



## **TERRAIN GEOINFRA LTD**

Formerly known as Terrain Infratech

### **NOTICE OF THE ANNUAL GENERAL MEETING**

**SHORTER NOTICE IS HEREBY GIVEN THAT THE 1ST (FIRST) ANNUAL GENERAL MEETING (AGM) OF THE SHAREHOLDERS OF TERRAIN GEOINFRA LIMITED WILL BE HELD ON FRIDAY, THE 08TH DAY OF NOVEMBER, 2024 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT UNIT NO-443-444, VIPUL TRADE CENTRE, SOHNA ROAD, GURGAON, HARYANA-122018 TO TRANSACT THE BUSINESS AS SPECIFIED IN THE ENCLOSED AGENDA**

---

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2024 including Balance Sheet as at 31st March, 2024, Statement of Profit & Loss, Statement of Change in Equity and Cash Flow Statement for the year ended on 31st March, 2024 and, the Reports of the Board of Directors and Auditors thereon.
2. To reappoint Mr. Tapish Gautam, Director retiring by rotation.
3. To re-appoint M/s JVA & Associates, Chartered Accountants (FRN: 026849N) as the Statutory Auditors of the Company, and to fix their remuneration.

In this regard, members are requested 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 Section 139, 141, 142, and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the recommendation of the Board, M/s JVA & Associates, Chartered Accountants (FRN: 026849N) be and is hereby re-appointed as Statutory Auditors of the company who were appointed as the First Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the 6th Annual General Meeting of the Company to be held in the year 2029, at a remuneration to be decided by the Board of Directors of the Company.

**RESOLVED FURTHER THAT** Mr. Tapish Gautam and Mr. Raghav Vohra, Directors of the company, be and are hereby authorized on behalf of the Company, to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary to give effect to the resolution including filing of requisite e-forms with ROC.”



## **TERRAIN GEOINFRA LTD**

Formerly known as Terrain Infratech

### **SPECIAL BUSINESS:**

#### **ITEM NO. 4: To appoint Mr. Tapish Gautam (DIN: 08473838) as Managing Director of the company**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there under, as amended from time to time, read with Schedule V to the Act, and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if any, and pursuant to the recommendation of the Board, the consent of the company be and is hereby accorded to appoint Mr. Tapish Gautam (DIN: 08473838) as Managing Director of the Company for a period of 5 Years with effect from 08<sup>th</sup> November 2024 on the terms and conditions as per company policy and as per the following remuneration agreed to between the Board and Mr. Tapish Gautam.

**a) Basic Salary:** Remuneration of 5, 80,000 per month/-;

**b) Commission:** N/A;

**c) Other benefits:** N/A (like Gratuity, Provident Fund, Leave etc. as applicable to the employees of the company).

**d) Perquisites:** In addition to salary, he shall be entitled to perquisites and allowances like HRA, medical reimbursement, travelling allowances and other payments in the nature of perquisites and allowances as agreed by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and 197 read with Schedule V of the Act”.



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

**RESOLVED FURTHER THAT** where in any financial year during the tenure of the said Managing Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

**RESOLVED FURTHER THAT** Mr. Tapish Gautam and Mr. Raghav Vohra, Directors of the Company, be and are hereby authorized to sign and file necessary forms and other relevant documents, returns, as may be required, with the Registrar of Companies and to do all acts, deeds and things as may be required for giving effect to the aforesaid resolution.”

**For and on behalf of TERRAIN GEOINFRA LIMITED**



**TAPISH GAUTAM**  
**(DIRECTOR)**  
**DIN: 08473838**

**Date: 06.11.2024**  
**Place: Gurgaon**



**RAGHAV VOHRA**  
**(DIRECTOR)**  
**DIN: 08473838S**

**Date: 06.11.2024**  
**Place: Gurgaon**



## TERRAIN GEOINFRA LTD

Formerly Known as Terrain Infratech

### NOTES:



1. A Member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of Himself/ Herself and the proxy need not be a member.
2. Pursuant to Section 105(1) of the Companies Act, 2013, read with Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of Members not exceeding 50 (fifty) in number and holding in aggregate not more than 10 (Ten) per cent of the total share capital of the Company carrying voting rights. In the case of a Member holding more than 10 (ten) per cent of the total share capital of the Company carrying voting rights, such a Member may appoint a single person as proxy, who however shall not act as proxy for any other person or shareholder.
3. Proxies in order to be effective must be lodged with Company not less than 48 hours before the commencement of the meeting.
4. The relevant Explanatory statement in respect of business above is annexed hereto.
5. Statutory registers as required under the provisions of the Act will be made available for inspection by the members at the EGM venue during the continuance of the meeting.
6. The proxy form MGT-11, has been attached to this notice.
7. The Route Map of the venue of this Extraordinary General Meeting is placed below this Notice.

**For and on behalf of TERRAIN GEOINFRA LIMITED**



**TAPISH GAUTAM**  
**(DIRECTOR)**  
**DIN: 08473838**

**Date: 06.11.2024**  
**Place: Gurgaon**

**RAGHAV VOHRA**  
**(DIRECTOR)**  
**DIN: 08473838S**

**Date: 06.11.2024**  
**Place: Gurgaon**



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### ITEM NO. 4

Mr. Tapish Gautam was first appointed as the First Director of the company and the Board of Directors had in its meeting held on 06.11.2024 appointed Mr. Tapish Gautam as the Managing Director of the Company for a period of five years, subject to the approval of the shareholders of the company. The terms and conditions of the appointment are set out in a draft Appointment letter to be issued to Mr. Tapish Gautam by the Company.

Mr. Tapish Gautam possess Bachelor of Technology degree from Punjab Engineering College, Chandigarh. He has experience of around 16 years in Infrastructure Construction & Geosynthetic products industry. Considering his background and experience, the Board is of the opinion that appointment and presence of Mr. Tapish Gautam on the Board as the Managing will be desirable, beneficial and in the best interest of the Company.

In terms of the provisions of the Companies Act, 2013, consent of the shareholders is required for appointment of Mr. Tapish Gautam as the Managing Director of the Company. As such, the Board recommends the resolution set out in item no. 4 of the accompanying Notice for approval and adoption of the Members. A copy of the Board Resolution and the draft appointment letter issued to Mr. Tapish Gautam, Managing Director will be available for inspection between 11.00 a.m. to 01.00 p.m. on all working days (Monday to Saturday) at the Registered Office of the Company. The details required to disclosed pursuant to Secretarial Standards – 2 (Secretarial standards as on general meeting) are disclosed in Annexure I of the Notice for the reference of the members.

