

NEELKANTH ROCK-MINERALS LIMITED

CIN: L14219RJ1988PLC062162

Registered Office: Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001
E-mail ID: info@neelrock.com; Tel: +0291-2631839

Date: 06.09.2025

To,
The Manager
Listing & Compliance
Bombay Stock Exchange (BSE Limited)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Sub: Annual Report of 37th Annual General Meeting

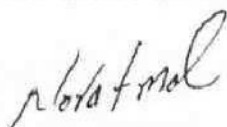
Ref: NEELKANTH ROCK-MINERALS LIMITED (Scrip Code: 531049)

Dear Sir,

As per Regulation 34 (1) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (the Listing Regulations), please find the enclosed Annual Report for your reference and record.

Yours faithfully

For NEELKANTH ROCK-MINERALS LIMITED



NORATMAL KAWAR
Managing Director



ENCL: A/a

**37TH ANNUAL REPORT
2024 - 2025**

NEELKANTH ROCK-MINERALS LIMITED

CIN: L14219RJ1988PLC062162

**Registered Office: Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16, Jodhpur, Rajasthan-342001 (India)
E-mail ID: info@neelrock.com; Tel: 0291-2631839**

NEELKANTH ROCK-MINERALS LIMITED

BOARD OF DIRECTORS

Shri Noratmal Kavar	-	Chairman & Managing Director
Shri Anil Sayarchand Kavar	-	Director
Smt Shweta Vikash Kavar	-	Director
Shri Naresh Kumar Jain	-	Independent Director
Shri Rajendra Kumar Abani	-	Independent Director

STATUTORY COMMITTEES

AUDIT COMMITTEE

Shri Rajendra Kumar Abani	-	Chairman
Shri Naresh Kumar Jain	-	Member
Shri Anil Kavar	-	Member

NOMINATION & REMUNERATION COMMITTEE

Shri Naresh Kumar Jain	-	Chairman
Shri Rajendra Kumar Abani	-	Member
Smt Shweta Vikash Kavar	-	Member

STAKEHOLDER'S RELATIONSHIP COMMITTEE

Shri Naresh Kumar Jain	-	Chairman
Shri Rajendra Kumar Abani	-	Member
Shri Anil Kavar	-	Member

COMPANY SECRETARY

Mr. Sourabh Arora

CHIEF FINANCIAL OFFICER

Mr. Rameshwar Jangid

STATUTORY AUDITORS

Shambhu Gupta & Co.

Chartered Accountants

512-513, MANISH CHAMBERS, OPP. HOTEL KARAN PALACE,
LANE, GOREGAON EAST, MUMBAI - 400063

Email: shambhu.gupta@gmail.com

SECRETARIAL AUDITORS

SKJ & ASSOCIATES

Practising Company Secretary

21A, 2nd Floor, Shankar Seth Building,
382, J.S.S. Road Chira Bazar
Mumbai- 400002
Email: skjandassociates@gmail.com

BANKERS

IDBI Bank
Kotak Mahindra Bank Limited

REGISTERED OFFICE

Neelkanth Rock-Minerals Limited

CIN: **L14219RJ1988PLC062162**

Regd. Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16, Jodhpur, Rajasthan - 342 001 (India)
Tel: +0291-2631839
E-mail ID: info@neelrock.com;
Website: www.neelrock.com

REGISTRAR & TRANSFER AGENT

MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited)

C 101, 247 Park, LBS Road, Vikhroli West,
Mumbai – 400083, Maharashtra
Tel: +91 22 49186000 - 79
Fax: +91 022 - 4918 6060
Email: mumbai@in.mpms.mufg.com
Website: www.in.mpms.mufg.com

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E-mail ID: info@neelrock.com; Tel: +0291-2631839

NOTICE OF 37TH ANNUAL GENERAL MEETING

NOTICE is hereby given that 37th Annual General Meeting of **NEELKANTH ROCK-MINERALS LIMITED** will be held on Tuesday, the 30th day of September, 2025 at 10:00 A.M. at the Registered Office of the Company at Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2025, and the Report of the Auditors and Board of Directors thereon.
2. To appoint a director in place of Smt. Shweta Vikash Kavar (DIN: 07119867), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Javerilal Nahar as an Independent Director.

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

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or reenactment (s) thereof, for the time being in force), read with Schedule IV of the Act and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. Javerilal Nahar (DIN: 11279186) who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment, as an Independent Director of the Company for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting and ending at the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2030, and who shall not be liable to retire by rotation.

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

4. Appointment of Mr. Sumit Chhajer as an Independent Director.

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

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or reenactment (s) thereof, for the time being in force), read with Schedule IV of the Act and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. Sumit Chhajer (DIN: 11279184) who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment, as an Independent Director of the Company for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting and ending at the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2030, and who shall not be liable to retire by rotation.

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

**FOR AND ON BEHALF OF THE BOARD OF
NEELKANTH ROCK-MINERALS LIMITED**

sd/-

NORATMAL KAWAR
Managing Director

Place: Jodhpur,

Date: 05th September, 2025

Registered Office:

Flat No. 606, Scheme Chopasani Jagir,

Khasra No. 175/74, plot No. 15/16

Jodhpur, Rajasthan-342001

CIN: **L14219RJ1988PLC062162**

Website: www.neelrock.com

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM SELF/ HER SELF AND THE PROXY NEED NOT BE A MEMBER.** Proxies, in order to be effective, must be received by the company not later than 48 hours before the commencement of the meeting. Proxy form is annexed to the Notice.
2. A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other Member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority as applicable. The Proxy-holder shall prove his identity at the time of attending the Meeting.
3. The Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed hereto and forms part of this Notice.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 24.09.2025 to 30.09.2025 (both days inclusive) for the purpose of Annual Closure.
5. The Company's Equity shares are listed at BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 and the Company has paid the Listing Fees to the said Stock Exchanges.
6. Members seeking clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the Meeting. This would enable the Company to compile the information and provide replies in the meeting
7. Pursuant to sections 101 and 136 of the Companies Act, 2013 read with the Rules framed there under, the Notice calling the Annual General Meeting along with the Annual Report 2024-25 would be sent by electronic mode to those Members whose e-mail addresses are registered with the Depository or the Company's Registrar and Transfer Agents, unless the Members have requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies would be sent by the permitted mode.
8. Members are requested to support this Green Initiative by registering/updating their e-mail addresses with the Depository Participant (in case of Shares held in dematerialized form) or with MUFG Intime India Private Limited (in case of Shares held in physical form) which will enable the Company to forward all the requisite information in electronic mode.
9. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Annual General Meeting.

10. Register of Directors and Key Managerial Personnel of the Company and their Shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at AGM.
11. The Register of Contracts and Arrangement in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.
12. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DP ID number, as the case may be.
13. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or MUFG Intime India Private Limited, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
14. Members holding shares in dematerialized form are requested to intimate all changes pertaining to nominations, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, MUFG Intime India Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to MUFG Intime India Private Limited.
15. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
16. Members are requested to intimate to the Company queries, if any, on the accounts at least 10 days before the Meeting to enable the management to keep the required information available at the meeting.
17. Members/Proxies are requested to bring their copies of Annual Report with them for the Annual General Meeting and the attendance slip duly filled in for attending the Meeting. No copies of the Annual Report will be distributed at the meeting.
18. In view of the amendment made to Section 139 of the Companies Act, 2013 vide the Companies (Amendment) Act, 2017 which is effective from 7th May, 2018, annual ratification of appointment of statutory auditors have been done away with. Hence no resolution has been proposed for the same.
19. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN/Bank Account particulars to their Depository Participants with whom they are maintaining their

demat accounts. Members holding shares in physical form can submit their PAN/Bank Account details to the Company/RTA for registration of transmission/transposition, deletion of name etc.

20. In accordance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by the Companies (Management and Administration) Rule, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The stated items of business may be transacted through electronic voting system and the Company is providing facility for voting by electronic means ("remote e-voting") to its Members. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing remote e-voting facilities to the Members, enabling them to cast their vote in a secure manner.

INSTRUCTIONS FOR E-VOTING

- i. The voting period commence on 27th September 2025 at 09:00 A.M. and ends on 29th September 2025 at 05:00 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 (record date) of 23rd September 2025 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.
- iii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iv. Click on Shareholders.
- v. 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) - Members who have not updated their PAN with the Company/ Depository Participants are requested to use the first two letters of their names (in CAPITAL LETTERS) and the 8 digits of the sequence number, in the PAN field. - In case the sequence number is less than 8 digits, enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL LETTERS, e.g. if your name is Ramesh Kumar with sequence number 1 then enter RA00000001, in the PAN field.

DOB	Enter the date of birth as recorded in your demat account or in the Company records for the said demat account or Folio No in dd/mm/yyyy format OR
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or Folio No.

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 as mentioned above.

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the "Electronic Voting Sequence Number" (EVSN) for the Neelkanth Rock-Minerals Limited on which you choose to vote.
- xiii. 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.
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xv. 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii. 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.
- xix. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android-based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx. **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - 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 should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

- 21 The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail ids with the Company/their respective Depository Participant along with physical copy of the Notice. Those members who have registered their e-mail IDs with the Company/their respective Depository Participant are being forwarded the login ID and password for e-voting along with process, manner and instruction by e-mail.
- 22 Members are requested to send all communication relating to shares to the Company's Share Transfer Agents (Physical and Electronic) at **MUFG Intime India Private Limited** C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083, Maharashtra. Further, kindly note that members holding shares in physical form and intending to transfer their shares have to furnish the PAN particulars of transferee along with the share transfer deeds for affecting the physical share transfer.
- 23 Any person becoming a Member of the Company after the dispatch of the Notice of the Meeting and holds shares as on the cut-off date i.e. 23rd September, 2025 can exercise their voting rights through remote e-voting by following the instructions listed hereinabove or by voting facility provided at the meeting.
- 24 The Company has appointed Mrs. Kusum Vyas, proprietor of G Kusum & Co, Company Secretaries (ACS 44957/CP 19362) as Scrutinizer for conducting the remote electronic voting process in a fair and transparent manner.
- 25 The Scrutinizer shall submit her report, to the Chairman, on the votes cast in favour or against, if any, within a period of three working days from the date of conclusion of the e-voting period.
- 26 The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting forthwith. The result declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.neelrock.com and on the website of CDSL- <https://www.evotingindia.co.in> immediately after the result is declared by the Chairman and the same shall be simultaneously communicated to the BSE.
- 27 The resolution shall be deemed to be passed on the date of AGM, subject to the receipt of sufficient votes.

