Indian Rupee equivalent	(0.0)	0
Foreign currency equivalent (USD)	110	1,073
Indian Rupee equivalent	9,192	88,170



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

34 Employee benefits

Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, which is a defined contribution plan. The company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue. The amount recognised as an expense towards contribution to Provident Fund for the year aggregated to INR 2,514K (previous year : INR 2,357K)

Defined benefit plans

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The calculation of the Company's obligation under this plan is performed annually by a qualified actuary using the projected unit credit method. The gratuity plan entitles regular employee, who has rendered atleast five years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement/exit.

Gratuity		
Particulars (Changes in the Present Value of Obligation)	31 March 2024	31 March 2023
Present Value of Obligation as at the beginning	6,931	6,557
Interest Cost	497	364
Current Service Cost	475	503
Benefits Paid	(566)	(245)
Actuarial (Gain) / Loss on the Obligation	142	(248)
Present Value of Obligation as at the end	7,479	6,931

Gratuity		
Particulars (Changes in the Fair Value of Plan Assets)	31 March 2024	31 March 2023
Fair Value of Plan Assets as at the beginning	1,216	1,203
Expected Return on Plan Assets	91	67
Employer's Contributions	238	184
Benefits Paid	(566)	(245)
Actuarial Gain / (Loss) on the Plan Assets	(11)	7
Fair Value of Plan Assets as at the end	968	1,216

Gratuity		
Particulars (Expense recognised in P&L)	31 March 2024	31 March 2023
Current Service Cost	475	503
Interest Cost	497	364
Expected Return on Plan Assets	(91)	(67)
Net Actuarial (Gain) / Loss recognised in the period	154	(254)
Expenses Recognised in statement of Profit and Loss	1,035	546

Disclosure requirements under Revised Accounting Standard 15 (Revised) on employee benefits

Particulars	Year ended	Year ended
	31 March 2024	31 March 2023
Discount rate	7.10%	7.20%
Salary escalation	8.00%	5.00%
Attrition rate	35.00%	20%- 40%

35 Leases

The Company has entered into operating lease arrangements for the lease of office premises. The lease payments recognised in the statement of profit and loss for the year ended 31 March 2024 amounts to INR 3441K (31 March 2023: INR 3350K)

36 Payables/receivables to/from subsidiaries

As on 31st March 2023, the holding Company had long-outstanding foreign currency payable and receivable balances to/from its wholly-owned subsidiaries. These balances relate to inter-company transactions with its subsidiaries towards procurement of services, reimbursement of expenses, collections made by the subsidiary companies on behalf of the Holding Company etc. in the past and the current year. Owing to operational difficulties, the Holding Company was unable to settle the aforesaid balances within the stipulated time period resulting in delays in remittances / collections of such overdue balances in accordance with the provisions of the Foreign Exchange Management Act, 1999 and the regulations thereunder ("the Act") from the subsidiaries. However, during the year, the Holding Company has paid the long-outstanding over dues to subsidiaries and collected the dues from subsidiaries.

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

37 Related party transactions

(a) Names and nature of relationship with related parties

Key management personnel	Mr. Rajesh Nahar (Director) Mr. Ritesh Kataria (Director)
Relatives of key management personnel	Mrs. Kasturi Devi Mrs. Manju Shree Mrs. Sarala Nahar
Subsidiaries	Pioneer Tradings Limited, United Kingdom Cbazaar.com Inc, United States of America
Enterprise over which the Company exercise a significant influence	Ethnoserve Bespoke Services Private Limited
Enterprises owned or significantly influenced by key managerial personnel or their relatives	Net Avenue Technologies Private Limited Employees Welfare Trust

(b) Related party transactions

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
I. Remuneration paid		
Mr. Rajesh Nahar	6,467	6,516
Mr. Ritesh Kataria	6,667	6,501
Mrs. Sarala Nahar	620	-
II. Marketing, internet banking and other expense		
Pioneer Tradings Limited		
Cbazaar.com Inc	48,133	57,116
III. Collections received on behalf of the Company		
Pioneer Tradings Limited	-	-
Cbazaar.Com Inc	2,16,712	2,24,110
IV. Payments received out of collections received on behalf of the Company		
Pioneer Tradings Limited	-	(1,09,781)
Cbazaar.Com Inc	(2,84,931)	(1,67,739)
V. Sale of property, plant and equipment:		
Ethnoserve Bespoke Services Private Limited	-	-
VI. Loans availed from key management personnel (KMP) and relative of KMP		
Mr. Ritesh Kataria	1,900	2,575
Mr. Rajesh Nahar	-	500
Mrs. Manju Shree	600	-
VII. Interest on loan paid/payable key management personnel (KMP) and relatives of KMP		
Ms. Kasturi Devi	6	132
Mr. Rajesh Nahar	5	
Ms. Manju Shree	28	240
Ms. Sarala Nahar	-	142
Mr. Ritesh Katariya	46	92
VIII. Business Facilitation Fees:		
Cbazaar.Com Inc	487	473
IX. Reimbursement of Expenses:		
Mr. Ritesh Katariya	147	-

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

(c) **Balances as at the year end:**

Particulars	As at	
	31 March 2024	31 March 2023
A. Cbazaar.com Inc		
Receivable	20,331	93,161
Payable	9,192	88,170
B. Pioneer Tradings Limited		
Receivable	-	8,224
Payable	(0)	0
C. Ethnoserve Bespoke Services Private Limited		
Receivable	-	-
Payable	-	27
D. Salary Payable		
Mr. Rajesh Nahar	1,650	1,171
Mr. Ritesh Kataria	1,676	1,009
E. Amount receivable from Net Avenue Technologies Private Limited Employees Welfare Trust (Net)	10,960	10,960
F. Balance payable to key managerial personnel / relatives of key managerial personnel - Unsecured loans		
Ms. Kasturi Devi	656	656
Ms. Manju Shree	3,000	2,400
Ms. R Sarala Nahar	-	570
Mr. Rajesh Nahar	3,253	3,253
Mr. Ritesh Kataria	6,928	5,028
G. Reimbursement of expense payable - Advance to employees		
Mr. Ritesh Kataria	147	-

38 Earnings per share (EPS)

Basic and diluted earnings per share (INR.)

Particulars	31 March 2024	31 March 2023
Earnings		
Profit/ (loss) for the year	(17,249)	18,731
Less: Dividends on preference shares and tax thereon	-	-
Net profit/ (loss) attributable to equity shareholders for calculation of basic EPS	(17,249)	18,731
Outstanding number of shares		
Weighted average number shares for basic earnings per share	3,636	1,200
Effect of bonus issue	13,507	13,507
Effect of potential equity shares	-	38
Compulsorily convertible Series A preference shares	-	469
Compulsorily convertible Series B preference shares	-	544
Effect of Options issued, where there is no anti dilutive		7,98,081
Weighted average number shares for diluted earnings per share	17,143	8,13,839
Basic earnings per share	(1.01)	1.27
Diluted earnings per share	(1.01)	0.02



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

39 Employee share-based payment plans

(a)

During the year ended 31 March 2014, the Company had formed an ESOP trust, "Net Avenue Technologies Private Limited Employees Welfare Trust". The Company had framed the guidelines on issue of shares to its employees. The ESOP trust has purchased 46,980 shares from the shareholders and subscribed additionally for 38,420 shares issued by the Company at a premium of Rs 232 per share for the purpose of issuing it to the employees. Share premium of Rs 89,13,440 on these shares has been since reversed from Securities premium account. Similarly 38,420 shares (Rs 38,420) have been reduced from share capital as consideration not received. The Company had accounted for the ESOP in accordance with Guidance Note on Accounting for Employee Share Based Payments. Accordingly, the loan given to the ESOP trust has been disclosed as "Amount recoverable from Net Avenue Technologies Private Limited Employees Welfare Trust" in the balance sheet and the shares purchased out of the loan are shown as a part of the share capital.

The management believes that the amount of loan receivable from the ESOP trust is fully recoverable based on budgeted plan and hence no provision is made in the books.

Post balance sheet date, the board has approved in its meeting dated 25th May 2024 for issuance of 6 bonus options for the existing options issued prior to Aug 2023 and also reduced the exercise price from Rs 100 to Rs 60 for 7 options and also the exercise period is extended to 15 years. Accordingly the same is considered as modification to the ESOP scheme and considered the effect of the same in the results for the year ended 31st March 2024

(b) Details of the shares reserved for issue under options

The Company issued options under the Employees stock option policy 2013 ("2013 Plan") in the financial year 2013-2014. The 2013 Plan covers all employees on the permanent rolls of the Organisation and who can be assigned eligibility scores using an ESOP Scoring Matrix 2013. The objective of this 2013 Plan is to encourage ownership of the Company's equity by its employees on an ongoing basis. The 2013 Plan is intended to reward the employees for their contribution to the successful operation of the Company and to provide an incentive to continue contributing to the success of the company.

The terms in the ESOP policy was modified as follows: Exercise price was changed to Rs 60 from Rs 100. The exercise period has been increased to 10 years from 4 years.