The Board recommends the passing of the above as an Special Resolution.

None of the Directors of the Company except Mr. Tapish Gautam, is concerned or interested in the proposed resolution.

#### For and on behalf of TERRAIN GEOINFRA LIMITED

  
  
**TAPISH GAUTAM**  
**(DIRECTOR)**  
**DIN: 08473838**

**Date: 06.11.2024**  
**Place: Gurgaon**

  
  
**RAGHAV VOHRA**  
**(DIRECTOR) \***  
**DIN: 08473838S**

**Date: 06.11.2024**  
**Place: Gurgaon**



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

### Annexure I

The brief details of Directors along with their experience and educational qualification in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS-2) for Item no. 4:

Sr. No.	Particulars	Details
1.	Name of Director	Tapish Gautam
2.	DIN	08473838
3	Category	Executive Director (Managing Director)
4	Date of Birth	10.12.1986
5	Age	37 Years
6	Qualification	Bachelors of Technology, (Civil Engineering) Punjab Engineering College, Chandigarh
7	No. of Equity Shares held in the Company, including shareholding as a beneficial owner.	49975
8	Brief profile/ Brief resume of the Director	As per the explanatory statement
9	Terms and Conditions	As per the letter of appointment
10	Date of first appointment	06/03/2024
11	Particulars of Committee Chairmanship/ Membership held in other Indian Companies	NA
12	Relationship with other Directors inter-se	NA
13	No. of board meetings attended during the financial year 2023-24 and till date of circulation of notice	11
14	Details of Remuneration Sought to be paid	5,80,000/- per month



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

### ATTENDANCE SLIP

**Name of the Company:** Terrain Geoinfra Limited  
**Registered Address:** Unit No.-443-444, Vipul Trade Center, Sohna Road,  
Gurgaon, Haryana-122018  
**Corporate Identity Number (CIN):** U42909HR2024PLC119557  
**Email ID:** [Terraingeoinfra@gmail.com](mailto:Terraingeoinfra@gmail.com)

**First Annual General Meeting of FY 2023-24 scheduled on Friday, November 8, 2024, at time 11:00 AM**

Folio No. / DP ID Client ID No.	
Name of First named Member /Proxy / Authorized Representative	
Name of Joint Member(s), if any:	
No. of Shares held	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the First Annual General Meeting of FY 2023-24 of the Company being held on Friday, November 08, 2024, at time 11:00 AM at Unit No.-443-444, Vipul Trade Center, Sohna Road, Gurgaon, Haryana-122018.

**Signature of First holder/Proxy/Authorized Representative**

**Signature of 1st Joint holder**

**Signature of 2nd Joint holder**

**Note(s):**

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.
2. Only Members of the Company and/or their Proxy will be allowed to attend the Meeting.



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

### Form No. MGT-11

#### 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 company	Terrain Geoinfra Limited
Registered Office	Unit No-443-444, Vipul, Trade Centre, Sohna Road, Gurgaon, Haryana-122018,

Name of the Member(s)	
Registered Office	
E-mail Id	
Folio No /Client ID	
DP ID	

I/We, being the member(s) of \_\_\_\_\_ shares of the above-named company. Hereby appoint:

Name:	
Address:	
E-mail Id:	
<b>Signature, or failing him</b>	

Name:	
Address:	
E-mail Id:	
<b>Signature, or failing him</b>	
Name:	
Address:	
E-mail Id:	
<b>Signature, or failing him</b>	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the First Annual General Meeting of the company, to be held on the 08<sup>th</sup> day of November at 11.00 A.M. at the Registered Office of the company and at any adjournment thereof in respect of such resolutions as are indicated below:



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

Resolution No.

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2024 including Balance Sheet as at 31st March, 2024, Statement of Profit & Loss, Statement of Change in Equity and Cash Flow Statement for the year ended on 31st March, 2024 and, the Reports of the Board of Directors and Auditors thereon.
2. To reappoint Mr. Tapish Gautam, Director retiring by rotation.
3. To re-appoint M/s JVA & Associates, Chartered Accountants (FRN: 026849N) as the Statutory Auditors of the Company, and to fix their remuneration.
4. To appoint Mr. Tapish Gautam (DIN: 08473838), Managing Director of the company.

Signed this \_\_\_\_ day of \_\_\_\_ 2024

Affix Revenue Stamp

Signature of Shareholder

Road Map of Registered Office:



Office #444-443, 4th Floor, Vipul Trade Centre, Sector-48, Sohna Road, Gurugram-122018 (Hr.)

E-mail : [terraingeoinfra@gmail.com](mailto:terraingeoinfra@gmail.com) | Web: [www.terraingeoinfra.com](http://www.terraingeoinfra.com)

Tel.: 0124 4726219



# TERRAIN GEOINFRA LTD

Formerly Known as Terrain Infratech



## CONSENT FOR HOLDING ANNUAL GENERAL MEETING AT SHORTER NOTICE [Pursuant to Section 101(1) of the Companies Act, 2013]

To,  
The Board of Directors,  
Terrain Geoinfra Limited  
Unit No-443-444, Vipul Trade Centre,  
Sohna Road, Gurgaon, Haryana-122018

### Sub: Consent for holding First Annual General Meeting of the Company at shorter notice

Dear Sir,

We, Tapish Gautam S/o Shri Arvind Kumar Sharma R/o DLF Regal-151, Tower-E, DLF Regal Garden, Sector-90, Gurgaon, Haryana-122001, member of the Company, holding 49,975 Equity Shares of Rs.10 each, Raghav Vohra S/o Shri Arun Vohra R/o RGE-152, DLF Regal Garden, Sector-90, Gurgaon, Haryana-122505, member of the Company, holding 49,975 Equity Shares of Rs.10 each, hereby give our consent, pursuant to the proviso to Section 101(1) of the Companies Act, 2013 and the Rules made thereunder, to convene First Annual General Meeting of the members of the Company to be held on 08<sup>th</sup> November, 2024 at 11:00 AM at the Registered office of the Company at Unit No-443-444, Vipul Trade Centre, Sohna Road, Gurgaon, Haryana-122018 at shorter notice, in order to transact the items specified in the notice.