- 28 The results declared along with the Consolidated Scrutinizer's report shall be disseminated to the Stock Exchanges.
- 29 Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form may file nomination in the prescribed Form SH-13 and for cancellation/variation in nomination in the prescribed Form SH-14 with the Company's RTA. In respect of shares held in electronic/demat form, the nomination form may be filed with the respective Depository.
- 30 The relevant details of Director seeking appointment under Item No. 2 above pursuant to Regulation 36 (3) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 are also annexed.
- 31 All documents referred to in the accompanying notice are open for inspection at the Registered Office of the Company on all working days between 10:00 am to 12:00 pm up to the date of Annual General Meeting.
- 32 The route map of the venue of the Meeting is given in the Notice.

**FOR AND ON BEHALF OF THE BOARD OF
NEELKANTH ROCK-MINERALS LIMITED**

**sd/-
NORATMAL KAWAR
Managing Director**

Place: Jodhpur,
05th September, 2025

Registered Office:

Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16
Jodhpur, Rajasthan-342001
CIN: **L14219RJ1988PLC062162**
Website: www.neelrock.com

THE FOLLOWING EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013 SETS OUT ALL MATERIAL FACTS RELATING TO THE BUSINESS MENTIONED IN ITEM NO. 3 AND 4 IN THE ACCOMPANYING NOTICE OF THE ANNUAL GENERAL MEETING.

ITEM NO. 3: APPOINTMENT OF MR. JAVERILAL NAHAR AS AN INDEPENDENT DIRECTOR.

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

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

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

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

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

The Board of Directors recommended the resolution set forth in item no. 3 of the notice for your approval as an Ordinary Resolution.

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

ITEM NO. 4: APPOINTMENT OF MR. SUMIT CHHAJER AS AN INDEPENDENT DIRECTOR.

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

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

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

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

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

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

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

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

**FOR AND ON BEHALF OF THE BOARD OF
NEELKANTH ROCK-MINERALS LIMITED**

**sd/-
NORATMAL KAWAR
Managing Director**

Place: Jodhpur,
05th September, 2025

Registered Office:

Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16
Jodhpur, Rajasthan-342001
CIN: **L14219RJ1988PLC062162**
Website: www.neelrock.com

DETAILS OF DIRECTORS SEEKING APPOINTMENT AND RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING (IN PURSUANCE OF REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

Item No. 2

Pursuant to Section 152 (6) of the Companies Act, 2013, Mrs. Shweta Vikash Kavar (DIN: 07119867), retires by rotation at this AGM and being eligible, is proposed for reappointment. Mrs. Shweta Vikash Kavar has expressed his intention to act as a Director, if reappointed.

Mrs. Shweta Vikash Kavar, the Director of the Neelkanth Rock-Minerals Limited. A Commerce Graduate has hands-on exposure Extensive in the commercial and technical understanding of the business. Neelkanth Rock-Minerals Limited is being ably guided by Mrs. Shweta Vikash Kavar through his analytical and professional approach.

Mrs. Shweta Vikash Kavar holds no Equity shares (as on 31st March, 2025) of your company. She is on the Board of your company from 23rd March, 2015.

Mrs. Shweta Vikash Kavar is the Daughter in law of Mr. Noratmal Kavar and Mr. Anil Kanwar.

Except Mrs. Shweta Vikash Kavar Herself and Mr. Noratmal Kavar and Mr. Anil Kavar, relative of Mrs. Shweta Vikash Kavar, none of the other Directors / Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in the ordinary resolution set out at Item No. 2 of the Notice.

The Board commends this resolution for your approval.

**FOR AND ON BEHALF OF THE BOARD OF
NEELKANTH ROCK-MINERALS LIMITED**

**sd/-
NORATMAL KAWAR
Managing Director**

Place: Jodhpur,
05th September, 2025

Registered Office:

Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16
Jodhpur, Rajasthan-342001
CIN: **L14219RJ1988PLC062162**
Website: www.neelrock.com

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

Name of the Director	Mrs. Shweta Vikash Kavar (DIN: 07119867)
Date of Birth	27/09/1982
Shareholding	NO Equity Shares (as on 31.03.2025)
Qualification	Graduated in Commerce
Relationship between directors inter-se	Daughter in law of Mr. Noratmal Kavar and Mr. Anil Kanwar
Nature of expertise	Extensive Knowledge and Experience in marketing and brand development.
Name of Companies in which he/she holds directorship	Other Directorship: – None
Name of Committees of the Companies in which he/ she holds Membership (as on 31.03.2025)	Committee positions held in Company: • Member of Nomination and Remuneration Committee • Committee Positions held in other Public Companies • NIL

Name of the Director	Javerilal Nahar	Sumit Chhajer
Date of Birth	07/05/1968	09/10/1989
Director Identification Number (DIN)	11279186	11279184
Category & Designation	Independent Director	Independent Director
Brief Resume and nature of expertise in specific functional areas and skills and capabilities	14+ years experience in Industry, Extensive Leadership, Business Administration, wide knowledge of Trade, Commerce, Strategy, Corporate affairs, Finance, Public Relations and International trade.	He is a qualified B.COM Graduate in commerce. He has vast experience in Finance, Financial Management and Strategy Planning.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None
Directorships held in other Companies	None	None

**FOR AND ON BEHALF OF THE BOARD OF
NEELKANTH ROCK-MINERALS LIMITED**

**sd/-
NORATMAL KAVAR
Managing Director**

Place: Jodhpur,
05th September, 2025

Registered Office:

Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16
Jodhpur, Rajasthan-342001
CIN: **L14219RJ1988PLC062162**
Website: www.neelrock.com

DIRECTOR'S REPORT

(Pursuant to the provisions of Sub Section (3) of Section 134 of the Companies Act, 2013)

**To,
The Shareholders of
NEELKANTH ROCK-MINERALS LIMITED**

On behalf of the Board of Directors, it is our pleasure to present the 37th Annual Report together with the Audited Statement of Accounts of NEELKANTH ROCK-MINERALS LIMITED ("the Company") for the Financial Year ended 31st March, 2025.

FINANCIAL HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The performance of the Company during the year has been as under:

	(Amount in Lakhs)	
	31.03.2025	31.03.2024
Revenue From Operations	0	0
Other Income	66.43	66.24
Total Revenue	66.43	66.24
Total Expenses	36.50	33.18
Profit/(Loss) Before Exceptional Items And Tax	29.93	33.06
Extraordinary Items	3.80	-
Tax Expenses		
Current Tax	6.58	8.60
Deferred Tax	0.00	0.00
Income Tax Paid	0.00	.43
Total Tax Expense	6.58	9.03
Profit/(Loss) For The Year	19.55	24.03

PERFORMANCE AND OPERATIONS

During the year, the No Revenue from Operations of your Company, your Company's has profit of Rs. 19,55,374/- vis-à-vis Rs. 24,02,929/- in the previous year.

The closure of the Company's unit has posed a challenge for the Company. Your directors are exploring alternate avenues to make the Company operative.

INDIAN ACCOUNTING STANDARD

The Ministry of Corporate Affairs (MCA) on February 16, 2015, notified that Indian Accounting Standards (IND AS) are applicable to certain classes of companies from April 1, 2016 with a transition date of April 1, 2015. IND AS has replaced the previous Indian GAAP prescribed under Section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014. IND AS is applicable to the Company from April 1, 2017.

COMPLIANCE WITH THE ICSI SECRETARIAL STANDARD

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

TRANSFER TO RESERVES

The company except its profits/losses does not propose any amount to transfer to the General Reserves.

DIVIDEND

Your Board of Directors is not recommended any dividend.

SUBSIDIARIES / ASSOCIATES

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

PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES

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

CHANGES IN THE NATURE OF THE BUSINESS

There is no change in the nature of business of the Company.

DEPOSITS

Your Company has not accepted any deposits during the year within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

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

The Company has not entered into any of the Contracts or arrangements with related parties as per the provisions of sub – section (1) of section 188 of the Companies Act, 2013

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3) (a) of the Act, the Annual Return as on March 31, 2025 is available on the Company's website - www.neelrock.com.

SHARE CAPITAL

The Authorised Share Capital of the Company as on 31st March, 2025 was Rs. 5,50,00,000 divided in 55,00,000 Equity Shares of Rs. 10/- each and the Paid-up Equity Share Capital of the Company as on date was Rs. 5,04,37,000 divided in 50,43,700 Equity Shares of Rs. 10/- each.

During the year under review, the Company has not issued any shares with or without differential voting rights nor granted stock options, sweat equity, or bonus shares.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board consists of Executive and Non-Executive Directors, including Independent Directors who are having wide and varied experience in different disciplines of corporate functioning. The Directors and Key Managerial Personnel of the Company are:

S.NO	NAME OF DIRECTOR'S /KMP	POSITION HELD
1.	Mr. Noratmal Kavar	Chairman & Managing Director
2.	Mr. Anil Sayarchand Kavar	Director
3.	Mrs. Shweta Vikash Kavar	Women Director

4.	Mr. Rajendra Kumar Abani	Independent Director
5.	Mr. Naresh Kumar Jain	Independent Director
6.	Rameshwar Jangid	Chief Financial Officer
7.	Mr. Sourabh Arora	Company Secretary

Mr. Noratmal Kavar (DIN- 00464435), as Managing Director of the company for a period of three years with effect from 27th March, 2023 to 26th March, 2026.

Mr. Sourabh Arora Company Secretary of the company has resigned with effect from 09.07.2025.

DIRECTORS RETIRE BY ROTATION

As per the provisions of the Companies Act, 2013, Mrs. Shweta Vikash Kavar, retires by rotation at the forthcoming AGM and being eligible, offers herself for reappointment. The Board recommends her reappointment.

PERFORMANCE EVALUATION OF THE BOARD

During the year under review, pursuant to the provisions of Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the evaluation of performance of all Directors is undertaken annually. The company has implemented a system of evaluating performance of the Board of Directors and of its committees and individual Directors on the basis of a structured questionnaire which comprise evaluation criteria taking into consideration various performance related aspects.

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

DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from all Independent Director as per Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16 (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTOR

The Company has made practice of regularly informing the Directors all the changes in the Company as well as changes in laws which are applicable to the Company at Board meeting held during the year.

REPORT ON FRAUDS

There were no frauds reported during the year.

NUMBER OF BOARD MEETINGS

During the financial year under review, 6 (six) Board Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period of 120 days as prescribed under the Companies Act, 2013 and Regulation 17 of SEBI Listing Regulations, 2015.