The scheme provides that these options would be vested in tranches as follows

Period within which the option will vest unto the participant	% of options that will vest
One Year from the date of acceptance of offer	30%
Two Years from the date of acceptance of offer	30%
Three Years from the date of acceptance of offer	20%
Four Years from the date of acceptance of offer	20%

Presumptions used in fair value computations:

Grant date	15-Oct-13	01-Jul-14	Various dates in 2014-15	Various dates in 2015-16	01-Jul-16	01-Jul-17	01-Jul-18	01-Oct-21	01-Jul-23	01-Jan-24
Options granted	23400	1500	2500	13600	3700	50616	3500	21450	18100	38500
Vesting period	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years
Expected option life	2.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years
Risk free rate	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%
Option value as on grant date	151	151	151	430	486	357	357	154	13	27

The fair value of stock options has been determined using the Black Scholes option pricing model

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Options granted and outstanding at the beginning of the year	75,866	75,966
Add: Options granted during the year	56,600	-
Less: Exercised during the year	-	-
Less: Expired during the year	(45,116)	-
Less: Forfeited during the year	(1,700)	(100)
Add: Bonus options issued, post balance sheet date	2,44,400	-
Options granted and outstanding at the end of the year	3,30,050	75,866

40 Transfer pricing

The Holding Company has international transactions with related parties. For the year ended 31 March 2023, the Holding Company has obtained the Accountant's Report from a Chartered Accountant as required by the relevant provisions of the Income-tax Act, 1961 and has filed the same with the tax authorities. For the financial year ending 31 March 2024, the management confirms that it maintains documents as prescribed by the Income-tax Act, to prove that these International transactions are at arm's length and the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxation.

41 Prior year comparatives

Prior year comparatives have been regrouped / reclassified wherever necessary to conform with current year's classification.



42 Trade Payables ageing schedule

Particulars	Outstanding for following periods from invoice date*				
	Less than 1 year	1-2 years	2-3 Years	More than 3 Years	Total
(i)MSME	3,292	252			3,544
(ii)Others	26,516	584	859		27,959
(iii) Disputed dues – MSME					-
(iv)Disputed dues - Others					-
As at 31 March 2024	29,808	836	859	-	31,503
(i)MSME	697	16	-	-	713
(ii)Others	43,994	6,840	-	-	50,835
As at 31 March 2023	44,692	6,856	-	-	51,548

*Represents Outstanding taken from the date of invoice.

43 Trade Receivables ageing schedule

Particulars	Outstanding for following periods from Invoice date*					
	Less than 6 months	6 months - 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	3,277	455				3,732
(ii) Undisputed Trade receivables – considered doubtful			483			483
Total Trade Receivables	3,277	455	483	-	-	4,215
Less - Doubtful receivables			483			483
As at 31 March 2024	3,277	455	-	-	-	3,732
(i) Undisputed Trade receivables – considered good	12,339	0	444	-	-	12,783
(ii) Undisputed Trade receivables – considered doubtful						-
Total Trade Receivables	12,339	0	444	-	-	12,783
Less - Doubtful receivables						-
As at 31 March 2023	12,339	0	444	-	-	12,783

*Represents Outstanding taken from the date of invoice.

44 Financial ratios

Particulars	March 31, 2024	March 31, 2023	Variance %	Reason for variance more than 25%
(a) Current Ratio,	1.89	1.03	84%	We have reduced the liabilities during the year
(b) Debt-Equity Ratio,	0.65	12.48	-95%	On account of equity capital raised
(c) Debt Service Coverage Ratio,	(0.90)	0.74	-221%	Reduction in profit margin
(d) Return on Equity Ratio	-146.06%	846.39%	-117%	On account of drop in revenue
(e) Inventory turnover ratio,	4.11	5.18	-21%	On account of drop in sales
(f) Trade Receivables turnover ratio	31.71	36.08	-12%	
(g) Trade payables turnover ratio,	1.26	2.24	-44%	We have reduced the payables during
(h) Net capital turnover ratio	3.01	58.62	-95%	On account of increase in share capital
(i) Net profit ratio	-6.59%	5.60%	-218%	On account of drop in revenue
(j) Return on Capital employed *	Not Applicable	Not Applicable	Not Applicable	On account of drop in revenue
(k) Return on investment	Not Applicable	Not Applicable	Not Applicable	

* since company is incurred losses in the past and networth being negative in last year, return on capital employed is marked as NA for previous year

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to the standalone financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

45 Other statutory information

- i The Company does not have any benami property, where any proceeding has been initiated or pending against the Company
- ii The Company does not have any transactions with companies struck off except for one party by name "Siddharth Impex private limited" for a value of INR 8K
- iii The Company has not been declared wilful defaulter by any bank or financial institution or other lender.

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:

- iv 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.

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 Company shall:

- v 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

- vi 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.

- vii The Company has not traded or invested in crypto currency or virtual currency during the financial year.

As per our report of even date attached
For PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm's Registration No: .003990S/S200018

for and on behalf of the Board of Directors of
Net Avenue Technologies Limited
CIN : U72900TN2001PTC047220

P. Devi
P Devi
Partner
Membership No. 223437
Place : Chennai
Date : 25.05.2024

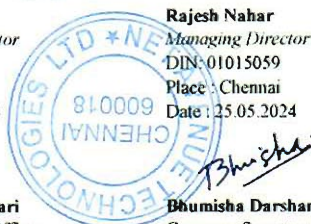


R. Katariya
Ritesh Katariya
Whole-time director
DIN: 01019455
Place : Chennai
Date : 25.05.2024

R. Rajesh Nahar
Rajesh Nahar
Managing Director
DIN: 01015059
Place : Chennai
Date : 25.05.2024

A. Arthanari
Prakash Arthanari
Chief Financial Officer
Place : Surat
Date : 25.05.2024

B. Darshan Dadwani
Bhumisha Darshan Dadwani
Company Secretary
Place : Surat
Date : 25.05.2024



INDEPENDENT AUDITORS' REPORT

To the Members of Net Avenue Technologies Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Net Avenue Technologies Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), and its associate which comprise the consolidated Balance Sheet as at 31 March 2024, the consolidated statement of Profit and Loss and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on financial statements and on the other financial information of the subsidiaries and its associates, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate as at 31 March 2024, and their consolidated loss, and consolidated 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 Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Emphasis of matter

Attention is drawn to Note 38 to the consolidated financial statements regarding the delay in remittances/ collections of certain overdue balances to/from its wholly owned subsidiaries. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

SI No	Key Audit Matter	How our audit addressed the Key Audit Matter
1.	Revenue Recognition The Group manufactures and trades in a number of products related to apparels.	Our audit included but was not limited to the following procedures: Our procedures included, among others, obtaining an understanding of the processes and relevant controls relating to the accounting for customer contracts.



	<p>Given the variety and large number of sales transactions, revenue recognition is considered a Key Audit Matter.</p> <p>The accounting policies provide additional information on how the Company accounts for its revenue.</p>	<p>Accounting policies: Assessing the appropriateness of the Company's revenue recognition accounting policies, under AS 9.</p> <p>Tests of details:</p> <ul style="list-style-type: none"> • Reviewed sales transactions recorded either side of year end as well as credit notes issued after the year end date to determine whether revenue was recognized in the correct period. • Performed substantive procedures to understand and validate the basis of provision for sales returns. • Compare the current year estimates to the prior year and, where relevant, completing further inquiries and testing. <p>Control testing:</p> <p>Testing the selected key controls for the revenue recognized throughout the year including reviewing the results of testing by management, for their operating effectiveness and performed procedures to gain sufficient audit evidence on the accuracy of the accounting for customer contracts and related financial statement assertions.</p> <p>Disclosures: Tracing disclosure information to accounting records and other supporting documentation.</p>
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Information Other than the Consolidated Financial Statements and Auditors' Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors report but does not include the consolidated financial statements and our auditors' report thereon.

Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

Responsibilities of the Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance, and consolidated cash flows of the Group including its Associate in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its



associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Board of Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and of its associate 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the 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.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the the Holding Company, its subsidiary companies and its associate companies, which are companies incorporated in India have adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated 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 auditors' report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of 2 subsidiaries (Cbazaar Inc and Pioneer Trading Limited) whose financial statements reflect total assets of Rs. 18,765 thousand (before consolidation adjustments) and net assets of Rs. (11,923) thousands (before consolidation adjustments) as at 31 March 2024, total revenues of Rs. 48,935 thousand (before consolidation adjustments) and net cash inflows amounting to Rs.3,018 thousands for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of Rs. 2 thousand for the year ended 31 March 2024, as considered in the consolidated financial statements, in respect of 1 associate whose financial statements have not been audited by us. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143 and sub-section (11) of Section 197 of the Act in so far as it relates to the aforesaid subsidiaries is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, 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, based on our audit and other financial information of subsidiaries and its associate, as noted in the 'Other matters' paragraph, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books. Attention is also drawn to the matters stated in the paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards (AS) specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2024 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act except for the directors of associate company.
- f) With respect to adequacy of the internal financial controls with reference to financial statements of the Holding Company and its associate company incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial controls with reference to financial reporting of those companies, for reasons stated therein.
- g) The observation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
- h) With respect to the other matters to be included in the Auditors' 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 and based on the consideration other financial information of the subsidiaries and associate, as noted in the 'Other Matters' paragraph:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its associate – Refer Note 28 to the consolidated financial statements.
 - ii. The Group and its associate did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There are no amounts, that are required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its associate company incorporated in India.
 - iv. (a) The management of Holding Company, and associate company incorporated in India has represented that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company and associate company incorporated in India to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company and associate company incorporated in India ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management of the Holding Company and associate company incorporated in India has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company, and associate company incorporated in India shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries



- (c)Based on such audit procedures that we have considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The Board of Directors of the Company have not paid / declared any dividend during the financial year. Accordingly, reporting on compliance with the provisions of Section 123 of the Act are not applicable.
- vi. Relying on representations/explanations from the company and software vendor and based on our examination which included test checks, the holding Company has used,
- 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. The accounting software is such that it has no database but only objects and collections, hence, no changes is possible at that level.
 - Inhouse developed software which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded. The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for this software.
 - No audit trail is enabled throughout the year by associate company for its books of accounts
3. As required by Section 197(16) of the Act, we report that the remuneration paid by the Holding Company to its directors is in accordance with the prescribed provisions and the remuneration paid to every director is within the limit specified under Section 197.