S No.	Name of Shareholder	Signature
1.	Tapish Gautam Add: DLF Regal-151, Tower-E, DLF Regal Garden, Sector-90, Gurgaon, Haryana-122001	
2.	Raghav Vohra Add: RGE-152, DLF Regal Garden, Sector-90, Gurgaon, Haryana-122001	





# TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

## DIRECTOR'S REPORT

To  
The Members  
**TERRAIN GEOINFRA LIMITED**  
Unit No-443-444, Vipul, Trade Centre,  
Sohna Road, Gurgaon, Haryana-122018

Your directors have pleasure in presenting their first Annual Report & Audited Statement of Accounts of the Company for the year ended on 31st March, 2024.

### 1. FINANCIAL RESULTS

Your Company is a newly incorporated Company and it has been only 26 days of its Incorporation. The Company is in its initial stage where the expenses forms the major part of Profit and Loss a/c. Thereby, there is loss of Rs. 14,000.

Particulars	(Amount in Lacs)
	Amount 2023-24
Turnover	16.13
Other Income	16.67
Profit/(Loss) before Depreciation, Interest & Tax	1.56
Less: Depreciation and Amortization	-
Profit/(Loss) before Interest & Tax	1.56
Less: Interest	1.47
Profit/(Loss) Before Tax	0.09
Prior Period or Any Other Adjustment	-
Less: Tax Expenses:	0.47
Current Tax	
Less: Deferred Tax	(0.24)
<b>Net Profit/(Loss) from Continuing Operation after Tax</b>	<b>(0.14)</b>
Balance B/F from Last Year	-
<b>TOTAL</b>	<b>(0.14)</b>
<b>Appropriation/Adjustment</b>	<b>-</b>
Balance Carried Over To Reserves & Surplus	(0.14)

## 2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

Your Company was incorporated as a Public Limited Company under the Companies Act 2013, on 06<sup>th</sup> March 2024 pursuant to the conversion of partnership firm. For the period from 06<sup>th</sup> March 2024 to 31st March 2024, the Company has recorded a total income of Rs. 32.80 Lacs. The total expenditure including depreciation stands at Rs 32.71 Lacs for the year under review. The company incurred a loss of Rs 0.14 Lacs after tax. The directors are quite hopeful that the performances of the Company will improve.

## 3. CHANGES IN SHARE CAPITAL

As on 31st March, 2024, the authorized share capital of the company was Rs. 10, 00,000/- comprising of 1, 00,000 Equity Shares of 10/- each. After shareholders' approval at the EGM held on 20.09.2024, the company increased its authorized share capital to Rs.10,00,00,000 divided into 1,00,00,000 equity shares of Rs. 10 each, to meet the upcoming requirement of corporate action.

Except as stated above, there were no other changes in the share capital of the Company during the year.

## 4. NUMBER OF MEETINGS OF THE BOARD

There were 2 (Two) meetings of Board of Directors held during the financial year 2023-24 for which proper notices were given.

Sr. No.	Date of Meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	%age of attendance
1	08-03-2024	3	2	66.67
2	19-03-2024	3	2	66.67

## 5. DIRECTOR'S RESPONSIBILITY STATEMENT

Your Directors confirm that:

1. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
3. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. the directors had prepared the annual accounts on a going concern basis; and
5. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **6. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE- APPOINTMENT, IF ANY**

The Company has received necessary declarations from all Independent Directors of the Company in accordance with the provisions of Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

The Board of Directors is of the opinion that all the Independent Directors possess requisite qualifications, experience and expertise in industry knowledge and corporate governance and they hold highest standards of integrity.

## **7. CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Mr. Tapish Gautam, Mr. Raghav Vohra and Mrs. Sahana Munairamaih Sreenivasa Mulvadi were the first Directors of the Company w.e.f the date of incorporation, i.e., March 06, 2024.

Mr. Surendra Mehta and Mr. Sumeer Sodhi were appointed as independent director of the company with effect from 29.04.2024 and 20.09.2024 respectively

In terms of the provisions of section 203 of the Companies Act, 2013 Ms. Chanchal Gupta (ACS-67476) has been appointed as the Company Secretary and Key Managerial Personnel of the Company w.e.f. 02.09.2024 and Mr. Bhupendra Kumar Gupta has been appointed as the Chief Financial Officer and Key Managerial Personnel of the Company w.e.f 29.04.2024.

Mr. Tapish Gautam, is the director retiring by rotation at this AGM, being eligible offered himself for reappointment, and your directors recommend his reappointment.

## **8. DISCLOSURE OF INTEREST BY DIRECTORS**

Pursuant to the Section 184(1) of the Companies Act, 2013, your directors have given the notice to the Company disclosing their interest in Companies and Firms in which they and their relatives are interested or concerned. None of the Directors of your Company is disqualified under the provisions of section 164(2) of the Companies Act 2013 read with Rule 14 of the Companies (Appointment and Qualification of Directors) Rules 2014.

## **9. NOMINATION AND REMUNERATION COMMITTEE**

The provisions of Section 178 of the Companies Act, 2013 read with rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

## **10. AUDIT COMMITTEE**

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

## **11. CORPORATE SOCIAL RESPONSIBILITY POLICY**

Since the Company do not fall under any criteria specified in sub-section (1) of section 135 of the Companies Act, 2013, it is not required to constitute a Corporate Social Responsibility ("CSR") Committee.

## **12. VIGIL MECHANISM**

The provisions of Section 177 (9) of the Companies Act, 2013 read with rule 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

## **13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

During the year under review, there were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 and hence the said provision is not applicable. Also, There were no guarantees and investments made by the Company.

## **14. RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year ended March 31, 2024, were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted.

There are no materially significant related party transactions during the financial year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

However, the disclosure of transactions with related parties for the financial year, as per Accounting Standard -18 Related Party Disclosures is given in point no. 2 of Annexure No. XXVII to the Balance Sheet as on March 31, 2024.

## **15. AUDITORS**

JVA & Associates, Chartered Accountants, (FRN: 026849N) was appointed as First Auditor of the Company in the first board meeting of the company to hold the office of the Statutory Auditors of the Company from the conclusion of first Board Meeting until the conclusion of the ensuing Annual General Meeting and to conduct the Statutory Audit for the period ended on 31st March, 2024 on such remuneration as may be fixed by the Board of Directors of the Company in consultation with the Auditors.

In the ensuing AGM, JVA & Associates, Chartered Accountants, (FRN: 026849N) is re-appointed as Statutory Auditor of the company for a term of five years starting from the conclusion of this Annual General Meeting held until the conclusion of 6th consecutive Annual General Meeting of the Shareholders of the Company.