Date of meeting (DD/MM/YYYY)	Total Number of directors as on the	Attendance	
		Number of directors attended	% of attendance

	date of meeting		
30th May. 2024	6	6	100 %
24th July. 2024	6	6	100%
14th Aug. 2024	6	6	100%
5th Sep. 2024	6	6	100%
14th Nov. 2024	6	6	100%
14th Feb. 2025	6	6	100%

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to clause (c) of sub-Section (3) of Section 134 of the Act, the Directors would like to state that:

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

STATUTORY AUDITORS

A copy of the Auditor's Report for the year ended on March 31, 2025 along with the standalone financial statements thereon forms part of the Annual Report. The Notes on Financial Statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments and there are no qualification remarks made by the Auditors in their report, hence no explanation is required in this regard. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under section 143(12) of the Companies Act, 2013.

Explanations or comments By Board of Directors

The Board of Directors takes note of the Auditor's qualification concerning the non-enablement of the audit trail feature in the company's accounting software. The Board acknowledges the importance of maintaining an adequate audit trail to ensure transparency and accountability in financial reporting.

Due to certain operational challenges and constraints faced during the financial year, the company was unable to enable and maintain the audit trail feature as required. The Board regrets this lapse and assures stakeholders that steps are being taken to address this issue promptly. The company has initiated corrective measures, including upgrading the accounting software to ensure that the audit trail functionality is fully enabled and operational in the future.

The Board is committed to ensuring full compliance with all applicable regulatory requirements and enhancing the internal controls to prevent such occurrences going forward.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under section 143(12) of the Companies Act, 2013.

COST AUDITOR

The Cost audit of the Company has not been conducted for the financial year 2024 -2025 as provisions of Section 148 of the Companies Act, 2013 are not applicable on the Company.

COST RECORDS

As per section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, the Company is not required to maintain cost records.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed SKJ & Associates, Practicing Company Secretaries to undertake the Secretarial Audit of the Company for the financial year 2024-25.

In terms of provisions of sub-section 1 of section 204 of the Companies Act, 2013, the Company has annexed to this Board Report as Annexure-II, a Secretarial Audit Report given by the Secretarial Auditor. The response of your directors on the observation made in Secretarial Audit Report is as follows:

Response to Point No. 1

The Company is in process of finding suitable candidate to act as an Internal Auditor.

Response to Point No. 2

The Company is in the process of dematerialization of promoters shares.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

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

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

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

CORPORATE GOVERNANCE

The Company is committed to maintain the highest standards of Corporate Governance and adhere to the Corporate Governance requirements. The Report on Corporate Governance with auditor's certificate thereon in terms of Regulation 34 Listing Regulations, 2015 read with Schedule V of said regulations forms part of the Annual Report.

CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provision of section 135 of the Companies Act, 2013 the company is not required to undertake Corporate Social Responsibility activities.

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

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

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

SECRETARIAL STANDARDS OF ICSI

The Company confirms compliance with the applicable requirements of Secretarial Standards 1 and 2.

PARTICULARS OF EMPLOYEES

There are NO employees who are receiving remuneration exceeding of Rs. 8.5 lakh per month or Rs. 1.20 Crore per annum under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

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

- **CONSERVATION OF ENERGY**

- The steps taken or impact on conservation of energy; NIL
- The steps taken by the company for utilizing alternate sources of energy; NIL
- The capital investment on energy conservation equipments; NIL

- **TECHNOLOGY ABSORPTION**

- the efforts made towards technology absorption: NIL
- the benefits derived like product improvement, cost reduction, product development or import substitution: NIL
- in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NIL
 - a. the details of technology imported: NA
 - b. the year of import: NA
 - c. whether the technology been fully absorbed: NA
 - d. if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and the expenditure incurred on Research and Development: NA

- **FOREIGN EXCHANGE EARNINGS AND OUTGO**

During the period under review there was no foreign exchange earnings or out flow.

S. No.	Particulars	Current Year
(i)	Foreign exchange earnings	Nil
(ii)	Foreign exchange outgo	Nil

VIGIL MECHANISM

The Company has adopted a Whistle Blower Policy establishing vigil mechanism, to provide a formal mechanism to the Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against the victimization of employees who avail of the mechanism and provides direct access to the Chairperson of the Audit Committee in exceptional cases. It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The Whistle Blower Policy aims for conducting the affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

RISK MANAGEMENT

The Company has been undertaking periodic review of its operations to address various risks impacting it and consequently measures are taken to mitigate or minimize the risks. Normal foreseeable risks to the Company's assets are adequately covered by comprehensive insurance. The Company's risk management approach and practices continued to focus on minimizing the adverse impact of risks on its business objectives and to enable the Company to leverage market opportunities based on risk-return parity.

COMMITTEES OF THE BOARD

The Board has **3 (Three) Committees** – the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. All committees consist of majority of Independent Directors. The Composition and terms of reference, details of meetings and other matters has been mentioned in the **Corporate Governance Report** of this Annual Report.

MATERIAL CHANGES AND COMMITMENTS

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

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

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

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

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

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

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

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its subsidiaries. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

GREEN INITIATIVE

Electronic copies of the Annual Report 2024-2025 and Notice of the 37th Annual General Meeting are sent to all members whose email addresses are registered with the Company/ Depository Participant(s). For members who have not registered their email addresses, physical copies of the Annual Report 2024-2025 and the Notice of the **37th Annual General Meeting** under Section 101 of the Companies Act, 2013 are sending through permitted mode. Members requiring physical copies can send a request to the Company.

Your Company provides **e-voting** facility to all its members to enable them to cast their votes electronically on all resolutions set forth in the Notice. This is pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015. The instructions for e-voting are provided in the Notice.

The Company has entered into an arrangement with Central Depository Service (India) Limited (CDSL), the authorized agency for this purpose, to facilitate such e-voting for its members.

POLICY ON SEXUAL HARASSMENT

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

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

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

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

MATERNITY BENEFITS ACT, 1961

The Board confirms that the Company has complied with the applicable provisions of the Maternity Benefit Act, 1961, includes those relating to maternity leaves facilities. The Company remains committed to ensuring a safe, inclusive and supportive working environment for all women employees..

ACKNOWLEDGMENTS

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

For and on behalf of Board

Date: 05/09/2025
Place: Jodhpur

Anil Kwar
DIN: 00464523
Director

Noratmal Kwar
DIN: 00464435
Managing Director

FORM NO. MR-3
SECRETARIAL AUDIT REPORT

(For the Financial Year ended 31st March, 2025)

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

To,
The Members,
NEELKANTH ROCK-MINERALS LIMITED
Jodhpur, Rajasthan

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Neelkanth Rock-minerals Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and the information, also electronic data provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as amended from time to time:
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not Applicable as the Company has not issued any further capital under the regulations during the period under review);
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (Not applicable as the Company does not have ESOP Scheme/shares);

- e) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 (Not applicable as the Company has not issued & listed Debt Securities);
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not applicable as the Company has not delisted /proposed to delist its equity shares from stock exchange during the financial year under review); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable as the Company has not bought back / proposed to buyback any of its securities during the financial year under review);
6. The management has confirmed that there is/ are no sector specific laws applicable to the Company during the Audit Period.

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

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

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

- As per section 138 (1) of the Companies Act, 2013, the Company is required to appoint Internal Auditor. The Company has not appointed the same. In this regard the management of the Company has provided the following reply:
The Company is in process of finding suitable candidate to act as an Internal Auditor.
- As per Regulation 31 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hundred percent of shareholding of promoter(s) and promoter group is not in dematerialized form.

We further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that the rear adequate systems and processes in the Company commensurate with the size and operation so the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines etc., having a major bearing on the Company's Affairs are mentioned below:

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

**For SKJ & Associates
Company Secretaries**

**Place: Mumbai
Date: 05.09.2025**

**SATISH KUMAR JAIN
Proprietor
(FCS :6398/PCS:6632)
UDIN: F006398G001185169**

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

ANNEXURE TO THE SECRETARIAL AUDIT REPORT

To,
The Members,
Neelkanth Rockminerals Limited
Jodhpur, Rajasthan

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

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

For SKJ & Associates
Company Secretaries

SATISH KUMAR JAIN
Proprietor
(FCS :6398/PCS:6632)
UDIN: F006398G001185169

Place: Mumbai
Date:05.09.2025

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to the regulation 34 read with the Schedule V of the SEBI (Listing obligations and Disclosures Requirements) Regulations, 2015 you're Directors wish to report as follows:

Industry Structure and Development

Indian granite industry is one of the world's major producers of granite, Indian granite is well placed among various come up during this year and the competition has become fierce.

Opportunities

The Granite continues to be in demand in developed world due to its natural characteristics and aesthetic look.

Risk and Threats

Competition from new granite processing countries like China & Brazil along with existing establishment

Segment Wise Performance

The Company currently operates in only one Segment.

Outlook

The company will continue consolidate its position being unforeseen circumstances and subject to currency fluctuation.

Internal Control System and Their Adequacy

The Company has a proper and adequate system of internal control commensurate with its size & nature of business.

Human Resources Development

The industrial relations remained cordial throughout the year.

Cautionary Statement

Certain statements in the directors' report and management discussion and analysis report reflecting the company's projections, estimates, objectives and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such projections, estimates, objectives and expectations due to economic and climatic conditions effecting government regulations, policies, taxations and other factors on which the Company does not have any direct control.

For and on behalf of Board

Date: 05/09/2025
Place: Jodhpur

Anil Kawar
DIN: 00464523
Director

Noratmal Kawar
DIN: 00464435
Managing Director

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Corporate Governance is viewed as both the structure and relationship which determine corporate direction and performance. It refers to the set of systems, principles and processes by which Company is governed.