For PKF Sridhar & Santhanam LLP
Chartered Accountants
Firm's Registration No.003990S/S200018

P. Devi

Devi P
Partner
Membership No. 223137
UDIN: 24223137BKDFPV9492



Place of Signature: Chennai
Date: 25th May 2024



Annexure A

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) As required by Paragraph (xxi) of Companies (Auditor's Report) Order (CARO), there have been no qualifications or adverse remarks by the respective auditors in the CARO reports of the companies incorporated in India and included in the consolidated financial statements except:

Name of the entity	CIN	Nature of Relationship	Clause number of the CARO report which is qualified or adverse
Net Avenue Technologies Limited	U72900TN2001PLC047220	Holding company	Clause xiv



Annexure B

Referred to in paragraph 2(f) on 'Report on Other Legal and Regulatory Requirements' of our report of even date on the consolidated financial statements of Net Avenue Technologies Limited

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the consolidated financial statements of Net Avenue Technologies Limited (hereinafter referred to as "the Holding Company") as of and for the year ended 31 March 2024, we have audited the internal financial controls with reference to financial statements of the Holding Company, which is company incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Holding company, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies 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 ("the ICAI"). 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 the respective 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements based on our audit of the holding Company, which is the company incorporated in India. 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 with reference to financial statements were 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 with reference to financial statements their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 auditors' 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 audit opinion on the internal financial controls system with reference to financial statements of the Holding Company.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements 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 with reference to financial statements 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 authorisations of management and directors of the company; and (3) provide



reasonable assurance regarding prevention or timely detection of unauthorised 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 with reference to Financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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 and to the best of our information and according to the explanations given to us the Holding Company, have, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31 March 2024, based on the internal financial controls with reference to financial statements criteria established by the respective companies 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 **PKF Sridhar & Santhanam LLP**

Chartered Accountants

Firm's Registration No.003990S/S200018


Devi P
Partner
Membership No. 223137
UDIN: 24223137BKDFPV9492



Place of Signature: Chennai

Date: 25th May 2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Consolidated balance sheet as at 31 March 2024

(All amounts are in thousands except share data or as stated)

	Note	As at 31 March 2024	As at 31 March 2023
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	21,416	2,213
Reserves and surplus	4	83,073	19,176
		1,04,489	21,389
Non-current liabilities			
Long-term provisions	5	3,910	3,620
		3,910	3,620
Current liabilities			
Short-term borrowings	6	13,837	27,622
Trade payables	7		
- Total outstanding dues to micro and small enterprises		3,544	713
- Total outstanding dues to creditors other than micro and small enterprises		22,127	49,841
Other current liabilities	8	39,515	31,340
Short-term provisions	5	4,864	11,601
		83,887	1,21,117
TOTAL		1,92,286	1,46,126
ASSETS			
Non-current assets			
Property, plant and equipment & Intangibles			
a) Tangible assets	9	3,258	4,100
b) Intangible assets	10	214	338
Non-current investments	11	41	44
Deferred tax asset (net)	12	-	-
Amount recoverable from Net Avenue Technologies Private Limited	39	10,960	10,960
Employees Welfare Trust			
Long-term loans and advances	13	3,971	2,432
		18,444	17,874
Current assets			
Current investments	14	52,212	-
Inventories	15	55,083	72,271
Trade receivables	16	3,732	12,843
Cash and bank balances	17	32,073	20,748
Short-term loans and advances	13	27,379	16,951
Others current assets	18	3,363	5,439
		1,73,842	1,28,252
TOTAL		1,92,286	1,46,126

Significant accounting policies 2

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm's Registration No.: 003990S/S200018

P. Devi

P Devi

Partner

Membership No. 223137

Place : Chennai

Date : 25.05.2024



for and on behalf of the Board of Directors of
Net Avenue Technologies Private Limited
CIN : U72900TN2001PTC047220

RK

Ritesh Katariya

Whole-time director

DIN: 01019455

Place : Chennai

Date : 25.05.2024

A. Prakash

Prakash Arthanari

Chief Financial Officer

Place : Surat

Date : 25.05.2024



Rajesh Nahar

Rajesh Nahar

Managing Director

DIN: 01015059

Place : Chennai

Date : 25.05.2024

Bhumisha

Bhumisha Darshan Dadwani

Company Secretary

Place : Surat

Date : 25.05.2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Consolidated statement of profit and loss for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

	Note	For the period ended 31 March 2024	For the year ended 31 March 2023
Income			
Revenue from operations	19	2,61,872	3,34,355
Other income	20	7,077	28,883
Total income		2,68,949	3,63,238
Expenses			
Cost of materials consumed	21	15,470	55,838
Purchases of stock-in-trade	22	40,399	70,239
Changes in inventory of work-in-progress and stock-in-trade	23	1,804	(8,313)
Employee benefits	24	53,931	48,722
Finance cost	25	1,749	709
Depreciation and amortisation	26	1,405	1,661
Other expenses	27	1,75,131	1,76,581
Total expenses		2,89,889	3,45,437
Profit before exceptional items and tax		(20,940)	17,800
Exceptional items	41	5,130	
Profit / (loss) before tax		(15,810)	17,800
Tax expense:			
- Current tax (Net off MAT Credit entitlement)		-	-
- Deferred tax		-	-
Profit / (Loss) after tax		(15,810)	17,800
Share of loss from associate		(2)	(2)
Profit / (loss) after tax and share of loss from associate		(15,812)	17,798
Earnings per share			
Basic earnings per equity share	36	(0.92)	1.21
Diluted earnings per equity share		(0.92)	0.02
Nominal value of equity share		1.00	1.00

Significant accounting policies

2

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached

For PKF Sridhar & Santhanam LLP

Chartered Accountants

Firm's Registration No.: 003990S/S200018

for and on behalf of the Board of Directors of

Net Avenue Technologies Private Limited

CIN : U72900TN2001PTC047220

P. Devi

P Devi

Partner

Membership No. 223137

Place : Chennai

Date : 25.05.2024



Ritesh Katariya

Ritesh Katariya
Whole-time director
DIN: 01019455
Place : Chennai
Date : 25.05.2024

Rajesh Nahar

Rajesh Nahar
Managing Director
DIN: 01015059
Place : Chennai
Date : 25.05.2024

Prakash Arthanari

Prakash Arthanari
Chief Financial Officer
Place : Surat
Date : 25.05.2024



Bhumisha Darshan Dadwani

Bhumisha Darshan Dadwani
Company Secretary
Place : Surat
Date : 25.05.2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Consolidated cash flow statement for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

Note	For the period ended 31 March 2024	For the year ended 31 March 2023
Cash flow from operating activities		
Profit / (loss) before tax	(15,810)	17,800
Adjustments:		
Depreciation and amortisation	1,405	1,661
Finance cost	1,749	709
Interest income	(1,425)	(1,923)
Employee stock compensation expense	7,063	1,457
Gain on sale of investment	(212)	
Provision for doubtful debts / advances	4,064	-
Provision for non-moving inventory	11,693	-
Unrealized foreign exchange loss, net	(47)	1,412
Provision no longer required written back	-	(21,866)
Operating cash flow before working capital changes	8,480	150
(Increase) / Decrease in trade receivables	9,111	(7,036)
(Increase) / Decrease in inventories	5,497	(15,424)
(Increase) / Decrease in loans and advances and other assets	(9,891)	(7,627)
Increase / (Decrease) in trade payables, other liabilities and provisions	(27,219)	22,312
Cash generated from operations	(14,021)	(7,624)
Income taxes paid	-	-
Net cash used by operating activities	(14,021)	(7,624)
	(A)	
Cash flow from investing activities		
Purchase of property, plant and equipment and intangible fixed assets	(440)	(3,321)
Purchase of investments in mutual funds	(1,15,000)	
Sale of investments in mutual funds	63,000	
Bank deposits (having original maturity more than three months)	(4,826)	(1,136)
Interest received	1,425	1,023
Net cash provided by investing activities	(55,841)	(3,433)
	(B)	
Cash flow from financing activities		
Proceeds from issue of shares, net of share issue expenses	91,849	-
Repayment of borrowings	(17,205)	
Proceeds from borrowings	3,420	
Finance costs paid	(1,749)	(709)
Net cash used by financing activities	76,315	(709)
	(C)	
Net Increase / (decrease) in cash and cash equivalents	6,453	(11,767)
	(A + B + C)	
Cash and cash equivalents at the beginning of year	2,939	16,117
Net foreign exchange difference	47	(1,412)
Cash and cash equivalents at the end of the year	9,439	2,939
Notes to cash flow statement	17	
	As at 31 March 2024	As at 31 March 2023
Components of cash and cash equivalents:		
Cash on hand	173	164
Balances with banks		
On current accounts	9,265	2,775
Total	9,439	2,939