The Company has received a certificate from them to the effect that their re-appointment, if made, would be within the limits prescribed under section 141(3) of the Companies Act, 2013. The observations made by the auditors are self-explanatory and do not require any further clarification.

## **16. AUDITOR'S REPORT**

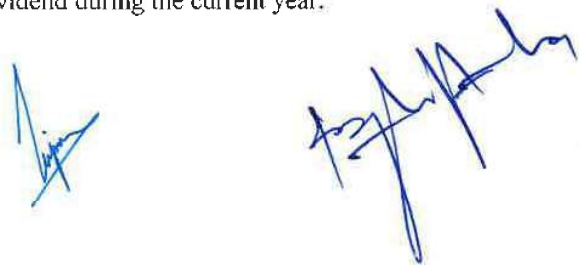
The Auditor's remarks in the Audit Report are self-explanatory and needs no clarification.

## **17. RESERVES**

Since the Company has incurred a loss of Rs. 14,000 there are no amount transferred to reserves.

## **18. DIVIDEND**

Due to losses, the company does not propose any dividend during the current year.



**19. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT.**

There is no such Material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report like settlement of tax liabilities, operation of patent rights, depression in market value of investments, institution of cases by or against the company, sale or purchase of capital assets or destruction of any assets etc.

**20. ENERGY, TECHNOLOGY & FOREIGN EXCHANGE**

Information in accordance with the provision of Section 314(3)(m) of the Companies Act, 2013, read with The Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is as under –

1. Conservation of energy		N. A.	
2. Technology Absorption		N. A.	
3. Foreign Exchange Earnings & Outgo	Current Year		Previous Year
(a) Foreign Exchange Earnings:	Nil		N.A.
(b) Foreign Exchange Outgo :	Nil		N.A.

**20. RISK MANAGEMENT POLICY**

Your Company is still under construction stage of business and has no commercial operations at the moment. Risk management policy would be formed as and when the business operations would progress. However, the Board reviews the means adopted by the Company to mitigate the risk from time to time and all matters which are critical to business are being discussed regularly at the meetings of Board and accordingly risk management is undertaken as a part of standard business practice. Your Company strives to ensure safe operations that protect people, environment, communities and material assets.

The Company has no risk management policy and no formal committee is constituted for this purpose.

**21. BOARD EVALUATION**

The Board of directors have carried out an evaluation of its own performance as a whole as well as its individual directors, on the basis of criteria such as composition of the board / board structure, effectiveness, its process, information flow, functioning etc.

**22. DEPOSITS**

The company has not accepted any Deposits under section 73 of the Companies Act, 2013 read with The Companies (Acceptance of Deposits) Rules, 2014.

**23. INFORMATION FOR CHANGE IN NATURE OF BUSINESS**

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

**24. SUBSIDIARY COMPANY, ASSOCIATES AND JOINT VENTURE**

Company do not have any Subsidiary/ Joint Venture and Associates of the Company.

## 25. SECRETARIAL STANDARDS OF ICSI

The Company has complied with the requirements prescribed under the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

## 26. SECRETARIAL AUDIT REPORT

Since the Company do not fall under any criteria specified in Section 204 of the Companies Act, 2013 read with Section 134(3) of the Companies Act 2013 and Rule 9 of Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014. Your Company was not required to appoint any Secretarial Auditor.

## 27. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There is no such order passed impacting the going concern status and company's operations in future.

## 28. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has an adequate system of internal control covering all financial and operating functions. These controls have been designed to provide a reasonable assurance with regard to maintenance of proper accounting controls, monitoring of operations, protecting assets from unauthorized use or losses, compliances with regulations and for ensuring reliability of financial reporting.

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

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.



The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## 30. ACKNOWLEDGEMENT

Your directors would like to express their appreciation for the assistance and co-operation received from all the concerned person during period under review.

**Dated: 06/11/2024**

**Place: Gurgaon**

  
  
**Raghav Vohra**  
**Director**  
**DIN: 03437778**

By order of the Board  
For Terrain Geoinfra Ltd.

  
  
**Tapish Gautam**  
**Director**  
**DIN - 08473838**



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

### Form No. AOC-2

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

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

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board, if any	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
1	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1.	TAPISH GAUTAM (DIRECTOR)	Net Consideration for conversion of partnership firm		Comparable basis on industry standards	08.03.2024	NIL
2.	TAPISH GAUTAM (DIRECTOR)	Amount received against issue of shares		Comparable basis on industry standards	08.03.2024	NIL
3.	TAPISH GAUTAM (DIRECTOR)	Amount paid for expenses which was paid by directors on behalf of company		Comparable basis on industry standards	08.03.2024	NIL
4.	RAGHAV VOHRA (DIRECTOR)	Amount paid for expenses which was paid by directors on behalf of company		Comparable basis on industry standards	08.03.2024	NIL
5.	RAGHAV VOHRA (DIRECTOR)	Amount received against issue of shares		Comparable basis on industry standards	08.03.2024	NIL



## TERRAIN GEOINFRA LTD

Formerly known as Terrain Infratech

6.	RAGHAV VOHRA (DIRECTOR)	Net Consideration for conversion of partnership firm		Comparable basis on industry standards	08.03.2024	NIL
7.	TERRAIN GEOSYSTEM	Payment made under normal course of business		Comparable basis on industry standards	08.03.2024	NIL

**Dated : 06/11/2024**  
**Place : Gurgaon**

  
**Raghav Vohra**  
**Director**  
**DIN - 03437778**

By order of the Board  
For Terrain Geoinfra Ltd.