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

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

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

BOARD OF DIRECTORS

a) Composition and Category of Directors

In terms of compliance with the regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI Listing Regulations, 2015", the Company endeavor to have an optimum combination of Executive and Non-Executive Directors to maintain the independence of the Board and separate the functions of Governance and Management through Board and Committees. As at March 31, 2025, the Board of Directors ("Board") comprises of Five Directors, The composition and category of the Board of Directors is as follows:

S No	Name of Director	Designation	Category
1	Mr. Noratmal Kavar	Chairman & Managing Director	Executive Director (Promoter)
2	Mr. Anil Kavar	Director	Executive Director (Promoter)
3	Mrs. Shweta Vikas Kavar	Director	Non-Executive Women Director (Promoter)
4	Mr. Rajendra Kumar Abani	Director	Non-Executive Independent Director
5	Mr. Naresh Kumar Jain	Director	Non-Executive Independent Director

b) Attendance of each director at the Board meetings and at the last Annual General Meeting:

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

S. No	Name of Director	No. of Board Meetings		Attendance at last AGM on 30.09.2024
		Held	Attended	
1	Mr. Noratmal Kavar	5	5	Present
2	Mr. Anil Kavar	5	5	Present
3	Mrs. Shweta Vikas Kavar	5	5	-
4	Mr. Rajendra Kumar Abani	5	5	-
5	Mr. Naresh Kumar Jain	5	5	-

c) Number of Other Directorships, Committee Membership(s) & Chairmanship(s):

The position of Other Directorships, Committee Membership(s) & Chairmanship(s) by Directors for the financial year ended 31.03.2025 has been set out here below:

S. No.	Name of the Director	Other Directorships	Committee Membership	Committee Chairmanship
1	Mr. Noratmal Kavar	2	-	-
2	Mr. Anil Kavar	2	2	-
3	Mrs. Shweta Vikas Kavar	-	1	-
4	Mr. Rajendra Kumar Abani	-	3	1
5	Mr. Naresh Kumar Jain	-	3	2

- The number of total directorships is in accordance with Section 165 of the Companies Act, 2013.
- The Number of Directorships, Committee memberships and Chairmanships of all listed and unlisted companies are within the limits as per Regulation 26 of SEBI (LODR) Regulations, 2015 and erstwhile Clause 49(II)(D)(2) of the Listing Agreement.

d) Number of Board Meetings held and the date on which held:

In terms of compliance with the requirement of Regulation 17(2) of SEBI (LODR) Regulations, 2015, Six (6) Board Meetings were held during the financial year ended 31.03.2025, as against the minimum requirement of four meetings. The maximum time gap between any of two consecutive meetings did not exceed One Hundred and Twenty days.

The dates on which the Board meetings were held are:

1. 30th May, 2024
2. 24th July, 2024
3. 14th August, 2024
4. 05th September, 2024
5. 14th November, 2024
6. 14th February, 2025

e) Disclosure of relationship between directors inter-se

Mr. Noratmal Kavar, Chairman & Managing Director is the Brother of Anil Kavar. Other than Mr. Noratmal Kavar, Chairman & Managing Director & Mr. Anil Kavar, Director none of the Directors are related to any other Director.

f) Shares held by Non-Executive Directors

The number of equity shares of the Company held by the non-executive directors, as on 31.03.2025 are as follows:

S. No.	Name of the Director	No of Equity Shares
1	Mrs. Shweta Vikas Kavar	Nil
2	Mr. Rajendra Kumar Abani	Nil
3	Mr. Naresh Kumar Jain	Nil

BOARD COMMITTEES

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

1. AUDIT COMMITTEE**(a) Brief description of terms of reference**

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

1. Review of financial reporting systems;
2. Ensuring compliance with regulatory guidelines;
3. Reviewing the quarterly, half yearly and annual financial results;
4. Approval of annual internal audit plan;
5. Review and approval of related party transactions;
6. Discussing the annual financial statements and auditor's report before submission to the Board with particular reference to the
 - (i) Director's Responsibility Statement;
 - (ii) Major accounting entries;
 - (iii) Significant adjustments in financial statements arising out of audit findings;
 - (iv) Compliance with listing requirements etc.;
7. Interaction with statutory auditor;
8. Recommendation for appointment and remuneration of auditors; and
9. Reviewing and monitoring the auditor's independence and performance etc.

Further the Audit Committee also mandatorily reviews the following information:

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;

4. The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the audit committee; and
5. Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI Listing Regulations;
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI Listing Regulations.

In addition to the above, the Audit Committee also reviews the financial statements, minutes and details of investments made by the company.

(b) Composition, Name of members and Chairman

As on March 31, 2025, the Audit Committee of the Board comprises of two (2) Independent Directors and one (1) Executive Director. The Chairperson of the Audit Committee is Independent Director. The composition of the Committee is in compliance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations:

S. No.	Name of Director		Designation
1.	Rajendra Kumar Abani	-	Chairman
2.	Naresh Kumar Jain	-	Member
3.	Anil Kavar	-	Member

- Statutory Auditors attend the Audit Committee meetings on invitation.
- The minutes of the meetings of the Audit Committee are placed before the Board and discussed in the meeting.

(c) Meetings and attendance during the year

- Five Audit Committee Meetings were held during the financial year ended March 31, 2025. The maximum time gap between any of the two meetings was not more than One Hundred and Twenty days.
- The Audit Committee meetings were held on 30th May, 2024; 24th July, 2024; 14th August, 2024; 14th November, 2024 and 14th February, 2025.
- **Attendance at the Audit Committee Meeting:**

S. No.	Name of the Director	Number of Meetings	
		Held	Attended
1.	Rajendra Kumar Abani	5	5
2.	Naresh Kumar Jain	5	5
3.	Anil Kavar	5	5

The Statutory Auditors of the Company have also attended the above meetings on invitation. The recommendations made by the Audit Committee from time to time have been followed by the Company. The Chairman of the Audit Committee has attended the Annual General Meeting to answer the queries raised by the Shareholders regarding Audit and Accounts.

2. NOMINATION & REMUNERATION COMMITTEE

a. Brief description of terms of reference

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

b. Composition, Name of members and Chairman:

The Nomination and Remuneration Committee of the Board comprises of two (2) Independent Directors and one (1) Non Executive Director. The following is the composition of the Board.

S. No.	Name of Director		Designation
1.	Naresh Kumar Jain	-	Chairman
2.	Rajendra Kumar Abani	-	Member
3.	Shweta Vikash Kavar	-	Member

The minutes of the meetings of the Nomination and Remuneration Committee are circulated to all the members of the Board.

c. Nomination and Remuneration Committee meetings

During the period from April 1, 2024 to March 31, 2025, one meeting for Nomination and Remuneration Committee was held on 14th November, 2024.

d. Performance evaluation of Directors.

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

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

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

(a) Brief description of terms of reference

The Stakeholders Relationship Committee oversees and reviews all matters connected with the share transfers and also looks into redressing of shareholders complaints like transfer of shares, non-receipt of annual report/dividends etc. The committee oversees the performance of the Registrar of Transfer Agents and recommends measures for overall improvement in the quality of investor services.

(b) Composition

S. No.	Name of Director		Designation
1.	Naresh Kumar Jain	-	Chairman
2.	Rajendra Kumar Abani	-	Member
3.	Anil Kavar	-	Member

(c) Name and Designation of Compliance Officer

Mr. Noratmal Kavar, Managing Director is acting as Compliance Officer of the Company for the financial year 2024-2025.

d) Meeting Details

The Stakeholders' Relationship Committee Constituted and met 5 times during the period from April 1, 2024 to March 31, 2025. The meeting of Committee was held on 30.05.2024, 14.08.2024, 5.09.2024, 14.11.2024 and 14.02.2025.

(d) Number of Shareholders complaints received so far.

During the financial year ended March 31, 2025, the Company has not received any complaints.

(e) Number of complaints not resolved to the satisfaction of shareholders: NA**(f) There were no pending complaints as at the year end.****INDEPENDENT DIRECTORS' MEETING:**

During the year, meeting of Independent Directors was held on 14.02.2025 to review the performance of the Board as a whole on parameters of effectiveness and to assess the quality, quantity and timeliness of flow of information between the management and the Board.

REMUNERATION OF DIRECTORS**(a) Details of Remuneration of Non – Executive Directors:**

- There were no pecuniary transactions with any non-executive director of the Company.
- During the financial year 2024-25, the Company has not paid Sitting Fees to Executive & Non-Executive Directors.

(b) Details of Remuneration of Executive Directors:**(Amount in Rs.)**

Name of Director	Salary	HRA	Total
Mr. Noratmal Kavar*	-	-	-
Mr. Anil Kavar*	-	-	-
TOTAL	-	-	-

*Mr. Noratmal Kavar, Mr. Anil Kavar voluntarily not drawing salary from the company

GENERAL BODY MEETINGS**i) Location and Time, where last three Annual General Meetings held:**

Year	Locations	Date	Time
36 th AGM (2023-24)	Registered Office of the Company	30/09/2024	10:00 A.M.
35 th AGM (2022-23)	Registered Office of the Company	30/09/2023	10:00 A.M.
34 th AGM (2021-22)	Registered Office of the Company	30/09/2022	10:00 A.M.

ii.) Whether any Special Resolutions passed in the previous 3 Annual General Meetings

36rd AGM (2023-2024): No Special Resolution was passed.

35th AGM (2022-2023): one

(Reappointment of Mr. Noratmal Kavar as Managing Director of the Company).

34th AGM (2021-2022): No Special Resolution was passed.

iii) Special resolution passed through postal ballot

During the financial year no Special Resolution was passed through postal ballot.

MEANS OF COMMUNICATION

(a) Financial / Quarterly Results

The quarterly results of the Company are published in accordance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in widely circulated newspapers namely The Financial Express (English daily) and Business Remedies (Hindi daily).

(b) Newspapers wherein results normally published

The results of the Company are published in widely circulated newspapers namely The Financial Express (English daily) and Business Remedies (Hindi daily).

(c) Presentations made to institutional investors or to the analysts.

There are no presentations made to the investors/ analysts.

GENERAL SHAREHOLDER INFORMATION

Annual General Meeting	Date : 30 th September, 2025 Time : 10:00 A.M. Venue : Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001.
Financial Calendar	1 st April to 31 st March.
Date of Book Closure	24.09.2025 to 30.09.2025 (both days inclusive)
Dividend Payment Date	Nil
Listing on Stock Exchanges	BSE Ltd
Scrip/Security Code	531049 on BSE
ISIN Number for NSDL & CDSL	INE741D01015

The listing fee for the year 2024-25 has been paid to the above stock exchanges.

(a) MARKET PRICE DATA

Month	BSE	
	High (Rs.)	Low (Rs.)
Apr' 2024	14.16	11.23
May'2024	13.15	10.72

Jun' 2024	14.92	11.47
Jul' 2024	17.85	12.56
Aug' 2024	16.85	13.30
Sep' 2024	16.54	14.28
Oct' 2024	16.97	13.13
Nov' 2024	16.10	13.59
Dec' 2024	16.10	13.46
Jan' 2025	15.70	13.33
Feb' 2025	16.53	13.51
Mar' 2025	15.65	11.70

(b) Performance in comparison to BSE SENSEX:

The performance of the Company's scrip on the BSE as compared to the Sensex is as under:

	April, 2024	March, 2025	% Change
Company Share Price(closing)	13.50	11.70	15.385
SENSEX (closing)	73,968.62	77,414.92	4.659

(c) Registrar to an issue & Share Transfer Agents:

Registrar to an issue & Share Transfer Agents (for shares held in both Physical and Demat mode) are as follows:

MUFG Intime India Private Limited

(Formerly known as Link Intime India Private Limited)

C 101, 247 Park, LBS Road, Vikhroli West,

Mumbai – 400083, Maharashtra

Tel: +91 22 49186000 - 79

Fax: +91 022 - 4918 6060

Email: mumbai@linkintime.co.in

Website: www.linkintime.co.in

(d) Share Transfer System

SEBI vide its Circular No. CIR/MIRSD/8/2012, dated July 5, 2012 has reduced the time-line for registering the transfer of shares to 15 days, the Physical share transfers are processed and the share certificates are returned to the shareholders within a maximum period of 15 days from the date of receipt, subject to the documents being valid and complete in all respects. In compliance with the Listing Agreement with the Stock Exchanges, a Practicing Company Secretary carries out audit of the system of transfer and a certificate to that effect is issued.