Significant accounting policies

2

The notes referred to above form an integral part of the consolidated financial statements

As per our report of even date attached
For **PKF Sridhar & Santhanam LLP**
Chartered Accountants
Firm's Registration No: 003990S/S200018

for and on behalf of Board of Directors of
Net Avenue Technologies Private Limited
CIN : U72900TN2001PTC047220

P. Devi
Partner
Membership No. 223137
Place : Chennai
Date : 25.05.2024



Ritesh Katariya
Whole-time director
DIN: 01019455
Place : Chennai
Date : 25.05.2024

A. N. K.

Prakash Arthanari
Chief Financial Officer
Place : Surat
Date : 25.05.2024



Rajesh Nahar
Managing Director
DIN: 01015059
Place : Chennai
Date : 25.05.2024

Bhumisha

Bhumisha Darshan Dadwani
Company Secretary
Place : Surat
Date : 25.05.2024

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

1 Background

Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited") ("the Company" / "the parent" / "the holding company") and its subsidiaries Cbazaar.com Inc, USA and Pioneer Tradings Limited, United Kingdom collectively called as "the Group". The Company was incorporated on 7 June 2001 as per the provision of the Companies Act, 1956. The Company is engaged in the sale of Indian designer clothes and accessories online. The Company has its own portal "Cbazaar.com" in the Indian fashion e-tail space. The subsidiaries acts as a commission and collecting agent for the holding company.

Entity	Country of incorporation	Nature of interest	% of shareholding
Net Avenue Technologies Limited (NATL)	India	Holding Company	
Cbazaar.com Inc	United States of America	Subsidiary of NATL	100%
Pioneer Tradings Limited	United Kingdom	Subsidiary of NATL (Till Mar'23)	100%
Ethnoserve Bespoke Services Private Limited	India	Associate of NATL	29%

2 Significant accounting policies

2.1 Basis of preparation of consolidated financial statements

The consolidated financial statements have been prepared and presented under the historical cost convention and accrual basis of accounting, unless otherwise stated, and in accordance with the generally accepted accounting principles in India ("Indian GAAP"). The consolidated financial statements have been prepared to comply in all material respects with the Accounting Standards ("AS") notified under Section 133 and the other relevant provisions of the Companies Act, 2013 as applicable.

The Board, duly taking into account all the relevant disclosures made, has approved these financial statements in its meeting held on 25th May 2024.

The financial statements have been prepared on a going concern basis.

2.1 Basis of preparation of consolidated financial statements (continued)

The consolidated financial statements have been prepared on the following basis:

a) The financial statements of the parent company and the subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances / transactions and resulting unrealised profits in full as per Accounting Standard 21- Consolidated Financial Statements.

b) The financial statements of the subsidiary companies and associate company are drawn up to the same reporting date as that of the Holding Company i.e., 31 March 2024. Unrealised losses resulting from intra-group transactions have also been eliminated except to the extent that recoverable value of related assets is lower than their cost to the group. The amounts shown in respect of reserves comprise the amount of the relevant reserves as per the balance sheet of the parent company and its share in the post-acquisition increase in the relevant reserves of the subsidiaries.

c) The difference in the cost of the investment to the parent company of its investment in the subsidiaries at the respective dates on which investment in such entities were made is recognised in the financial statements as goodwill/capital reserve.

d) The consolidated financial statements include the share of profit / loss of the associate company which has been accounted as per the 'Equity method', and accordingly, the share of profit / loss of each of the associate company (the loss being restricted to the cost of investment) has been added to / deducted from the cost of investments.

An associate is an enterprise in which the investor has significant influence and which is neither a subsidiary nor a joint venture of the investor.

e) The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the parent company for its separate financial statements.

f) The consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The financial statements of the foreign integral subsidiaries are translated into Indian rupees as follows:

Revenue items are translated at the respective monthly average rates. Depreciation is translated at the rates used for the translation of the values of the assets on which depreciation is calculated. Monetary items are translated using the closing rate. Non-monetary items, are translated using the exchange rate on the date of transaction i.e., the date when they were acquired. The net exchange difference resulting from the translation of items in the financial statements of foreign integral operations is recognized as income or expense for the year. Contingent liabilities are translated at the closing rate.

2.2 Use of estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent liabilities on the date of the consolidated financial statements and reported amounts of income and expenses during the period. Actual figures may differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.3 Property, plant and equipment

Depreciation is provided on written down value method over the useful life as prescribed under Part C of Schedule II of the Companies Act, 2013. The cost of property, plant and equipment includes freight, duties and taxes and other incidental expenses related to the acquisition, but exclude duties and taxes that are recoverable subsequently from tax authorities. Borrowing costs directly attributable to acquisition of those property, plant and equipment which necessarily take a substantial period of time to get ready for their intended use are capitalized. Pursuant to the above, the useful lives of various assets are as below:

Property, plant and equipment	Useful lives
Computers and accessories	3 years
Office equipments	5 years
Plant and machinery	15 years
Furniture and fittings	10 years
Vehicle	10 years

Depreciation is calculated on a pro-rata basis from the date of installation till the date the assets are sold or disposed

Leasehold improvements are amortised using straight line method over the lease period

Advances paid towards acquisition of property, plant and equipment and the cost of assets not ready to be put to use before the year end are disclosed under long term loans and advances, and capital work in progress respectively.

2.4 Intangible assets and amortisation

Intangible assets are recorded at the consideration paid for acquisition including any import duties and other taxes (other than those subsequently recoverable by the enterprise from the taxing authorities), and any directly attributable expenditure in making the asset ready for its intended use. Intangible assets comprise primarily of software licenses that are amortized over their estimated useful life of 3 years.

2.5 Impairment

The Group assesses at each balance sheet whether there is an indication that an asset may be impaired. If any such condition exists, the Group estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to maximum of depreciated historical cost.

2.6 Inventories

Inventories which comprise raw materials, work in-progress, finished goods and traded goods are carried at the lower of cost and net realisable value. The comparison of cost and net realizable value is made on an item by item basis. Cost of inventories comprises of purchase costs, costs of conversion, and other costs incurred in bringing the inventories to their present condition and location. In determining the cost, specific identification method is used.

Consumables like packing material are expensed off in the year of purchase.

2.7 Income from operations and other income

Revenue from sale of goods and shipping charges is recognised on delivery of goods to customers, which generally coincides with the transfer of all significant risks and rewards of ownership to the buyer. Sale value of goods is exclusive of sales tax, returns, price adjustments and quantity discounts.

Dividend income is recognized when the shareholders' right to receive payment is established by the balance sheet date.

Interest income is recognized on time proportion basis.

2.8 Investments

Investments are either classified as current or long-term based on the management's intention. Current investments are carried at the lower of cost and fair value. In case of investments in mutual funds, the net asset value of units declared by the mutual funds is considered as the fair value. Long-term investments are carried at cost and provisions recorded to recognize any decline, other than temporary, in the carrying value of each investment.

2.9 Foreign currency transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the day of the respective transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate on the balance sheet date. Exchange differences arising on foreign currency transactions during the year and on restatement of monetary assets and liabilities are recognized in the statement of profit and loss of the year.

Integral foreign operations are those which carry on their business as if they were an extension of the Company's operations.

The financial statements of an integral foreign operation are translated into Indian rupees as if the transactions of the foreign operation were those of the Company itself.

2.10 Employee benefits

Short-term employee benefits

Employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries, wages, compensated absence and bonus. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognized as an expense as the related service is rendered by employees.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.10 Employee benefits (Continued)

Post-employment benefits

Defined contribution plans:

A defined contribution plan is a post employment benefit plan under which an entity pays specified contributions to a separate entity and has no obligation to pay any further amounts. The Holding Company makes specified monthly contributions towards employee provident fund and pension to Government administered provident fund scheme and pension scheme which is a defined contribution plan. The Holding Company's contribution is recognized as an expense in the consolidated statement of profit and loss during the period in which the employee renders the related service.

Defined benefit plan:

Gratuity: The Holding Company's gratuity benefit scheme is the defined benefit plan. The Holding Company's net obligation in respect of the defined benefit plan is calculated by estimating the amount of future benefit that the employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The calculation of the company's obligation is performed by a qualified actuary using the Projected Unit Credit Method. The Holding Company's gratuity scheme is administered by Life Insurance Corporation of India.

The Holding Company recognizes all actuarial gains and losses arising from the defined benefit plan immediately in the consolidated statement of profit and loss. All expenses related to defined benefit plans are recognized in employee benefits expense in the consolidated statement of profit and loss. When the benefits of the plan are improved, the portion of the increased benefit related to past service by employees is recognized in the consolidated statement of profit and loss on a straight line basis over the average period until the benefits become vested. The Holding Company recognizes gains and losses on the curtailment or settlement of the plan when the curtailment or settlement occurs.

Compensated absences: The employees can carry-forward a portion of the unutilised accrued compensated absences and utilise it in future service periods or receive cash compensation on termination of employment. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method as at the balance sheet date.

2.11 Earnings per share

Basic earnings per share amounts are computed by dividing net profit or loss for the year attributable to equity shareholders by the weighted average number of shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit after tax attributable to the equity shareholders for the year and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. The diluted potential equity shares have been adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. the average market value of the outstanding shares)

In computing diluted earnings per share, only potential equity shares that are dilutive and that reduce profit / loss per share are included

2.12 Leases

Leases under which the Holding Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Such assets acquired are capitalised at the fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased items are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss on a straight line basis over the period of the lease.