  
**Tapish Gautam**  
**Director**  
**DIN - 08473838**

# TERRAIN GEOINFRA LIMITED

Reg. Unit No-443-444, Vipul Trade Centre, Sohna Road, Gurgaon, Haryana- 122018  
CIN # U42909HR2024PLC119557

Annexure-I

## STATEMENT OF ASSETS AND LIABILITIES

(Figures in Lakhs)

	Particulars	Note No.	31, March 2024 (₹)
<b>I</b>	<b>EQUITY AND LIABILITIES</b>		
(1)	<b>Shareholder's Funds</b>		
	(a) Share Capital	V	10.00
	(b) Reserves and Surplus	VI	591.05
(2)	<b>Non Current Liabilities</b>		
	Long Term Borrowings	VII	33.48
(3)	<b>Current Liabilities</b>		
	Short Term Borrowings	VIII	73.84
	Trade Payables	IX	
	- total outstanding dues of micro enterprises and small enterprises		-
	- total outstanding dues of creditors other than micro enterprises and small enterprises		1,715.03
	Other Current Liabilities	X	853.73
	Short Term Provisions	XI	98.41
	<b>Total</b>		<b>3,375.54</b>
<b>II</b>	<b>ASSETS</b>		
(1)	<b>Non-Current Assets</b>		
	Property, Plant & Equipment and Intangible Assets:		
	- Property, Plant & Equipment	XII	435.95
	- Intangible Assets		-
	Deferred Tax Assets (Net)	XIII	0.24
	Other Non Current Assets	XIV	6.35
(2)	<b>Current Assets</b>		
	Inventories	XV	46.53
	Trade Receivables	XVI	2,164.20
	Cash and Bank Balance	XVII	181.73
	Short Term Loans & Advances	XVIII	290.23
	Other Current Assets	XIX	250.32
	<b>Total</b>		<b>3,375.54</b>

See accompanying annexures & notes forming part of the standalone financial statements (Refer Annexure No. IV to XXVII)

For JVA & Associates  
Chartered Accountants  
FRN: 026849N

Vaibhav Jain, FCA  
Founder Partner  
M. No.: 518200  
UDIN: 24510300BKBYZZ2060



For & On Behalf of Board of Directors  
Terrain Geoinfra Ltd.

Raghav Vohra  
DIN: 03437778

Tapish Gautam  
DIN: 08473833

Bhupendra Kumar Gupta  
Chief Financial Officer

Chanchal Gupta  
Company Secretary

Place: Delhi  
Date: 30.09.2024

Place: Gurgaon  
Date: 30.09.2024



# TERRAIN GEOINFRA LIMITED

Reg. Unit No-443-444, Vipul Trade Centre, Sohna Road, Gurgaon, Haryana- 122018  
CIN # U42909HR2024PLC119557

## STATEMENT OF PROFIT AND LOSS

Annexure-II

(Figures in Lakhs)

	Particulars	Note	06-03-2024 TO 31-03-2024 (₹)
	<b>INCOME:</b>		
	Revenue from Operations	XX	16.13
	Other Income	XXI	16.67
<b>I</b>	<b>Total Income</b>		<b>32.80</b>
	<b>EXPENSES:</b>		
	Cost of Material Consumed	XXII	10.00
	Employee Benefit Expense	XXIII	19.18
	Finance Costs	XXIV	1.73
	Depreciation and Amortization Expense	XII	-
	Other Expenses	XXV	1.79
<b>II</b>	<b>Total Expenses</b>		<b>32.71</b>
<b>III</b>	Profit before exceptional items Tax (I-II)		0.09
<b>IV</b>	Exceptional Items		
<b>V</b>	<b>Profit before Tax(III-IV)</b>		<b>0.09</b>
<b>VI</b>	<b>Tax Expenses:</b>		
	Previous Year Tax		
	Current Tax		0.47
	Deferred Tax		<u>(0.24)</u>
<b>VII</b>	<b>Profit (Loss) for the period (III-VI)</b>		<b>(0.14)</b>
<b>VIII</b>	<b>Earnings per Equity Share :</b>	XXVI	
	Basic		(0.14)
	Diluted		(0.14)

See accompanying annexures & notes forming part of the standalone financial statements (Refer Annexure No. IV to XXVII)

For JVA & Associates  
Chartered Accountants  
FRN: 026849N

Vaibhav Jain, FCA  
Founder Partner  
M. No.: 518200

UDIN: 24510200BK0X7Z2060



For & On Behalf of Board of Directors  
Terrain Geoinfra Ltd.

Raghav Vohra  
DIN: 03437778

Tapish Gautam  
DIN: 08473838

Bhupendra Kumar Gupta  
Chief Financial Officer

Chanchal Gupta  
Company Secretary

Place: Delhi  
Date: 30.09.2024

Place: Gurgaon  
Date: 30.09.2024



TERRAIN GEOINFRA LIMITED

Reg. Unit No-443-444, Vipul Trade Centre, Sohna Road, Gurgaon, Haryana- 122018  
CIN # U42909HR2024PLC119557

STATEMENT OF CASH FLOW

Annexure-III

Particulars		(Figures in Lakhs)	
		Year ended 31-03-2024	
		(₹)	
<b>A.</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net Profit before Tax And Exceptional Items		0.09
	Add: Depreciation		-
	Finance cost		1.73
	<b>Operating Cash Flow before Working Capital Change</b>		<b>1.82</b>
	<b>Change in Working Capital</b>		
	Trade Payables		1,715.03
	Short Term Borrowings		73.84
	Short Term Provisions		98.41
	Other Current Liabilities		853.73
	Inventories		(46.53)
	Trade Receivables		(2,164.20)
	Short Term Loan & Advances		(290.23)
	Other Current Assets		(250.32)
	<b>Cash Generated From Operations</b>		<b>(8.44)</b>
	Tax Expenses		0.47
	<b>Net Cash generated from Operating Activities (A)</b>		<b>(8.91)</b>
<b>B.</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Sale/(Purchase) of Property, Plant & Equipment's		(435.95)
	Non Current Assets		(6.35)
	Deferred Tax		-
	<b>Net Cash Used In Investing Activities (B)</b>		<b>(442.30)</b>
<b>C.</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Finance Cost		(1.73)
	Proceeds from Loans		33.48
	Proceeds from issue of Shares		10.00
	Proceeds from Reserves		591.19
	Adjustments in Partners Capital A/c		
	<b>Net Cash generated from Financing Activities (C)</b>		<b>632.94</b>
	Effect of exchange differences on translation of foreign currency cash and cash equivalents		-
	<b>Net Increase In Cash &amp; Cash Equivalents</b>		<b>181.73</b>
	Cash & Cash Equivalents (Opening Balance)		-
	<b>Cash &amp; Cash Equivalents (Closing Balance)</b>		<b>181.73</b>

Notes To The Cash Flow Statement (Indirect Method):

- 1) Cash & Cash equivalents consists of cash on hand and balances with banks
- 2) : The Cash Flow Statements has been prepared under Indirect Method as set out in Accounting Standard 3, 'Cash Flow Statements' notified

See accompanying annexures & notes forming part of the standalone financial statements (Refer Annexure No. IV to XXVII)

For JVA & Associates  
Chartered Accountants  
FRN: 026849N

Vaibhav Jain, FCA  
Founder Partner  
M. No.: 518200  
UDIN: 24518200BKBX22060



Raghav Vohra  
DIN: 03437778

Bhupendra Kumar Gupta  
Chief Financial Officer

For & On Behalf of Board of Directors  
Terrain Geoinfra Ltd.