(e) Distribution of shareholding

Shareholding Pattern as on 31st March, 2025

S. No.	Description	Total Shares	% Equity
1.	Promoters	3129951	62.06
2.	Resident Individuals and HUF's	1761770	34.93
3.	Clearing Members	600	0.01
4.	Bodies Corporate	107120	2.12
5.	NRI/OCBs	44259	0.88
	Total	5043700	100.00

Distribution of shareholding as on 31.03.2025

Shares holding of nominal value of	No. of Share holders	% of Total Shareholders	No. of Shares held	% of total shares
1-500	2241	81.1075	447025	8.86
501- 1000	256	9.2653	221502	4.39
1001- 2000	90	3.2573	142299	2.82
2001- 3000	73	2.6421	184936	3.67
3001- 4000	24	0.8686	84723	1.68
4001- 5000	20	0.7239	91654	1.82
5001-10000	26	0.9410	188861	3.74
10001 & Above	33	1.1944	3682700	73.02
Total	2763	100	5043700	100.00

(f) Dematerialization of Shares & Liquidity

The Company's shares are available for dematerialization with both the Depositories, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

4349880 equity shares were dematerialized representing 86.24% of the total paid up equity share capital of the Company as on 31.03.2025.

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

(h) Commodity price risk or foreign exchange risk and hedging activities;

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

(i) Address for correspondence

S. No.	Shareholders Correspondence for	Address
1.	Transfer/Dematerialization/ Consolidation /Split of shares, Issue of Duplicate Share Certificates, Non-receipt of dividend/ Bonus shares, etc., change of address of Members and Beneficial Owners and any other query relating to the shares of the Company.	MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083, Maharashtra Tel: +91 22 49186000 - 79 Fax: +91 022 - 4918 6060 Email: mumbai@in.mpms.mufg.com Website: www.in.mpms.mufg.com
2.	Investor Correspondence / Queries on Annual Report, Revalidation of Dividend Warrants, Sub-Division, etc.	Neelkanth Rock-Minerals Limited CIN: L14219RJ1988PLC062162 Regd. Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, plot No. 15/16, Jodhpur, Rajasthan - 342 001 (India), Tel: +0291-2631839 E-mail ID: info@neelrock.com; Website: www.neelrock.com

OTHER DISCLOSURES

(a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

Besides the transactions mentioned elsewhere in the Annual Report, there were no materially significant related party transactions during the year conflicting with the interest of the Company.

(b) Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years; None

(c) Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee;

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the SEBI Listing regulations, 2015, the Company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud or violation of Company's code of conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. During the financial year under review, none of the Complaint has received.

(d) The Company complied with the requirements of the Schedule V Corporate Governance report sub-paras (2) to (10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(e) Details of compliance with mandatory requirements and adoption of Discretionary Requirements

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

(f) The Disclosures of the compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 are as follows

Regulation	Particulars of Regulation	Compliance Status (Yes/No)
17	Board of Directors	NA
18	Audit Committee	NA
19	Nomination and Remuneration Committee	NA
20	Stake Holders Relationship Committee	NA
21	Risk Management Committee	NA
22	Vigil Mechanism	NA
23	Related Party Transactions	NA
24	Corporate Governance requirement with respect of Subsidiary of Listed entity	NA
25	Obligation with respect to Independent Director	NA

26	Obligation with respect to Directors and Senior Management	NA
27	Other Corporate Governance Requirement	NA
46(2)(b) to (i)	Website	NA

(g) Code of Conduct:

The Company has in place a comprehensive Code of Conduct applicable to all the employees and Non-executive Directors including Independent Directors. The Code is applicable to Non-executive Directors including Independent Directors to such extent as may be applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law.

(h) CEO and CFO Certification

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

(i) Disclosure with respect to Demat suspense account/ unclaimed suspense account

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

(j) Proceeds from public issues, rights issues, preferential issues, etc.

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

(k) The Company has adopted the policy on dissemination of information on the material events to stock exchanges in accordance with the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(l) The Company has adopted the policy on preservation of documents in accordance with the Regulation 9 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(m) Company Secretary in Practice Certification

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

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

Number of complaints filed during the financial year	NIL
Number of complaints disposed of during the financial year	NIL
Number of complaints pending as on end of the financial year	NIL

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

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

For Neelkanth Rock- Minerals Limited

Place: Jodhpur
Date: 05.09.2025

NORATMAL KAWAR
MANAGING DIRECTOR

CEO AND CFO CERTIFICATION

We hereby certify that:

- a. we have reviewed financial statements and the cash flow statement for the Financial Year ended 31st March, 2025 and that to the best of our knowledge and belief:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief no transactions entered into by the Company during the year which are fraudulent, illegal or violate of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee that there are no:
 - (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the company's internal control system over financial reporting.

For Neelkanth Rock- Minerals Limited

Date: 05.09.2025
Place: Jodhpur

Anil Kawar
DIN: 00464523
Director

Noratmal Kawar
DIN: 00464435
Managing Director

Rameshwar
Jangid
CFO

AUDITORS' CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE UNDER CHAPTER IV OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To
The Members of
Neelkanth Rock-Minerals Limited

We have examined the compliance of conditions of corporate governance by Neelkanth Rock-Minerals Limited ('the Company') for the year ended 31st March, 2025, as stipulated in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations").

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

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

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

FOR SHAMBHU GUPTA & CO.
Chartered Accountants
(FRN: 007234C)

Date: 05.09.2025
Place: Mumbai

GORANG BAHETI
(Partner)
Membership. No.: 426813

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To
The Members,
NEELKANTH ROCK-MINERALS LIMITED

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

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

- Mr. Noratmal Kavar (DIN:00464435)
- Mr. Anil Sayarchand Kavar (DIN:00464523)
- Mrs. Shweta Vikash Kavar (DIN:07119867)
- Mr. Rajendra Kumar Abani (DIN:01729425)
- Mr. Naresh Kumar Jain (DIN:01777930)

**FOR SKJ & Associates
Company Secretaries**

**Place: Mumbai
Date:05.09.2025**

**SATISH KUMAR JAIN
Proprietor
FCS-6398/PCS-6632
UDIN: F006398G001177227**

**Independent Auditor Report
To The Members of Neelkanth Rockminerals Ltd.**

Report on the Financial Statements

Opinion

We have audited the accompanying financial statements of **Neelkanth Rockminerals Ltd.** ("the company"), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of Financial Statement in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

The company has provided loans and advances to unrelated parties and earns major part of its total income from interest. According to the provisions of the Reserve Bank of India, the company satisfies the principal business criteria to get registered as Non-banking financial institution, but has not obtained the required registration with the Reserve Bank of India. The management intends to discontinue such activities and take corrective actions in the upcoming financial year.

Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements an Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and

Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, statement of changes in equity and cash flows of the company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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.

In preparing the financial statements, management and Board of Directors is responsible for assessing the Company's ability to continue as 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.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- 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 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 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial 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 auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit, 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 financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid financial statements have been kept so far as it appears from our examination of those books.
 - c) The balance sheet, the statement of profit and loss including Other Comprehensive Income, the statement of changes in equity and the statement of cash flows dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the financial statements.
 - d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - e) On the basis of the written representations received from the directors of the Company, as on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to adequacy of the internal financial controls over the financial reporting of the company with reference to these Financial Statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure-B" to this report. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the company has not paid any remuneration to the directors of the company during the year, and hence, the company has complied with the provisions of section 197 of the Act.
 - h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended, in our

opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- iii. There has been no amount required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv.
- a. The Management has represented that, to the best of its 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 Company to or in any other person or entity, including foreign entity ("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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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 the audit procedures that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The company has not declared nor paid any dividend for the financial year 2024-25.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's.

Further, where audit trail (edit log) facility was enabled and operated, we did not come across any instance of audit trail feature being tampered with during the course of our audit. Additionally, where the audit trail (edit log) facility was enabled and operated in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. 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 "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For Shambhu Gupta & Co.
Chartered Accountants
FRN: 007234C

CA Gorang Baheti
Partner
M.No: 426813
UDIN: 25426813BMIASQ5456

Place: Mumbai
Date: 30/05/2025

Annexure-A

To the Independent Auditor's Report of even date on the Financial Statements of Neelkanth Rockminerals Ltd.

The annexure referred to in our report to the members of **Neelkanth Rockminerals Ltd.** ('the company'), for the year ended 31st March 2025. We report that,

- i. In respect of the Company's Property, plant and equipment, right-of-use-assets and intangible assets, The Company does not hold any fixed asset hence reporting under this clause 3(i)(a) (b) (c) & (d) are not applicable.
- a) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii.
- a) The inventory, as per the management has been physically verified at reasonable intervals. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.
- b) According to the information and explanations given to us, the Company has not been sanctioned any working capital limits on the basis of security of current assets at any

point of time during the year from banks or financial institutions and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- iii. 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 granted loans, secured or unsecured to companies, firm, limited liability partnership or any other parties.
 - a) 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 granted loans, secured or unsecured to companies, firm, limited liability partnership or any other entities.
 - (A) According to the information given to us, there is no loan or advance in the nature of loan given during the year to subsidiaries, joint ventures and associates.
 - (B) The details of loans or advances in the nature of loan given to other than subsidiaries, joint venture and associates are as under: -

Sr. No.	Name of Party	Loan Given During the year	Balance as on 31st March, 2025
1	DP Polymers and Chemicals Pvt Ltd	Rs. 2,25,00,000.00	Rs. 22,736,613.00
2	Siddhi Vinayak Properties	Rs. 1,05,80,000.00	-
3	Shree Suraj Resources Limited	Rs. 17,48,318.00	-
4	Vijay Laxmi Overseas	Rs. 1,64,60,000.00	-