2.13 Taxation

Income-tax expense comprise current tax (i.e. amount of tax for the period determined in accordance with the income-tax law), and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is a reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed as at the balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized

Current tax and deferred tax assets and liabilities are offset to the extent to which the Group has a legally enforceable right to set off and they relate to taxes on income levied by the same governing taxation laws.

2.14 Provisions, contingent liabilities and contingent assets

Provision is recognized when there is a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on best estimates required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. A disclosure of contingent liability is made when there is possible obligation that may, but probably will not, require an outflow of resources. Where 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. Contingent assets are neither recognized nor disclosed in the consolidated financial statements



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

2.15 Employee stock option based compensation

The Holding Company calculates the compensation cost based on the fair value method, wherein the excess of the fair value of the underlying equity share as on the date of the grant of the option over the exercise price of the option given to the employees under the employee stock option scheme of the Holding Company is amortised over the vesting period on a straight line basis. The Holding Company follows the Guidance note on accounting for employee share based payments issued by Institute of Chartered Accountants of India for accounting for employee stock options.

2.16 Cash and cash equivalent

Cash and cash equivalents comprise of cash at bank and in hand and short-term investments with an original maturity of three months or less.

2.17 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit or loss before tax is adjusted for the effects of transactions of non-cash nature, any deferrals, or accruals of past or future operating cash receipts or payments and item of expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are segregated.

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")
Notes to consolidated financial statements for the year ended 31 March 2024
(All amounts are in thousands except share data or as stated)

3 Share capital

Particulars	As at	
	31 March 2024	31 March 2023
Authorised:		
I. Equity shares		
2,30,00,000 (31 March 2023 : 2,499,980) equity shares of INR 1 each	23,000	2,500
II. Series A equity shares		
0 (31 March 2023 : 10) Series A equity shares of INR. 1 each	0	0
III. Series B equity shares		
0 (31 March 2023 : 10) Series B equity shares of INR. 1 each	0	0
IV. 0.01% compulsorily convertible and non cumulative Series A preference shares		
0 (31 March 2023: 500,000) preference shares of INR. 1 each	-	500
V. 0.01% compulsorily convertible and non cumulative Series B preference shares		
0 (31 March 2023: 600,000) preference shares of INR. 1 each	-	600
Issued, subscribed and paid up :		
I. Equity shares		
2,14,54,078 (31 March 2023 : 1,238,420) equity shares of INR. 1 each	21,454	1,238
Less : Amount recoverable from Net Avenue Technologies Private Limited	(38)	(38)
Employees Welfare Trust - Face value of 38,420 shares (31 March 2023 : 38,420) allotted to the trust		
	21,416	1,200
II. Series A equity shares		
NIL (31 March 2023 : 6) Series A equity shares of INR. 1 each	-	-
III. 0.01% compulsorily convertible and non cumulative Series A preference shares		
NIL (31 March 2023: 468,614) preference shares of INR. 1 each	-	469
IV. 0.01% compulsorily convertible and non cumulative Series B preference shares		
NIL (31 March 2023: 544,114) preference shares of INR. 1 each	-	544
	21,416	2,213

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

3 Share capital (continued)

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year

Particulars	As at		As at	
	31 March 2024		31 March 2023	
	Number of shares	Amount	Number of shares	Amount
I. Equity shares				
At the beginning and end of the year (face value INR 1 each)	1,238	1,238	1,238	1,238
Add: Conversion of preference shares and Series A equity sha	1,013	1,013	-	-
Add: Issue of bonus shares	13,507	13,507	-	-
Add: Issue of shares on account of IPO	5,696	5,696	-	-
At the end of the year	21,454	21,454	1,238	1,238
II. Series A equity shares				
At the beginning and end of the year (face value INR 1 each)	0	0	0	0
Less: On conversion to equity shares	(0)	(0)	-	-
At the end of the year	-	-	0	0
III. 0.01% compulsorily convertible and non-cumulative Series A preference shares				
At the beginning and end of the year (face value INR 1 each)	469	469	469	469
Less: On conversion to equity shares	(469)	(469)	-	-
At the end of the year	-	-	469	469
IV. 0.01% compulsorily convertible and non-cumulative Series B preference shares				
At the beginning of the year	544	544	544	544
Less: On conversion to equity shares	(544)	(544)	-	-
At the end of the year	-	-	544	544

(c) Terms/rights attached to equity shares

As at the balance sheet date, the Company has only ordinary equity shares, having a par value of Re. 1 per share each respectively.

Each holder of equity shares shall have one vote per share, The Holding company declares and pays dividends in Indian rupees. The dividend proposed, if any, by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting.

3 Share capital (continued)

(d) Details of shareholders holding more than 5% shares of a class of shares of the Holding Company

The shareholders, individually, holding more than 5% shares of a class of shares of the Holding Company are as under :

Particulars	As at		As at	
	31 March 2024		31 March 2023	
	No. of shares	% holding	No. of shares	% holding
I. Equity shares				
Rajesh Nahar	30,45,000	14.20%	4,35,000	35.13%
Ritesh Katariya	35,70,000	16.60%	5,10,000	41.18%
Inventus Capital Partners (Mauritius) Ltd	21,71,939	10.10%	85,400	6.90%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	21,53,935	10.00%	75,000	6.06%
Forum Synergies India Trust	13,81,632	6.40%	-	-
Agnus Ventures LLP	13,81,632	6.40%	-	-
II. Series A equity shares				
Inventus Capital Partners (Mauritius) Ltd	-	0.00%	2	33.33%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	-	0.00%	2	33.33%
Forum Synergies India Trust	-	0.00%	1	16.67%
Agnus Ventures LLP	-	0.00%	1	16.67%
III. 0.01% compulsorily convertible and non-cumulative Series A preference shares				
Inventus Capital Partners (Mauritius) Ltd	-	0.00%	2,35,282	50.21%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	-	0.00%	2,33,332	49.79%



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

IV. 0.01% compulsorily convertible and non-cumulative Series B preference shares

Inventus Capital Partners (Mauritius) Ltd	-	0.00%	74,993	13.79%
Nadathur Estates Pvt. Ltd. for and on behalf of Ojas Partners	-	0.00%	74,371	13.67%
Forum Synergies India Trust	-	0.00%	1,97,375	36.27%
Agnus Ventures LLP	-	0.00%	1,97,375	36.27%

(c) Shares held by promoters at the end of the year

S. No	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	Rajesh Nahar	30,45,000	14.20%	Refer Note 3(d)(I)
2	Ritesh Katariya	35,70,000	16.60%	Refer Note 3(d)(I)
	TOTAL	66,15,000	30.80%	

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")
Notes to consolidated financial statements for the year ended 31 March 2024
(All amounts are in thousands except share data or as stated)

4 Reserves and surplus

Particulars	As at	
	31 March 2024	31 March 2023
I. General reserve		
Balance at the beginning	6,299	6,299
Transfer from capital reserve on account of liquidation	986	-
Add: Amount transferred to general reserve on account of forfeiture	583	-
Add: Amount transferred to general reserve on account of expiry of options granted to promoters	16,095	-
Balance at the end	23,963	6,299
II. Securities premium account		
Balance at the beginning	4,25,787	4,25,787
Add: Premium received on account of share issue	96,832	-
Less: Amounts utilised for share issue expenses	(10,679)	-
Less: Amounts utilised for Issue of bonus shares	(13,507)	-
Balance at the end of the year	4,98,433	4,25,787
Note : The securities premium account balance is net of INR 89,25,020/- recoverable from the Net Avenue Technologies Private Limited Employees Welfare Trust.		
III. Employee stock option outstanding		
Balance at the beginning	18,540	17,083
Add: Options granted during the year	7,063	1,457
Less: Amount transferred to general reserve on account of forfeiture	(583)	-
Less: Amount transferred to general reserve on account of expiry of options granted to promoters	(16,095)	-
Balance at the end	8,925	18,540
IV. Surplus in the statement of profit and loss		
Balance at the beginning	(4,32,435)	(4,50,233)
Profit/ (loss) for the year	(15,812)	17,798
Balance at the end	(4,48,247)	(4,32,435)
IV. Capital reserve		
Balance at the beginning	986	986
Transfer to reserves on account of liquidation	(986)	-
Balance at the end	-	986
Total reserve and surplus	83,074	19,177

5 Provisions

Particulars	Long-term		Short-term	
	As at		As at	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023
Provision for employee benefits:				
- for gratuity	3,617	3,409	2,894	2,306
- for compensated absences	293	211	363	195
Provision for sales return allowance	-	-	1,607	9,100
	3,910	3,620	4,864	11,601



6 Short-term borrowings

Particulars	As at	
	31 March 2024	31 March 2023
Overdraft facility from bank (secured) *	-	15,064
Unsecured Loans		
-Employees	-	652
-Related parties **	13,837	11,906
	<u>13,837</u>	<u>27,622</u>

* PY's overdraft balance represents facility availed from IDFC Bank Limited and IndusInd bank which carries interest rate at 7.15% and 7.375% per annum and are repayable on demand. The facility is secured against the fixed deposits of the Company.