Tapish Gaurava  
DIN: 0843838

Chanchal Gupta  
Company Secretary

Place: Gurgaon  
Date: 30.09.2024



**ANNEXURE IV: CORPORATE INFORMATION, SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS.**

**A CORPORATE INFORMATION**

Terrain Geoinfra Limited is a Company incorporated on 06-03-2024, after Conversion of Terrain Infratech (Partnership Firm). Therefore this being the first accounting period of the Company, the accounts have been prepared for the interim period of Twenty Five days ending on 31th March, 2024, accordingly no previous year figures are given.

The corporate identification number of the company is U42909HR2024PLC119557.

The company is engaged into the business of providing specialized geospatial and infrastructure services. They offer solutions in areas such as surveying, mapping, and data analysis, catering to sectors like construction, urban planning, and environmental management. Their expertise includes the use of advanced technologies like GIS, remote sensing, and 3D modeling to support infrastructure development and decision-making processes. Overall, Company aims to enhance project efficiency and accuracy through innovative geospatial solutions.

**B SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**

**1.1 Basis of Accounting**

The financial statements have been prepared under historical cost convention and evaluated on a going concern basis using the accrual system of accounting in accordance with accounting standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of Companies (Account) Rule, 2014 (as amended) and other recognised accounting practices and policies generally accepted in India (Indian GAAP) as adopted consistently by the Company.

All assets and liabilities have been classified as current and non-current as per normal operating cycle of the Company and other criteria set out in the Schedule III of the Companies Act, 2013.

**1.2 Use of Estimates**

The preparation of financial statements in accordance with the generally accepted accounting principles (Indian GAAP), which requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income, expenses and the disclosure of contingent liabilities at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimate is recognized in the period in which the estimates are revised and in any future period affected.

**1.3 Inventory**

Inventories other than scrap materials are valued at lower of cost or net realizable value after providing cost of Obsolescence, if any. Inventories of scrap materials have been valued at net realizable value.

**1.4 Property, Plant and Equipment**

Property, Plant & Equipments are initially recognised at cost. The initial cost of Property, Plant & Equipments comprises its purchase price, installation expense including non-refundable duties and taxes net of any trade discounts and rebates. Property, Plant & Equipments are stated at cost less accumulated depreciation and impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Association and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation on Property, Plant & Equipments shall be provided on WDV Method as per the rates prescribed in Schedule II of the Companies Act, 2013. Depreciation on the added/disposed off during the year has been provided on pro-rata basis with reference to the date of addition/disposal.

**1.5 Revenue Recognition**

Revenue from sale of goods and services provided has been accounted for when the goods are sold and services is actually rendered provided that at the time of raising the claim it is not unreasonable to expect ultimate collection of the revenue.

Interest income is recognized on the time basis determined by the amount outstanding and the rate applicable and where no significant uncertainty as to measurability or collectability exists

**1.6 Cash and Cash Equivalent**

Cash and cash equivalents comprises Cash-in-Hand, Short-term Deposits and Balance in Current Accounts with Banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.



1.7 **Current and Non Current Classifications**

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

**Assets**

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

- i. it is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle;
  - ii. it is held primarily for the purpose of being traded;
  - iii. it is expected to be realised within 12 months after the reporting date, or
  - iv. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- Current assets include the current portion of non-current financial assets. All other assets are classified as noncurrent.

**Liabilities**

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

- i. it is expected to be settled in the company's normal operating cycle;
  - ii. it is held primarily for the purpose of being traded;
  - iii. it is due to be settled within 12 months after the reporting date; or
  - iv. the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.
- Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as noncurrent.

**Operating cycle**

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of operations and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as twelve months.

1.8 **Accounting for Taxes on Income**

Provision for current tax is made after taking into consideration benefits under the provisions of the Income Tax Act 1961. Deferred tax resulting from timing differences between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date, in accordance with Accounting standards (A.S. 22) "Accounting for Taxes on Income" issued by the institute of Chartered Accountants of India.

1.9 **Employees Retirement Benefit**

- i) Short term employee benefits are recognized as an expense in the Profit and Loss account of the year in which the related service is rendered.
- ii) Long term employee benefits are recognized as an expenses in the Profit & Loss account for the year in which the employee has rendered services. The expense is recognized assuming that such benefit is payable to all employees at the end of the accounting year.

1.10 **Investments**

Long term investments are stated at cost less other than temporary diminution in value, if any. Current investments are stated at lower of cost and fair value.

1.11 **Borrowing Cost**

Cost incurred towards arrangements and underwriting and other incidental costs incurred in connection with borrowings are charged to profit and loss account when they are incurred.

1.12 **Liabilities & Contingent Liabilities**

The company records a liability for any claims where a potential loss is probable and capable of being estimated and discloses such matters in its financial statements, if material. For potential losses that are considered possible, but not probable, the Company provides disclosure in the Financial statements but does not record a liability in its accounts unless the loss becomes probable.

1.13 **Foreign Exchange Transaction**

Foreign Currency transactions are booked at the rate prevailing at the time of transaction and any Gain/loss arising out of fluctuations in exchange rate is accounted for at the year end as per AS-11 issued by the Institute of Chartered Accountants of India.

1.14 **Provisions, Contingent Liabilities & Contingent Assets**

Provisions are recognised when there is a present obligation (legal or constructive) as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of obligation, provisions are measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the time passage of time is recognised as a finance cost.

1.15 **Party balances whether in debit or in credit are subject to confirmation.**



**ANNEXURES FORMING PART OF FINANCIAL STATEMENTS**

V

**SHARE CAPITAL**

(Figures in Lakhs)

Particulars	31 March 2024 (₹)
Authorized Share Capital : (1,00,000 Equity Shares of Rs. 10/- each as at 31st March, 2024)	10.00
Issued Share Capital : (1,00,000 Equity Shares of Rs. 10/- each as at 31st March, 2024)	10.00
Subscribed and Fully Paid-up Share Capital : (1,00,000 Equity Shares of Rs. 10/- each as at 31st March, 2024)	10.00
<b>Total</b>	<b>10.00</b>

The number of shares outstanding as at 31 March, 2024 is set out below:

Particulars	31 March 2024 (Nos of Shares)
Equity Shares of Rs. 10/- each :	
Opening number of shares outstanding	-
Add: Nos of Shares issued during the year	1,00,000
<b>Closing number of shares outstanding</b>	<b>1,00,000</b>

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. For the year ended 31st March, 2024, the amount of per share dividend proposed as distribution to equity shareholders is Nil.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.