- b) It has been stated that the terms and conditions of the grant of loan and advances are not prejudicial to the company's interest.
- c) According to the information given to us, there is no schedule fixed for repayment of principle and payment of interest by the loanee company. However, the repayment is regularly made as and when demanded.
- d) As informed to us there is no amount overdue for more than 90 days.
- e) As informed to us, no loan or advance in the nature of loan has been renewed, extended or fresh loan granted to settle the overdue of existing loan given to the same party.
- f) As informed to us, the company has granted loans or advance in the nature of loan amounting to Rs. 7,57,36,613/- which are repayable on demand and for which no terms have been specified for its repayment and which amounted to 100% of the total loan granted.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- v. In our opinion and according to the information and explanation given to us, the Company has not accepted any deposits within the meaning of section 73 to 76 of the Companies Act and rules made thereunder.

vi. The company is not required to maintain the cost records under section 148(1) of the Act and accordingly, clause (vi) of paragraph 3 the Order is not applicable to the Company.

vii. In respect of statutory dues:

a. According to the information and explanations given to us and on the basis of our examination of records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Income Tax, cess and other material statutory dues have been generally regularly deposited during the year by the Company with appropriate authorities. Amounts deducted/accrued in the books of account in respect of undisputed statutory dues of Goods and Services Tax are deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident fund, Employees' State Insurance Income tax, Profession Tax, Goods and Services Tax, cess and other material statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, there are no dues of Goods and Services tax, Service tax, Income tax, Value added tax and Sales tax which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, the company has not recorded any transactions in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. The previously unrecorded income has been properly recorded in the books of account during the year.

ix. According to the information and explanations given to us, the Company has not taken loan from banks and financial institutions. Accordingly, paragraph 3(ix) of the order is not applicable to the company.

x.

a) According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of paragraph 3 of the Order is not applicable.

b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Therefore, clause 3(x)(b) of the Order is not applicable.

xi.

a. Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations

given by the management, we report that no fraud by the company or no fraud on the company has been noticed or reported during the year.

- b. No report under section 143 (12) of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- c. As represented to us by the management, there has been no whistle blower complaints received by the company during the year.
- xii. The Company is not a Nidhi company and hence reporting under clause (xii) of this order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv.
 - a) As per the information and explanation given to us, the Company does not have an Internal Audit system commensurate with the size and nature of its business.
 - b) As to best of our knowledge, since no internal auditor for the period under audit could be appointed by the company, no reports from internal auditor was made available for our consideration.
- xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with directors or person connected with directors. Therefore, clause (xv) of paragraph 3 the Order is not applicable.
- xvi.
 - a) According to the information and explanation given to us, the Company satisfies the principal business criteria to get registered as Non-banking financial institution since more than 50% of its assets of the company comprises of financial assets and more than 50% of its income is derived from such financial assets. However, the Company has not obtained registration from the Reserve Bank of India as required under Section 45-IA of the said Act.
 - b) Since the Company has carried on NBFC activities during the year without obtaining registration from the Reserve Bank of India as required under Section 45-IA of the RBI Act, 1934, the Company is in contravention of the said provisions.
 - c) According to the information and explanation given to us, the company is not a core investment company as defined in the regulations made by the Reserve Bank of India and therefore clause (xvi)(c) and (d) are not applicable.
- xvii. The Company has not incurred cash loss during the financial year ended 31st March 2025.

- xviii. There has been a resignation of the statutory auditors of the Company during the year and no adverse remark given by the outgoing auditors on the company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of assets and payment of liabilities, other information accompanying the financial statements and 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 indicating that 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. The Company is not covered under section 135 of the Companies Act, 2013. Therefore, the clause 3(xx) of the Order is not applicable to the Company.

For Shambhu Gupta & Co.
Chartered Accountants
FRN: 007234C

CA Gorang Baheti
Partner
M.No: 426813
UDIN: 25426813BMIA5Q5456

Place: Mumbai
Date: 30/05/2025

Annexure-B

To the Independent Auditor's Report Of Even Date On The Financial Statements Of Neelkanth Rockminerals Ltd.

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

We have audited the internal financial controls over financial reporting of **Neelkanth Rockminerals Ltd.** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting

principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For Shambhu Gupta & Co.
Chartered Accountants
FRN: 007234C

CA Gorang Baheti
Partner
M.No: 426813
UDIN: 25426813BMIASQ5456
Place: Mumbai
Date: 30/05/2025

Neelkanth Rockminerals Ltd.
CIN: L14219RJ1988PLC062162
Balance Sheet as at 31st March, 2025

(All amounts are in lakhs unless otherwise specified)

Particulars	Notes	31st March 2025	31st March 2024
Assets			
Non-current assets			
(a) Property, plant and equipment		-	-
(b) Capital work-in-progress		-	-
(c) Other Intangible assets		-	-
(d) Financial Assets			
(i) Investment	2	-	14.83
(ii) Trade receivables		-	-
(iii) Loans	3	757.37	743.87
(iv) Others financial assets	4	-	0.50
(e) Deferred tax assets (net)		-	-
(f) Other non-current assets		-	-
Total Non-Current Assets		757.37	759.20
Current assets			
(a) Inventories		-	-
(b) Financial asset			
(i) Investments		-	-
(ii) Trade Receivables		-	-
(iii) Cash and Cash Equivalents	5	42.40	31.71
(iv) Bank balances other than (iii) above		-	-
(v) Loans		-	-
(vi) Others financial assets		-	-
(c) Current Tax Assets (Net)		-	-
(d) Other Current Assets	6	12.80	19.63
Total Current Assets		55.20	51.35
Total Assets		812.57	810.54
Equity and liabilities			
Equity			
Equity Share capital	7	504.37	504.37
Other equity	7a	300.60	281.05
Total Equity		804.97	785.42
Liabilities			
Non-current Liabilities			
(a) Financial Liabilities		-	-
(i) Borrowings		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (net)		-	-
(d) Other non-current liabilities		-	-
Total Non-Current Liabilities		-	-
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises		-	-
(B) total outstanding dues of creditors other than micro enterprises and small	8	0.71	15.33
(iii) Other financial liabilities (other than those specified in item (c))		-	-
(b) Other Current liabilities		-	-
(c) Provisions		-	-
(d) Current Tax Liabilities (Net)	9	6.88	9.80
Total Current Liabilities		7.60	25.13
Total Equity and Liabilities		812.57	810.54

Significant Accounting Policies

Notes to Accounts 1 to 21

The Notes referred to above form an integral part of the Financial Statement.

As per our report of even date

For, Shambhu Gupta & Co.

Chartered Accountants

FRN No.:- 007234C

CA Gorang Baheti

Partner

Membership No. 426813

Place: Mumbai

Date: 30th May, 2025

For, Neelkanth Rockminerals Ltd.

Mr. Noratmal Kavar

(Managing Director)

(DIN : 00464435)

Mr. Anil Kavar

(Director)

(DIN : 00464524)

Rameshwar Jangid

CFO

Sourabh Arora

Company Secretary

Neelkanth Rockminerals Ltd. CIN: L14219RJ1988PLC062162 Statement of Profit and Loss for the year ended 31st March, 2025 <i>(All amounts are in lakhs unless otherwise specified)</i>			
Particulars	Note No.	For the period ended 31st March, 2025	For the period ended 31st March, 2024
I Revenue from Operations		-	-
II Other Income	10	66.43	66.24
III TOTAL INCOME (I + II)		66.43	66.24
IV Expenses			
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods, stock in trade and work in progress		-	-
Employee Benefit Expenses	11	9.67	9.60
Finance Costs	12	0.03	0.00
Depreciation and Amortization Expenses		-	-
Other Expenses	13	26.80	23.58
TOTAL EXPENSES		36.50	33.18
V Profit before Exceptional and Extraordinary Items and Tax (III-IV)		29.93	33.06
VI Exceptional Items		-	-
VII Profit before Extraordinary Items and Tax		29.93	33.06
VIII Extraordinary Items	14	3.80	-
IX Profit Before Tax		26.13	33.06
X Tax Expense			
Current Tax		6.58	9.03
Deferred Tax		-	-
XI Profit/(Loss) from Discontinuing Operations (IX-X)		19.55	24.03
XII Profit/(Loss) from Discontinuing Operations		-	-
XIII Tax Expense of Discontinuing Operations		-	-
XIV Profit/(Loss) from Discontinuing Operations (after tax)(XII-XIII)		-	-
XV Profit(Loss) for the Period(XI+XIV)		19.55	24.03

XVI Other Comprehensive Income:			
A. (i) Items that will not be reclassified to profit or loss be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B. (i) Items that will be reclassified to profit or loss be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss.		-	-
Total Comprehensive Income for the period			
XVII (XV + XVI) Comprising Profit (Loss) and Other comprehensive Income for the period)		19.55	24.03
Share of Profit / (loss) of associates *		-	-
Minority Interest*		-	-
Net Profit / (Loss) for the year		19.55	24.03
XVIII Earnings per Equity Share	16		
-Basic		0.39	0.48
-Diluted		0.39	0.48
The Notes referred to above form an integral part of the Financial Statement. As per our report of even date			
For, Shambhu Gupta & Co. Chartered Accountants	For, Neelkanth Rockminerals Ltd.		
FRN No.:- 007234C			
	Mr. Noratmal Kavar (Managing Director)	Mr. Anil Kavar (Director)	
	(DIN : 00464435)	(DIN : 00464524)	
CA Gorang Baheti Partner Membership No. 426813			
Place: Mumbai	Rameshwar Jangid	Sourabh Arora	
Date: 30th May, 2025	CFO	Company Secretary	

Neelkanth Rockminerals Ltd. CIN: L14219RJ1988PLC062162 Cash Flow Statement for the year ended 31st March, 2025 <i>(All amounts are in lakhs unless otherwise specified)</i>		
Particulars	31st March, 2025	31st March, 2024
A CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax	26.13	33.06
<u>Adjustment for:</u>		
Add : Depreciation	-	-
Less : Interest Income	(66.43)	(66.24)
Add : Loss on sale of Investment	3.80	-
<u>Adjustment for:</u>		
Increase/(Decrease) in trade payables	(14.61)	12.32
Increase/(Decrease) in other current liabilities & provisions	(2.91)	0.53
(Increase)/Decrease in other current assets	6.83	(2.67)
Cash generated from Operations	(47.19)	(23.00)
Direct Taxes Paid	6.58	8.53
Net Cashflow generated from Operating Activities	(53.77)	(31.53)

B CASH FLOW FROM INVESTMENT ACTIVITIES		
Sale of Investments	11.03	-
Interest Income	66.43	66.24
Net Cashflow generated from Investments Activities	B	77.46
C CASH FLOW FROM FINANCING ACTIVITIES		
Unsecured loan taken	(13.50)	-
Unsecured loan repaid	-	(12.00)
Loans and Advances received back	0.50	-
Net Cashflow generated from Financing Activities	C	(13.00)
Net change in Cash & Cash Equivalents (A+B+C)	10.69	22.71
Opening Cash & Cash Equivalents	31.71	9.00
Closing Cash & Cash Equivalents	42.40	31.71
The Notes referred to above form an integral part of the Financial Statement. As per our report of even date		
For, Shambhu Gupta & Co. Chartered Accountants FRN No.:- 007234C	For, Neelkanth Rockminerals Ltd.	
CA Gorang Baheti Partner Membership No. 426813	Mr. Noratmal Kawar (Managing Director) (DIN : 00464435)	Mr. Anil Kawar (Director) (DIN : 00464524)
Place: Mumbai Date: 30th May, 2025	Rameshwar Jangid CFO	Sourabh Arora Company Secretary

NOTES TO FINANCIAL STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2025

1. CORPORATE INFORMATION

Neelkanth Rock minerals Limited is a Public Limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956 then in force. The company is engaged in the manufacturing and selling of Granite slabs/Tiles and Mineral Products.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a) Basis of preparation and compliance with Ind AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (Referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time.