** The loan is repayable on demand. The loan is received from director and their relatives and is unsecured. (refer note 34)

7 Trade payables

Particulars	As at	
	31 March 2024	31 March 2023
- Total outstanding dues to micro and small enterprises	3,544	713
- Total outstanding dues to creditors other than micro and small enterprises	22,127	49,841
	<u>25,671</u>	<u>50,554</u>

Trade Payables ageing schedule (refer note 42)

8 Other current liabilities

Particulars	As at	
	31 March 2024	31 March 2023
Interest accrued and due on borrowings	85	602
Deferred income	397	785
Advance from customers	23,434	15,672
Accrued Expenses	8,424	5,552
Other statutory dues payable	1,749	3,390
Employee benefits payable	5,426	5,312
Payable to Related party (refer note 34)	-	27
	<u>39,515</u>	<u>31,340</u>

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

9 Property, plant and equipment & Intangibles

Tangible assets

Particulars	Leasehold improvements	Plant and Machinery	Office equipments	Furniture and fittings	Computers	Vehicle	Total
Gross block							
Balance as at 1 April 2022	229	1,024	2,377	3,740	7,344	319	15,033
Additions	-	1,060	230	688	954	-	2,931
Deletions / write off	-	-	-	-	-	-	-
Reclassification	-	-	-	-	-	-	-
Balance as at 31 March 2023	229	2,083	2,607	4,428	8,297	319	17,964
Additions	-	21	224	100	116	-	460
Deletions / write off	-	-	25	-	-	-	25
Balance as at 31 March 2024	229	2,104	2,806	4,527	8,413	319	18,399
Accumulated depreciation							
Balance as at 1 April 2022	200	401	2,246	2,661	6,694	85	12,287
Additions	-	264	119	412	720	62	1,577
Deletions / write off	-	-	-	-	-	-	-
Reclassification	-	-	-	-	-	-	-
Balance as at 31 March 2023	200	665	2,365	3,073	7,414	147	13,864
Additions	16	260	171	347	443	44	1,281
Deletions / write off	-	-	4	-	-	-	4
Balance as at 31 March 2024	216	925	2,532	3,420	7,857	191	15,141
Net block							
As at 31 March 2023	29	1,418	242	1,355	883	173	4,100
As at 31 March 2024	14	1,179	274	1,108	555	128	3,258

10 Intangible assets

Particulars	Computer software
Gross block	
Balance as at 1 April 2022	9,763
Additions	390
Deletions / write off	-
Adjustment on account of restatement	-
Balance as at 31 March 2023	10,153
Additions	-
Deletions / write off	-
Adjustment on account of restatement	-
Balance as at 31 March 2024	10,153
Accumulated amortization	
Balance as at 1 April 2022	9,731
Additions	84
Deletions / write off	-
Balance as at 31 March 2023	9,815
Additions	124
Deletions / write off	-
Balance as at 31 March 2024	9,939
Net block	
As at 31 March 2023	338
As at 31 March 2024	214



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")
Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)
(All amounts are in thousands except share data or as stated)

11 Non-current investments

Particulars	As at	
	31 March 2024	31 March 2023
Trade investments (unquoted)		
<i>Investment in equity accounted investees</i>		
29,412 (31 March 2023 :29,412) equity shares of Ethnoserve Bespoke Services Private Limited, an associate, of INR 1 each, fully paid up	41	44
Total	41	44
Disclosure for unquoted investment		
Aggregate book value	41	44

12 Deferred tax assets

The Group has unabsorbed losses as per taxation laws. Since the Group does not have virtual certainty of future profits, the deferred tax assets have not been recognized.

13 Loans and advances

Particulars	Long-term		Short-term	
	As at		As at	
	31 March 2024	31 March 2023	31 March 2024	31 March 2023
To parties other than related parties				
Deposits (unsecured, considered good)				
Security deposit	3,095	1,556	-	-
	3,095	1,556	-	-
Others (unsecured, considered good)				
Prepayments	-	-	515	698
MAT Credit Entitlement	876	876	-	-
Advance tax (net of provision for tax)	-	-	-	171
Advances to employees	-	-	1,617	1,373
Deposit with stock exchange	-	-	1,053	-
Advance to supplier	-	-	3,888	6,101
Balances with government authorities	-	-	18,173	7,013
Other advances	-	-	37	135
	876	876	25,283	15,491
Others (unsecured, considered doubtful)				
Security deposit - considered doubtful	30	30	-	-
Balances with Income Tax authorities including refund receivable - considered doubtful	-	-	2,503	1,853
Advances to suppliers	-	-	3,227	191
Advances to employees	-	-	100	115
Less: Provision for deposits, advances	(30)	(30)	(3,733)	(699)
	-	-	2,097	1,460
Total loans and advances	3,971	2,432	27,380	16,951

14 Current Investments

Particulars	As at	
	31 March 2024	31 March 2023
Investment in Mutual Funds (At cost)	52,212	-
	52,212	-

Name	Units
ICICI Pru All Seasons Bond	3,06,593.00
HDFC Low Duration	1,93,552.82
ICICI Pru Equity Arbitrage	3,24,840.68
ICICI Pru Liquid	20,804.81
Kotak Equity Arbitrage Fund	1,49,131.86
Edelweiss Arbitrage Fund	2,87,454.29
SBI Arbitrage Opp Fund	1,64,901.04
Total	14,47,278.49



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")
Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

15 Inventories

(valued at the lower of cost and net realisable value)

Particulars	As at	
	31 March 2024	31 March 2023
Raw materials and components	21,380	25,071
Work-in-progress	7,649	10,610
Finished goods (goods in transit amounts to INR 2242K ; PY INR 1001K)	40,668	33,709
Stock-in-trade (goods in transit amount to INR 1111K ; PY INR 324K)	7,654	13,356
	77,351	82,846
Less : Provision for non-moving inventory	(22,268)	(10,574)
	55,083	72,271

16 Trade receivables

Particulars	As at	
	31 March 2024	31 March 2023
Outstanding for a period exceeding six months from the date they are due for payment		
a) Secured, considered good	-	-
b) Unsecured, considered good	-	-
c) Unsecured, considered doubtful	483	-
Less: Provision for doubtful receivables	(483)	-
	-	-
Other receivables		
a) Secured, considered good	-	-
b) Unsecured, considered good	3,732	12,843
c) Unsecured, considered doubtful	-	-
Less: Provision for doubtful receivables	-	-
	3,732	12,843
	3,732	12,843
Trade Receivables ageing schedule (refer note 43)	3,732	12,843

17 Cash and bank balances

Particulars	As at	
	31 March 2024	31 March 2023
Cash and cash equivalents		
Cash on hand	173	164
Balances with banks		
- On current accounts	9,265	2,775
Other bank balances		
Deposits with original maturity of more than 3 months and less than 12 months	7,741	226
Deposits (held as security against borrowings/guarantee)	14,894	17,583
	32,073	20,748

18 Other current assets

Particulars	As at	
	31 March 2024	31 March 2023
To parties other than related parties		
Unsecured, considered good		
Subsidy receivable on account of listing expenses *	3,000	-
Interest accrued on deposit with bank	210	115
Others	30	3,552
Unsecured, considered doubtful		
Others	1,282	2,405
Less: Provision for doubtful receivables	(1,161)	(633)
	3,361	5,439
Total other assets	3,361	5,439

* Company has applied for subsidy from government for reimbursement of listing expenses, which is pending receipt

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

19 Revenue from operations

Particulars	Period ended	
	31 March 2024	31 March 2023
Sale of products	2,47,315	3,10,986
Other operating revenue	14,557	23,369
	<u>2,61,872</u>	<u>3,34,355</u>

20 Other income

Particulars	Period ended	
	31 March 2024	31 March 2023
Interest income on bank deposits	1,425	1,023
Discount received from vendor	860	2,127
Provision no longer required written back / vendor write back	-	21,866
Other non-operating income	4,792	3,387
Prior period Income	-	480
	<u>7,077</u>	<u>28,883</u>

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

21 Cost of materials consumed (Fabrics)

Particulars	Period ended	
	31 March 2024	31 March 2023
Inventory of raw materials at the beginning of the year/period	25,070	35,124
Add: Purchases during the year/period	11,780	45,784
Less : Inventory of raw materials at the end of the year/period	(21,380)	(25,070)
	15,470	55,838

22 Purchases of stock-in-trade

Particulars	Period ended	
	31 March 2024	31 March 2023
Apparels	40,399	70,239
	40,399	70,239

23 Changes in inventory of work-in-progress and stock-in-trade

Particulars	Period ended	
	31 March 2024	31 March 2023
Inventories at the beginning of the year/ period		
Work-in-progress	10,610	9,012
Finished goods	33,709	23,935
Stock-in-trade	13,456	16,515
Inventories of stock in trade at the end of the year/ period		
Work-in-progress	(7,649)	(10,610)
Finished goods	(40,668)	(33,709)
Stock-in-trade	(7,654)	(13,456)
	1,804	(8,313)

24 Employee benefits

Particulars	Period ended	
	31 March 2024	31 March 2023
Salaries, wages and bonus *	43,173	43,746
Contribution to provident and other funds	2,725	2,465
Employee stock compensation expenses	7,063	1,458
Staff welfare expenses	970	1,053
	53,931	48,722

* Related party (refer note 34)

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

25 Finance cost

Particulars	Period ended	
	31 March 2024	31 March 2023
Interest		
- to banks	801	292
- to related parties	948	417
	<u>1,749</u>	<u>709</u>