The details of shareholder/Partners holding more than 5% shares as at 31 March, 2024 is set out below :

Particulars	31 March 2024	
	( % )	( Nos of Shares )
Equity Shares of Rs. 10/- each :		
Tapish Gautam	49.75%	49,975
Raghav Vohra	49.75%	49,975
<b>Total</b>	<b>99.50%</b>	<b>99,950</b>

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

The details of Promoter Shareholding as at 31 March, 2024 is set out below :

Particulars	31 March 2024	
	( % )	( Nos of Shares )
Equity Shares of Rs. 10/- each :		
Tapish Gautam	49.75%	49,975
% Change during the year		
Raghav Vohra	49.75%	49,975
% Change during the year		
<b>Total</b>	<b>99.50%</b>	<b>99,950</b>

No Shares have been forfeited by the company as at the date of Balance Sheet.

VI RESERVES & SURPLUS

(Figures in Lakhs)

Particulars	31 March 2024	
	( ₹ )	
Surplus in statement of Profit & Loss account		
Opening Balance	-	
Add : Addition during the Year	(0.14)	(0.14)
Less : Expenses relating to IPO	-	
Partners Capital A/C Pending for Share Issue		591.19
<b>Total</b>		<b>591.05</b>



**VII LONG TERM BORROWINGS***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
Secured Loans - Vehicle Loan	17.39
Unsecured Loans - From Banks	16.09
<b>Total</b>	<b>33.48</b>

**VIII SHORT TERM BORROWINGS***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
Secured Loans - Overdraft & Cash Credit	39.28
Current Maturities of Long Term Debts	34.56
<b>Total</b>	<b>73.84</b>

**IX TRADE PAYABLES***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
Trade Payables (Goods) Due to micro and small enterprises	-
Due to other than micro and small enterprises	1,715.03
<b>Total</b>	<b>1,715.03</b>

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") is as under:

**DISCLOSURE UNDER MSMED ACT, 2006****2023-24  
(Rs. In Lakhs)**

(a) Principal amount due to suppliers under MSMED Act, 2006	-
(b) Interest accrued and due to suppliers under MSMED Act on the above amount, unpaid	-
(c) Payment made to suppliers (other than interest) beyond the appointed day, during the year	-
(d) Interest paid to suppliers under MSMED Act (other than Section 16)	-
(e) Interest paid to suppliers under MSMED Act (Section 16)	-
(f) Interest due and payable towards suppliers under MSMED Act for payments already made	-
(g) Interest accrued and remaining unpaid at the end of each of the year to suppliers under	-

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with the company.



**X OTHER CURRENT LIABILITIES***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
Advance from customers	717.68
Audit Fee Payable	2.85
Employees Dues	30.74
Expenses Payable	4.48
Imprest Payable	0.53
Interest accrued but not due on Borrowings	0.59
Statutory Dues Payable	96.86
<b>Total</b>	<b>853.73</b>

**XI SHORT TERM PROVISIONS***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
Provision for Income Tax	98.41
<b>Total</b>	<b>98.41</b>

**XIII DEFERRED TAX ASSETS***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
Deffered Tax Assets	0.24
<b>Total</b>	<b>0.24</b>

**XIV OTHER NON CURRENT ASSETS***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
<i>Unsecured, considered good, unless otherwise stated</i>	
Security Deposits (Factory Rent)	2.20
Security for Tenders	3.90
Other Secutiry	0.25
<b>Total</b>	<b>6.35</b>

**XV INVENTORIES***(Figures in Lakhs)*

Particulars	31 March 2024 (₹)
<i>Valued at Cost or Net realizable value, whichever is lower</i>	
Raw Material	46.53
<b>Total</b>	<b>46.53</b>



**XVI TRADE RECEIVABLES***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
<i>Unsecured considered good</i>		
Trade Receivables (for Goods) more than 6 Months		-
Trade Receivables (for Goods) Upto 6 Months		2,164.20
Trade Receivables (Gross)		2,164.20
Less: Provision for doubtful debts		-
		2,164.20
<b>Total</b>		<b>2,164.20</b>

**XVII CASH AND BANK BALANCE***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Cash on hand		0.58
Balance with Bank In Current Account		181.15
<b>Total</b>		<b>181.73</b>

**XVIII SHORT TERM LOANS AND ADVANCES***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Salary Advance		5.57
Advance to Suppliers		275.83
Imprest Advance		8.82
<b>Total</b>		<b>290.23</b>

**XIX OTHER CURRENT ASSETS***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
<i>Unsecured, considered good, unless otherwise stated</i>		
Balance with Statutory/Govt. authorities		1.99
Retention Hold		220.83
Prepaid Expenses		27.49
<b>Total</b>		<b>250.32</b>



**XX REVENUE FORM OPERATIONS***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Sale of Goods		8.44
Supply of Services		7.69
<b>Total</b>		<b>16.13</b>

**XXI OTHER INCOME***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Balance W/off		16.67
<b>Total</b>		<b>16.67</b>

**XXII COST OF MATERIAL CONSUMED***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Opening Stock of Raw Material		20.87
Add:- Purchase of Raw Material		26.97
Add:- Direct Expense	XXII-A	8.70
Less:- Closing Stock of Raw Material		46.53
<b>Total</b>		<b>10.00</b>

**XXII-A Direct Expenses***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Freight & Cartage		1.01
Machinery Hiring Charges		0.79
Sub Contractor Exp.		6.89
<b>Total</b>		<b>8.70</b>



**XXIII EMPLOYEE BENEFIT COST***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Incentive on salary		0.18
Salary & Wages		19.00
<b>Total</b>		<b>19.18</b>

**XXIV FINANCE COST***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Interest on Loan		1.47
Bank Charges		0.26
<b>Total</b>		<b>1.73</b>

**XXV OTHER EXPENSES***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Audit Fee		0.10
Electricity Charges		0.11
Late Fees, Interest & Penalty		1.28
Legal & Professional Charges		0.10
Repair & Maintenance		0.20
Short & Excess		0.00
Telephone & Internet Expenses		0.01
<b>Total</b>		<b>1.79</b>