These financial statements were approved for issue by the Board of Directors on May, 30, 2025.

b) Basis of measurement

The Ind AS financial statements have been prepared on a going concern basis using historical cost conventions and on accrual method of accounting except otherwise stated.

c) Functional and presentation currency

These Ind AS Financial statements are prepared in Indian Rupees which is the company's functional currency and all financial information presented in Rupees has been rounded off.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**a) Change in Accounting policy:-**

As stated to us, there is no significant change in accounting policy of the company affecting the financial statements in any manner.

b) Use of estimates:-

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

c) Property, Plant and equipment's

Property, plants and equipment's are shown at cost net of accumulated depreciation and impairment losses if any. Cost comprises of purchase price, other direct attributable costs for bringing the assets to its working conditions for its intended use and proportionate allocated share of indirect expenses, if any.

d) Depreciation on Tangible Fixed Assets

Depreciation on property, plant and equipment's is computed on written down value method at such rates as computed considering useful life provided in SCH II of the Act.

e) Investment

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long-term investments.

On initial recognition, all investments are measured at cost. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

f) Inventories are valued and shown as under:

- (i) Inventories are taken as per physical verification conducted by the management.
- (ii) Inventories of Raw Material, Consumables, Stores, Oil & Lubricants, Fuel, and Packing Materials have been valued at cost or market price whichever is lower.
- (iii) Work in Progress and Finished Goods have been valued at lower of cost or market price.
- (iv) Scrap and wastage are valued at market realizable value.

g) Revenue Recognition

- (i) Sales of products are recognized at the time of invoicing to customers.

h) Preliminary Expenses

Preliminary expenditure is amortized over a period of 5 years commencing from the year of commencement of commercial production.

i) Taxation

Tax expenses for the year, comprising current tax and deferred tax are included in determining the net profit for the year.

A provision is made for the current tax based on tax liability computed in accordance with relevant tax rates and tax laws. The deferred tax for all timing differences arising between taxable incomes and accounting income are recognized at currently enacted tax rates.

Deferred tax assets are recognized only if there is reasonable certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

j) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized

because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

k) Gratuity and other Benefits to Employees

The contribution to provident fund is being made monthly and is accounted for on accrual basis. Provision of Gratuity has however not been made.

l) Prior period and extra ordinary Items

Material events accruing after the Balance Sheet date are taken into cognizance. These items and changes in accounting policies, if material, are separately disclosed wherever required. The changes in accounting policies are generally made only where so required by statutes or standards or by compulsions of convenience.

Neelkanth Rockminerals Ltd. Notes to and forming part of Financial Statement as at 31-Mar-2025 <i>(All amounts are in lakhs unless otherwise specified)</i>		
Note-2. Investments		
Particulars	As at 31-Mar-2025	As at 31-Mar-2024
<u>Non-trade investments (valued at cost unless stated otherwise)</u>		
In Govt. Securities	-	-
National Saving certificates	-	-
<u>Quoted Equity Instruments</u>		
800 Equity Shares of Deep Diamonds (P) Ltd. (Previous year 800 shares)	-	0.08
<u>Unquoted Equity Instruments</u>		
147500 (Previous Year 147500/- Equity Shares of Rs. 10/- each fully paid up in Jai Ambey Granited Ltd.)	-	14.75
Total	-	14.83
Note-3. Loans		
Particulars	As at 31-Mar-2025	As at 31-Mar-2024
Loans Receivables which have significant increase in Credit Risk		
Loans and Advances (Refer note below)	757.37	743.87
Total	757.37	743.87

Note:

The company has provided loans and advances to unrelated parties and earns major part of its total income from interest. According to the provisions of the Reserve Bank of India, the company satisfies the principal business criteria to get registered as Non-banking financial institution, but has not obtained the required registration with the Reserve Bank of India. The management intends to discontinue such activities

Note-4 Other financial Assets

Particulars	As at 31-Mar-2025	As at 31-Mar-2024
Security Deposit		
Deposit	-	0.50
Total	-	0.50

Note-5. Cash and Cash Equivalents

Particulars	As at 31-Mar-2025	As at 31-Mar-2024
Balances with banks		
Bank Balances in current account	42.34	31.50
Cash on hand	0.06	0.21
Total	42.40	31.71

Note-6. Other current assets

Particulars	As at 31-Mar-2025	As at 31-Mar-2024
GST Receivable (Net)	6.17	0.49
Balances with Revenue Authorities	6.63	12.82
Interest on Calls in Arrear	-	5.35
Share Calls in Arrear	-	0.98
Total	12.80	19.63

Neelkanth Rockminerals Ltd.**Notes to and forming part of Financial Statement as at 31-Mar-2025****Note-7 . Share Capital****Note-7.1 Authorized, Issued, Subscribed and Paid up share capital**

(All amounts are in lakhs unless otherwise specified)

Particulars	As at 31-Mar-2025		As at 31-Mar-2024	
	Number of Shares	Amount	Number of Shares	Amount
Authorised Share Capital				
Equity Shares of ₹ 10.00 each	5500000	550.00	5500000	550.00
Subscribed and fully paid				
Equity Shares of ₹ 10.00 each	5043700	504.37	5043700	504.37
Total	5043700	504.37	5043700	504.37

Note- 7.2 Reconciliation of share capital

Particulars	As at 31-Mar-2025		As at 31-Mar-2024	
	Number of Shares	Amount	Number of Shares	Amount
Equity Shares (Face Value ` 10.00)				
Shares outstanding at the beginning of the year	5,043,700	504.37	5,043,700	504.37
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	5,043,700	504.37	5,043,700	504.37

Note- 7.3 Shares in the company held by other company having more than 1% holding

Particulars	As at 31-Mar-2025		As at 31-Mar-2024	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Nil	Nil	Nil	Nil	Nil

Note- 7.4 Shareholders holding more than 5% of Shares

Particulars	As at 31-Mar-2025		As at 31-Mar-2024	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Anil Sayarchand Kavar	409970	8.13	409970	8.13
Gautam Chand Kavar	398140	7.89	398140	7.89
Noratmal Kavar	409970	8.13	409970	8.13
Shantilal Kavar	693791	13.76	693791	13.76
Sohanlal Kavar	398140	7.89	398140	7.89
Sajjan Raj Kavar	409970	8.13	409970	8.13
Sunil Kavar	409970	8.13	409970	8.13

Note- 7.5 Shares held by promoters at the end of the year

Promoter Name	No. of Shares	% of total shares	% Change during the year
Anil Sayarchand Kavar	409970	8.13	-
Gautam Chand Kavar	398140	7.89	-
Noratmal Kavar	409970	8.13	-
Shantilal Kavar	693791	13.76	-
Sohanlal Kavar	398140	7.89	-
Sajjan Raj Kavar	409970	8.13	-
Sunil Kavar	409970	8.13	-

Shares held by promoters at the end of the previous year

Promoter Name	No. of Shares	% of total shares	% Change during the year
Anil Sayarchand Kavar	409970	8.13	-
Gautam Chand Kavar	398140	7.89	-
Noratmal Kavar	409970	8.13	-
Shantilal Kavar	693791	13.76	-
Sohanlal Kavar	398140	7.89	-
Sajjan Raj Kavar	409970	8.13	-
Sunil Kavar	409970	8.13	-

Neelkanth Rockminerals Ltd.
Notes to and forming part of Financial Statement as at 31-Mar-2025

(All amounts are in lakhs unless otherwise specified)

Note-7a . Other Equity

Particulars	Share application money Pending Allotment	Equity component of Compound financial instruments	Reserves & Surplus				Amount
			Capital Reserve	Securities Premium	Other Reserves (Subsidy)	Retained Earnings	
Balance at the beginning of 1st April, 2023	-	-	-	-	20.00	237.02	257.02
Transfer to Retained Earnings	-	-	-	-	-	24.03	24.03
An other change: Excess tax provision	-	-	-	-	-	-	-
Balance at the beginning of 1st April, 2024	-	-	-	-	20.00	261.05	281.05
Changes in accounting policy or prior period	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period 1st April, 2024	-	-	-	-	20.00	261.05	281.05
Total Comprehensive Income for the year	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-
Transfer to Retained Earnings	-	-	-	-	-	19.55	19.55
An other change: Excess tax provision	-	-	-	-	-	-	-
Balance at the end of the reporting period ending 31st March, 2025					20.00	280.60	300.60

Note-8. Trade Payables

Particulars	2024-25	2023-24
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.71	15.33
Total	0.71	15.33

Trade Payable Ageing

Particulars	Outstanding for the period				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
i. MSME	NIL	NIL	NIL	NIL	NIL
	(NIL)	(NIL)	(NIL)	(NIL)	(NIL)
ii. Others	0.71	-	-	-	0.71
	(15.11)	(0.11)		(0.11)	(15.33)
iii. Disputed Dues - MSME	NIL	NIL	NIL	NIL	NIL
	(NIL)	(NIL)	(NIL)	(NIL)	(NIL)
iv. Disputed Due - Others	NIL	NIL	NIL	NIL	NIL
	(NIL)	(NIL)	(NIL)	(NIL)	(NIL)

Figures in bracket represent the previous year figures

Note-9. Other Current Liabilities

Particulars	2024-25	2023-24
Provision for Income Tax	6.58	8.60
Expenses Payable	-	0.44
Statutory Liabilities Payable	0.31	0.76
Total	6.88	9.80

Neelkanth Rockminerals Ltd.