26 Depreciation and amortization

Particulars	Period ended	
	31 March 2024	31 March 2023
Depreciation on property, plant and equipment (refer note 9)	1,281	1,577
Amortisation of intangible assets (refer note 10)	124	84
	<u>1,405</u>	<u>1,661</u>

27 Other expenses

Particulars	Period ended	
	31 March 2024	31 March 2023
Fabric conversion & Redesign charges	33,541	39,804
Internet banking and other charges	7,659	7,296
Marketing expenses	9,422	14,477
Advertisement and business promotion expenses	46,097	41,413
Collection charges	2,758	1,940
Power and fuel	1,394	1,180
Printing and stationery	624	855
Repairs and maintenance		
- Computers	230	589
- Others	1,296	1,991
Insurance	688	543
Office expenses	1,259	1,547
Rates and taxes	408	406
Foreign exchange fluctuation loss (net)	-	1,412
Rent	3,441	3,350
Professional and technical fees (refer note 29)	9,154	7,589
Travelling and conveyance	900	1,073
Freight and handling charges	37,319	47,315
Communication expenses	143	2,701
Provision for non moving inventory	11,693	-
Provision for doubtful debts/ advances	4,064	-
Bank charges	342	352
Miscellaneous expenses	2,696	749
	<u>1,75,131</u>	<u>1,76,581</u>

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

28 Contingent liabilities and commitments

a) Contingent liabilities

1. The Holding Company had appointed Pioneer Tradings Limited, UK ("PTL") and Cbazaar.com Inc, USA ("CB INC") as a Business Associate who shall assist and accept orders from various customers and also collect payment from these customers on behalf of the holding Company, for which the Holding Company paid commission charges to PTL/CB INC. The Holding Company also reimburses certain expenditures like marketing, internet banking and other charges which are incurred on its behalf to PTL/CB INC. The Holding Company based on a legal opinion believes that Service tax is not applicable on such transactions and accordingly, no provision has been made for service tax in these financial statements.

2. Demand Raised for Rs.17,80,880/- by Income tax authorities for AY 2011-12, the reason being challan paid was not considered by the IT Authority

3. Demand Raised for Rs.10,77,460/- by Income tax authorities for AY 2020-21, the reason being inconsistency between tax audit report and ITR

4. Demand Raised for Rs.33,20,270/- by Income tax authorities for AY 2022-23, the reason being disallowance of marketing expenses claimed in ITR.

5. Demand Raised for Rs.1,67,712/- by Income tax authorities for AY 2021-22, the reason being disallowance of some expenses claimed in ITR.

b) Commitments

Particulars	As at	
	31 March 2024	31 March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
Guarantees given	-	-
Total	-	-

29 Payment to auditors (excluding service tax / Goods and services tax)

Particulars	Period ended	
	31 March 2024	31 March 2023
As auditor:		
Statutory audit Fee	445	320
Others	440	40
Total	885	360

30 Earnings in foreign currency (on accrual basis)

Particulars	Period ended	
	31 March 2024	31 March 2023
FOB value of exports	1,88,267	2,46,999
Shipping charges	14,557	23,369
Total	2,02,824	2,70,368

31 Expenditure in foreign currency (on accrual basis)

Particulars	Period ended	
	31 March 2024	31 March 2023
Professional and technical fees	7,012	4,839
Total	7,012	4,839

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")
Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

32 Micro and small enterprises

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the Micro, Small and Medium Enterprise Development Act, 2006 ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at 30 June 2023 has been made in the financial statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date.

Particulars	As at	
	31 March 2024	31 March 2023
(a) the principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	3,544	713
Interest on the above, remaining unpaid at the end of the accounting year	375	155
(b) 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 amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) 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 the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	530	155
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

33 Particulars of un-hedged foreign currency exposures as at the balance sheet date

The Company does not use any derivative instruments to hedge its foreign currency assets / liabilities. The details of foreign currency

Particulars	As at	
	31 March 2024	31 March 2023
Receivable		
Foreign currency equivalent (GBP)		
Indian Rupee equivalent		
Foreign currency equivalent (USD)	16	19
Indian Rupee equivalent	1,333	1,577
Payable		
Foreign currency equivalent (GBP)		
Indian Rupee equivalent		
Foreign currency equivalent (USD)		
Indian Rupee equivalent		



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

34 Related party transactions

(a) Names and nature of relationship with related parties

Key managerial personnel	Mr. Rajesh Nahar (Director) Mr. Ritesh Katariya (Director)
Relatives of key managerial personnel	Mrs. Kasturi Devi Mrs. Manju Shree Mrs. Sarala Nahar
Enterprise over which the Company exercise a significant influence	Ethnoserve Bespoke Services Private Limited
Enterprises owned or significantly influenced by key managerial personnel or their relatives	Net Avenue Technologies Private Limited Employees Welfare Trust

(b) Related party transactions

Particulars	Period ended 31 March 2024	Year ended 31 March 2023
I. Remuneration paid		
Mr. Rajesh Nahar	6,467	6,516
Mr. Ritesh Katariya	6,667	6,501
Mrs. Sarala Nahar	620	-
II. Loans availed from relatives of key management personnel		
Mr. Ritesh Katariya	1,900	2,575
Mr. Rajesh Nahar	-	500
Mrs. Manju Shree	600	-
III. Interest on loan paid/payable key management personnel (KMP) and relatives of KMP		
Mrs. Kasturi Devi	6	132
Mrs. Manju Shree	28	240
Mrs. Sarala Nahar	-	142
Mr. Rajesh Nahar	5	-
Mr. Ritesh Katariya	46	92
IV. Reimbursement of Expenses:		
Mr. Ritesh Katariya	147	-

(c) Balances as at :

Particulars	As at 31 March 2024	As at 31 March 2023
A. Amount receivable from Net Avenue Technologies Private Limited Employees Welfare Trust (Gross of shares cost issued to trust and provisions)	10,960	10,960
B. Salary Payable		
Receivable		
Mr. Rajesh Nahar	1,650	1,171
Mr. Ritesh Katariya	1,676	1,009
C. Balance payable to relatives of key managerial personnel - Unsecured loans		
Ms. Kasturi Devi	656	656
Ms. Manju Shree	3,000	2,400
Ms. R Sarala Nahar	-	570
Mr. Rajesh Nahar	3,253	3,253
Mr. Ritesh Katariya	6,928	5,028
D. Reimbursement of Expenses:		
Mr. Ritesh Katariya	147	-
E. Ethnoserve Bespoke Services Private Limited		
Payable	-	27
Receivable	-	-



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

35 Employee benefits

Defined contribution plans

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards Provident Fund, which is a defined contribution plan. The company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue. The amount recognised as an expense towards contribution to Provident Fund for the year aggregated to INR 2,514K (previous year : INR 2357K)

Defined benefit plans

The Holding Company's gratuity benefit scheme is a defined benefit plan. The Holding Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs and the fair value of any plan assets are deducted. The calculation of the Holding Company's obligation under this plan is performed annually by a qualified actuary using the projected unit credit method. The gratuity plan entitles regular employee, who has rendered atleast five years of continuous service, to receive one-half month's salary for each year of completed service at the time of retirement/exit.

Disclosure requirements under Revised Accounting Standard 15 (Revised) on employee benefits

Gratuity		
Particulars (Changes in the Present Value of Obligation)	Mar'24	Mar'23
Present Value of Obligation as at the beginning	6,931	6,557
Interest Cost	497	364
Current Service Cost	475	503
Benefits Paid	(566)	(245)
Actuarial (Gain) / Loss on the Obligation	142	(248)
Present Value of Obligation as at the end	7,479	6,931

Particulars (Changes in the Fair Value of Plan Assets)	Mar'24	Mar'23
Fair Value of Plan Assets as at the beginning	1,216	1,203
Expected Return on Plan Assets	91	67
Employer's Contributions	238	184
Benefits Paid	(566)	(245)
Actuarial Gain / (Loss) on the Plan Assets	(11)	7
Fair Value of Plan Assets as at the end	968	1,216

Particulars (Expense recognised in P&L)	Mar'24	Mar'23
Current Service Cost	475	503
Interest Cost	497	364
Expected Return on Plan Assets	(91)	(67)
Net Actuarial (Gain) / Loss recognised in the period	154	(254)
Expenses Recognised in statement of Profit and Loss	1,035	546

Particulars	31 March 2024	31 March 2023
Discount rate	7.10%	7.20%
Salary escalation	8.00%	5.00%
Attrition rate	35.00%	20%- 40%

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.

Assumptions regarding future mortality are based on published statistics and mortality tables. The calculation of the defined benefit obligation is sensitive to the mortality assumptions.