Notes to and forming part of Financial Statement as at 31-Mar-2025

*(All amounts are in lakhs unless otherwise specified)***Note-10. Other Income**

Particulars	2024-25	2023-24
Interest Income	66.41	66.24
Other Income	0.03	0.00
Total	66.43	66.24

Note-11. Employee Benefit Expenses

Particulars	2024-25	2023-24
Salaries and Wages	9.67	9.60
Total	9.67	9.60

Note-12. Finance Cost

Particulars	2024-25	2023-24
Bank Charges	0.00	0.00
Interest expenses	0.03	-
Total	0.03	0.00

Note-13. Other Expenses

Particulars	2024-25	2023-24
Audit Fees <i>(Refer details below)</i>	0.35	0.22
Advertisement Expense	0.73	0.74
Printing & Stationary expenses	1.52	1.39
Commission expenses	8.63	12.61
Professional Fees	6.14	7.60
Interest/Penalty on Statutory dues	0.12	0.02
Rent expenses	0.60	0.60
Miscellaneous expenses	8.71	0.41
Total	26.80	23.58

Payment to Auditors

	FY 24-25	FY 23-24
Statutory audit fees	0.35	0.18
Tax Audit Fees	-	-
Other Consultancy expenses	0.00	0.04
Total	0.35	0.22

Note-14. Extraordinary Items

Particulars	2024-25	2023-24
Loss on sale of Investment	3.80	0.00
Total	3.80	0.00

Neelkanth Rockminerals Ltd.

Notes to and forming part of Financial Statement as at 31-Mar-2025

(All amounts are in lakhs unless otherwise specified)

15 Contingent liabilities and capital and other commitments

There are no capital commitments, other commitments and contingent liabilities as on 31st March 2025

16. Earnings Per Share (EPS)

The earning considered in ascertaining the company's EPS comprises the profit available for shareholders i.e. profit after tax and statutory/regulatory appropriations. The number of shares used in computing Basic EPS is the weighted average number of shares outstanding during the year as per the guidelines issued.

Particulars	2024-25	2023-24
Profit/(Loss) for the year available to equity shareholders	19.55	24.03
Weighted average number of equity shares	5043700	5043700
Nominal Value of Equity Shares	10	10
EPS	0.39	0.48
Diluted EPS	0.39	0.48

16 Segment Reporting

During the year under consideration, the company operated with no specific segment.

17 Regroupings/Reclassifications

The Previous year figures have been recomputed, reclassified, regrouped & rearranged wherever considered necessary to make them comparable with current year figures

18. Micro, Small and Medium Enterprises

Particulars	31st March, 2025	31st March, 2024
a. Principal and interest amount remaining unpaid	-	-
b. Interest due thereon remaining unpaid	-	-
c. Interest paid by the Company 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	-	-
d. Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Act,	-	-
e. Interest accrued and remaining unpaid	-	-
f. Interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	-	-

19. Related party disclosures

Related parties as identified by the Company and relied upon by the Auditors. Transactions are disclosed from / upto the date the relationship came into existence.

Name of related parties and nature of relationship :

Particulars	Name of Party	Relation
Key Management Personnel & Directors	Noratmal Kavar	Managing Director
Relatives of KMP & Directors	Vinay Kumar	Relative of KMP

Transactions and balances :

Particulars	Key Management Personnel		Related Enterprise & Relatives	
	2024-25	2023-24	2024-25	2023-24
Transactions and balances :				
Rent Paid	-	-	0.60	0.60

Neelkanth Rockminerals Ltd.**Notes to and forming part of Financial Statement as at 31-Mar-2025****20. Disclosure of significant Ratios :-**

Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for variance
Current Ratio (CA/CL) (in times)	Total Current Assets	Total Current Liabilities	7.26	2.04	256%	Repayment of Trade Payables during the year
Debt Equity Ratio (in times)	Total Debts including lease liabilities	Total Equity	NA	NA	NA	
Debt Service Coverage Ratio (in times)	Earning for debt service= Net Profit after Taxes +Non Cash Operating Expenses+Interest +Other	Debt Service=Interest and Lease payments+ principle repayment	NA	NA	NA	
Return on Equity Ratio (in %)	Profit for the year less Preference Dividend (If any)	Average Total Equity	2.46%	2.06%	19%	
Trade Receivables turnover ratio (in times)	Net Credit Sales	Avg. Accounts Receivable	NA	NA	NA	
Trade Payable turnover ratio (in times)	Net Credit Purchase	Avg. Accounts Payables	-	-	-	
Net capital turnover ratio (in times)	Net Sales	Average Working Capital	-	-	-	
Net profit ratio (in %)	Net Profit after tax	Net Sales	-	-	-	
Return on capital employed (in %)	Earning before interest and taxes	Capital Employed= Net Worth+Lease Liabilities+Deferred Tax Liabilities	3.22%	4.08%	-21.16%	
Return on investment (in %)	Income generated from investment	Average Investment	Not Applicable			

21. Additional regulatory information not disclosed elsewhere in the financial information

- (a) The Company did not hold any benami property during the year.
- (b) The Company has not been declared as a wilful defaulter by any bank or financial Institution or other lender.
- (c) The Company did not have any transactions with struck off companies during the year under Section 248 or 560 of the Companies Act, 2013.
- (d) No loans/advances were given to promoters, directors, KMPs & other related parties that were payable on demand or without specifying any terms &
- (e) Neither any charges were created on the assets of the company during the year with the Registrar of companies nor was satisfaction of any charge pending beyond the stipulated period.
- (f) The Company did not deal in any manner whatsoever with crypto currency/virtual currency during the year.
- (g) The Company has not advanced/loaned/invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:
- (i) 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)
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (h) The Company has not received funds from any other person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
- (i) 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
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (i) The Company neither declared nor paid any Dividend during the financial year. Hence, disclosure under provisions of Section 123 are not applicable.
- (j) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 such as search, survey or any other provisions of the Income Tax Act, 1961.
- (k) The Company has used borrowings from Banks and Financial Institutions for the specific purpose for which it was obtained.
- (l) Quarterly returns or statements of current assets filed by the Company with Banks or Financial Institutions are in agreement with the books of accounts.
- (m) The title deeds of all immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment and capital work in process are held in the name of the Company as at the Balance Sheet date.
- (n) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- (o) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year

Signature to Note No. 1 to 20 forming part of the Balance Sheet and Statement of Profit & Loss.

As per our audit report of even date.

For, Shambhu Gupta & Co.
Chartered Accountants
FRN No.:- 007234C

CA Gorang Baheti
Partner
Membership No. 426813

Place: Mumbai
Date: 30th May, 2025

For, Neelkanth Rockminerals Ltd.

Mr. Noratmal Kavar
(Managing Director)
(DIN : 00464435)

Rameshwar Jangid
CFO

Mr. Anil Kavar
(Director)
(DIN : 00464524)

Sourabh Arora
Company Secretary

NEELKANTH ROCK-MINERALS LIMITED

CIN: L14219RJ1988PLC062162

Registered Office: Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001

E-mail ID: info@neelrock.com; Tel: +0291-2631839

ATTENDANCE SLIP

Registered Folio No./DP ID and Client ID:

Name & Address:

Number of Shares held:

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

I hereby record my presence at the **37th Annual General Meeting** of the Company being held on **Tuesday, the 30th day of September, 2025 at 10:00 A.M.** at the Registered Office of the Company at Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001.

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

E-mail ID: _____

Name & Signature of Shareholder/ Proxy/ Authorized Representative

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

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

NEELKANTH ROCK-MINERALS LIMITED

CIN: L14219RJ1988PLC062162

Registered Office: Flat No. 606, Scheme Chopasani Jagir,
Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001

E-mail ID: info@neelrock.com; Tel: +0291-2631839

PROXY FORM

*[Pursuant to section 105(6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

Name of the Member(s):

Registered Address:

E-mail ID:

Folio No./DP ID/Client ID:

I/We, being the member(s) of _____ shares Neelkanth Rock-Minerals Limited, hereby appoint

1. Name: _____ Address: _____ e-mail id _____, signature _____ or failing him
2. Name: _____ Address: _____ e-mail id _____, signature _____ or failing him
3. Name: _____ Address: _____ e-mail id _____, signature _____ or failing him

as my/our proxy to attend and vote (on a ballot) for me/us and on my/our behalf at the **37th Annual General Meeting** of the Company, to be held on the **Tuesday, the 30th day of September, 2025 at 10:00 A.M.** at the Registered Office of the Company at Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001 and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	RESOLUTION
ORDINARY BUSINESS	
1.	Adoption of Financial Statements for the year ended March 2025 and Report of Auditors and Directors thereon.
2.	To appoint a director in place of Smt. Shweta Vikash Kavar (DIN: 07119867), who retires by rotation and being eligible, offers herself for re-appointment.
SPECIAL BUSINESS:	
3.	Appointment of Mr. Javerilal Nahar as an Independent Director. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution: “ RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder (including any statutory modification(s) or reenactment (s) thereof, for the time being in force), read with Schedule IV of the Act and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be

	and is hereby accorded to appoint Mr. Javerilal Nahar (DIN: 11279186) who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment, as an Independent Director of the Company for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting and ending at the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2030, and who shall not be liable to retire by rotation. RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things, including filing of necessary forms with the Registrar of Companies and intimations with the Stock Exchange(s), as may be necessary, expedient or desirable to give effect to this resolution."
4.	Appointment of Mr. Sumit Chhajer as an Independent Director. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution: "RESOLVED THAT pursuant to the provisions of sections 149, 150, 152, and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or reenactment (s) thereof, for the time being in force), read with Schedule IV of the Act and the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and based on the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to appoint Mr. Sumit Chhajer (DIN: 11279184) who has submitted a declaration of independence under Section 149(6) of the Act and is eligible for appointment, as an Independent Director of the Company for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting and ending at the conclusion of the 42nd Annual General Meeting of the Company to be held in the year 2030, and who shall not be liable to retire by rotation. RESOLVED FURTHER THAT any Director and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things, including filing of necessary forms with the Registrar of Companies and intimations with the Stock Exchange(s), as may be necessary, expedient or desirable to give effect to this resolution."

Signed this ____ day of _____ 2025

Signature of Shareholder _____ | Signature of Proxy holder(s) _____

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



Registered Office:
NEELKANTH ROCKMINERALS LIMITED
 Flat No. 606, Scheme Chopasani Jagir,
 Khasra No. 175/74, plot No. 15/16 Jodhpur, Rajasthan-342001

BOOK POST



If undelivered Please send to:

NEELKANTH ROCK-MINERALS LIMITED

**Flat No. 606, Scheme Chopasani Jagir, Khasra No. 175/74, plot No. 15/16
Jodhpur, Rajasthan-342001.**