The gratuity expenses have been recognised under "Salaries, wages and bonus" in note 24.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

36 Earnings per share (EPS)

Particulars	31 March 2024	31 March 2023
Earnings		
Profit for the period / year	(15,812)	17,798
Less: Dividends on preference shares and tax thereon	-	-
Net profit/ (loss) attributable to equity shareholders for	(15,812)	17,798
Outstanding number of shares		
Weighted average number shares for basic earnings per share	3,636	1,200
Effect of bonus issue	13,507	13,507
Effect of potential equity shares	38	38
Compulsorily convertible Series A preference shares	-	469
Compulsorily convertible Series B preference shares	-	544
Effect of Options issued, where there is no anti dilutive		7,98,081
Weighted average number shares for diluted earnings per share	17,181	8,13,839
Basic earnings per share	(0.92)	1.21
Diluted earnings per share	(0.92)	0.02

37 Leases

The Company has entered into operating lease arrangements for the lease of office premises. The lease payments recognised in the statement of profit and loss for the year ended 31 March 2024 amounts to INR 3441K (31 March 2023: INR 3350K)

38 Payables/receivables to/from subsidiaries

As on 31st March 2023, the holding Company had long-outstanding foreign currency payable and receivable balances to/from its wholly-owned subsidiaries. These balances relate to inter-company transactions with its subsidiaries towards procurement of services, reimbursement of expenses, collections made by the subsidiary companies on behalf of the Holding Company etc. in the past and the current year. Owing to operational difficulties, the Holding Company was unable to settle the aforesaid balances within the stipulated time period resulting in delays in remittances / collections of such overdue balances in accordance with the provisions of the Foreign Exchange Management Act, 1999 and the regulations thereunder ('the Act') from the subsidiaries. However, during the year, the Holding Company has paid the long-outstanding over dues to subsidiaries and collected the dues from subsidiaries.

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Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

39 Employee share-based payment plans

- (a) During the year ended 31 March 2014, the Holding Company had formed an ESOP trust, "Net Avenue Technologies Private Limited Employees Welfare Trust". The Holding Company had framed the guidelines on issue of shares to its employees. The ESOP trust has purchased 46,980 shares from the shareholders and subscribed for 38,420 shares issued by the Holding Company for the purpose of issuing it to the employees. The Holding Company had accounted for the ESOP Trust in accordance with Guidance Note on Accounting for Employee Share Based Payments. Accordingly, the loan given to the ESOP trust has been disclosed as "Amount recoverable from Net Avenue Technologies Private Limited Employees Welfare Trust" in the balance sheet and the shares are shown as a part of the share capital.

The management believes that the amount of loan receivable from the ESOP trust is fully recoverable based on budgeted plan and hence no provision is made in the books.

Post balance sheet date, the board has approved in its meeting dated 25th May 2024 for issuance of 6 bonus options for the existing options issued prior to Aug 2023 and also reduced the exercise price from Rs.100 to Rs.60 for 7 options and also the exercise period is extended to 15 years. Accordingly the same is considered as modification to the ESOP scheme and considered the effect of the same in the results for the year ended 31st March 2024

- (b) Details of the shares reserved for issue under options

The Holding Company issued options under the Employees stock option policy 2013 ("2013 Plan") in the financial year 2013-2014. The 2013 Plan covers all employees on the permanent rolls of the Organisation and who can be assigned eligibility scores using an ESOP Scoring Matrix 2013. The objective of this 2013 Plan is to encourage ownership of the Holding Company's equity by its employees on an ongoing basis. The 2013 Plan is intended to reward the employees for their contribution to the successful operation of the Holding Company and to provide an incentive to continue contributing to the success of the Holding company.

The terms in the ESOP policy was modified as follows: Exercise price was changed to Rs 60 from Rs 100. The exercise period has been increased to 10 years from 4 years.

The scheme provides that these options would be vested in tranches as follows

Period within which the option	% of options that will vest
One year from the date of acceptance of offer	30%
Two years from the date of acceptance of offer	30%
Three years from the date of acceptance of offer	20%
Four years from the date of acceptance of offer	20%

Grant date	15-Oct-13	01-Jul-14	Various dates in 2014-15	Various dates in 2015-16	01-Jul-16	01-Jul-17	01-Jul-18	01-Oct-21	01-Jul-23	01-Jan-24
Options granted	23400	1500	2500	13600	3700	50616	3500	21450	18100	38500
Vesting period	1 to 4 years	to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 years	1 to 4 year	1 to 4 years
Expected option life	2.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years	6.3 years
Risk free rate	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%	8.80%
Option value as on grant date	151	151	151	430	486	357	357	154	13	27

The fair value of stock options has been determined using the Black Scholes option pricing model.

Particulars	31 March 2024	31 March 2023
Options granted and outstanding at the beginning of the year	75,866	75,966
Add: Options granted during the year	56,600	-
Less: Exercised during the year	-	-
Less: Expired during the year	(45,116)	-
Less: Forfeited during the year	(1,700)	(100)
Add: Bonus issued	2,44,400	-
Options granted and outstanding at the end of the year	3,30,050	75,866



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024 (Continued)

(All amounts are in thousands except share data or as stated)

40 Additional information required by Schedule III of Companies Act, 2013

For the year ended 31 March 2024	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As a % of Consolidated net assets	Amount	As a % of Consolidated profit or loss	Amount
Parent:				
Net Avenue Technologies Private Limited	97.21%	1,01,577	109.09%	(17,249)
Subsidiaries:				
Cbazaar.com Inc, USA	-11.41%	(11,918)	1.79%	(283)
Pioneer Tradings Limited, UK	-0.06%	(62)	0.77%	(121)
Associate:				
Ethnoserve Bespoke Services Private Limited	0.04%	41	0.01%	(2)
Inter-company eliminations	14.21%	14,852	-11.65%	1,843
	100%	1,04,490	100%	(15,812)
For the year ended 31 March 2023				
Name of the entity	Net Assets, i.e. total assets minus total liabilities		Share in profit or loss	
	As a % of Consolidated net assets	Amount	As a % of Consolidated profit or loss	Amount
Parent:				
Net Avenue Technologies Private Limited	93.10%	19,914	105.24%	18,731
Subsidiaries:				
Cbazaar.com Inc, USA	-54.40%	(11,635)	-5.42%	(964)
Pioneer Tradings Limited, UK	-23.42%	(5,010)	-0.85%	(152)
Associate:				
Ethnoserve Bespoke Services Private Limited	0.21%	44	-0.01%	(2)
Inter-company eliminations	84.51%	18,076	1.04%	185
	100%	21,389	100%	17,798

-1,21,153.00

41 Exceptional item

The exceptional income shown in the statement of profit or loss for the period ended 31 March 2024 refers income recognised in the books of subsidiary "Pioneer trading Limited" as the subsidiary has prepared its financial statements on liquidation basis as at 30th June 2023 consequent to its dissolution, accordingly capital reserve related to the subsidiary has been transferred to other reserves



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

42 Trade Payables ageing schedule

Particulars	Outstanding for following periods from invoice date*				
	Less than 1 year	1-2 years	2-3 Years	More than 3 Years	Total
(i)MSME	3,292	252	-	-	3,544
(ii)Others	20,684	584	859	-	22,127
(iii) Disputed dues – MSME	-	-	-	-	-
(iv)Disputed dues - Others	-	-	-	-	-
As at 31 March 2024	23,976	836	859	-	25,671
(i)MSME	697	16	-	-	713
(ii)Others	43,000	6,840	-	-	49,841
As at 31 March 2023	43,698	6,856	-	-	50,554

*Represents Outstanding taken from the date of invoice.

43 Trade Receivables ageing schedule

Particulars	Outstanding for following periods from Invoice date*					
	Less than 6 months	6 months-1 year	1 - 2 Years	2 - 3 Years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	3,277	455	-	-	-	3,732
(ii) Undisputed Trade receivables – considered doubtful	-	-	483	-	-	483
Total Trade Receivables	3,277	455	483	-	-	4,215
Less Provision	-	-	-	-	-	-
(i) Undisputed Trade receivables – considered good	-	-	483	-	-	483
As at 31 March 2024	3,277	455	-	-	-	3,732
(i) Undisputed Trade receivables – considered good	12,339	0	444	-	-	12,783
(ii) Undisputed Trade receivables – considered doubtful	-	-	-	-	-	-
Total Trade Receivables	12,339	0	444	-	-	12,783
Less - Doubtful receivables	-	-	-	-	-	-
As at 31 March 2023	12,339	0	444	-	-	12,783

*Represents Outstanding taken from the date of invoice.

44 Other statutory information

- i The Group does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- ii The Group does not have any transactions with companies struck off except for one party by name "Siddharth impex private limited" for a value of INR 8K
- iii The Group has not been declared wilful defaulter by any bank or financial institution or other lender.
- iv The Group 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.
- v The Group 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 Company shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries
- vi The Group 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.
- vii The Group has not traded or invested in crypto currency or virtual currency during the financial year.



Net Avenue Technologies Limited (Formerly "Net Avenue Technologies Private Limited")

Notes to consolidated financial statements for the year ended 31 March 2024

(All amounts are in thousands except share data or as stated)

45 Prior year comparatives

Prior year comparatives have been regrouped / reclassified wherever necessary to conform with current year's classification.


As per our report of even date attached
For **PKF Sridhar & Santhanam LLP**
Chartered Accountants
Firm's Registration No: 003990S/S200018



P Devi
Partner
Membership No. 223137
Place : Chennai
Date : 25.05.2023



for and on behalf of the Board of Directors of
Net Avenue Technologies Private Limited
CIN: U72900TN2001PTC047220



Ritesh Katariya
Whole-time director
DIN: 01019455
Place : Chennai
Date : 25.05.2023



Rajesh Nahar
Managing Director
DIN: 01015059
Place : Chennai
Date : 25.05.2023



Prakash Arthanari
Chief Financial Officer
Place : Surat
Date : 25.05.2023

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DARSHAN
Date: 2024.05.25 18:38:46
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Bhumisha Darshan Dadwani
Company Secretary
Place : Surat
Date : 25.05.2023