**XXVI EARNINGS PER SHARE***(Figures in Lakhs)*

Particulars		31 March 2024 (₹)
Profit after tax		(0.14)
Profit attributable to ordinary shareholders		(0.14)
Weighted average number of ordinary shares		1,00,000
Nominal value of ordinary shares		10.00
<b>Basic earning per Equity Share</b>		<b>(0.14)</b>
<b>Diluted earning per Equity Share</b>		<b>(0.14)</b>



Note XII Property, Plant & Equipment:

Particulars	Gross Carrying Amount			Accumulated Depreciation			Net Carrying Amount			
	As at 06 March 2024	Additions during the period	Deductions/ Adjustments during the period	As at 31 March 2024	As at 06 March 2024	Provided during the period	Deductions during the period	As at 31 March 2024	As at 6 March 2024	
	1	2	3	4	5	6	7	8=(5+6)	9=(4-8)	10=(1-5)
(A) Tangible Assets [Owned]										
Plant & Machinery	271.51	-	-	271.51	-	-	-	-	271.51	271.51
Furniture & Fixtures	0.75	-	-	0.75	-	-	-	-	0.75	0.75
Office Equipments	8.09	-	-	8.09	-	-	-	-	8.09	8.09
Building	128.55	-	-	128.55	-	-	-	-	128.55	128.55
Computer & Computer Softwares	4.29	-	-	4.29	-	-	-	-	4.29	4.29
Vehicles	22.75	-	-	22.75	-	-	-	-	22.75	22.75
	435.95	-	-	435.95	-	-	-	-	435.95	435.95



**Additional information required under Schedule III to Companies Act, 2013****1 Payment to Auditor***(Figures in Lakhs)*

Particulars	Year ended 31st March 2024
Statutory Audit Fee	0.10
<b>Total</b>	<b>0.10</b>

**2 Related Party Transactions – As per Accounting Standard 18, issued by the Institute of Chartered Accountants of India, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:**

The list of related parties and nature of their relationship as at March 31st, 2024:

Name of related parties	Nature of relationship
Sumeer Sodhi	Director
Surendra Mehta	Director
Tapish Gautam	Director
Raghav Vohra	Director
Sahana Munairamaih Sreenivasa Mulvadi	Director
Arun Vohra	Relative of Director
Terrain Geosystem	Firm owned by related party
Terrain Infracon	Firm owned by related party
Alpha Engineering corporation	Firm owned by related party
Terrain Infrastructure	Firm owned by related party

**2.1 Particulars of transaction with related parties during the period 06-03-2024 to 31-03-2024.***(Figures in Lakhs)*

Name of related parties	Nature of transaction	06-03-2024 to 31-03-2024
Tapish Gautam	Net consideration for conversion of Partnership firm.	295.60
Tapish Gautam	Amount received against issue of Shares..	5.00
Tapish Gautam	Amount paid for expenses which was paid by director on the behalf of compnay.	9.75
Raghav Vohra	Amount paid for expenses which was paid by director on the behalf of compnay.	34.65
Raghav Vohra	Amount received against issue of Shares..	5.00
Raghav Vohra	Net consideration for conversion of Partnership firm.	295.60
Terrain Geosystem	Payment made under normal course of Business.	49.12

**2.2 Particulars of amount payable/(receivable) to/from related parties as at 31 March, 2024.***(Figures in Lakhs)*

Name of related parties	06-03-2024 to 31-03-2024
Tapish Gautam	Outstanding for issue of Shares 295.60
Raghav Vohra	Outstanding for issue of Shares 295.60
Raghav Vohra	Advance Given for expenses of Company. (0.01)
Terrain Geosystem	Sundry Creditors 381.98
Terrain Infracon	Sundry Creditors 5.33
Alpha Engineering corporation	Sundry Creditors 15.04
Terrain Infrastructure	Sundry Creditors 3.58



3 Corporate Social Responsibility

Stub Period 2023-24

(Figures in Lakhs)

amount required to be spent by the company during the year	Nil
amount of expenditure incurred	Nil
shortfall at the end of the year	Nil
total of previous year shortfall	Nil
nature of CSR activities	NA

details of related party transactions	Nil
where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	Nil

**Additional Regulatory Information as per Para Y of Schedule III to Companies Act, 2013**

- 1 The Company does not have title deeds of any Immovable Property which is not held in the name of Company (other than properties where the Company is the lessee and the lease agreement are duly executed in the favor of the lessee).
- 2 The Company has not revalued its Property, Plant & Equipment.
- 3 The Company has not granted Loan & Advances in the nature of Loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013) either severally or jointly with any other person, that are:  
(a) Repayable on demand or  
(b) without specifying any terms or period of repayment
- 4 The Company does not have any Capital-work-in-progress.
- 5 The Company does not have any Intangible assets under development
- 6 No proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder.
- 8 The company is not declared as willful defaulter by any bank or financial institution or other lender.
- 9 The company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- 10 The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.



11 Significant Accounting Ratios:

Ratios	31 March 2024	31 March 2023	Variation (%)	Remarks to Variation more than 25%
(a) Current Ratio	1.07	-		Variance has not been provided, as there was no last year figures of the company.
(b) Debt-Equity Ratio	0.18	-		
(c) Debt Service Coverage Ratio	0.02	-		
(d) Return on Equity Ratio	(0.00)	-		
(e) Inventory Turnover Ratio	NA	-		
(f) Trade Receivables Turnover Ratio	NA	-		
(g) Trade Payables Turnover Ratio	NA	-		
(h) Net Capital Turnover Ratio	0.03	-		
(i) Net Profit Ratio	(0.01)	-		
(j) Return on Capital Employed	0.00	-		
(k) Return on Investment	NA	-		

11.1 Explanation to Item included in numerator and denominator for computing the above ratios.

Ratio	Formula	Items included in Numerator & Denominator
a) Current Ratio	Current Assets / Current Liabilities	Current assets=Current investments + Inventories + Trade Receivables + Cash and cash equivalents + Short Term Loans & Advances + Other current assets Current Liability=Short-term borrowings + Trade payables + Other current liabilities + Short-term provisions
b) Debt Equity Ratio	Debts / Shareholders Funds	Debts= Long-term borrowings + Deferred tax liabilities (Net) + Other Long-term liabilities + Long-term provisions + Short-Term borrowings Shareholder's Fund=Share capital+Reserves and surplus
c) Debt Service Coverage Ratio	Earning Available for debt services / Debt Services	Earning Available for debt Service = Profit Before Tax + Depreciation & Amortisation + Interest Expenses Debt Service = Interest Expenses + Short Term Borrowings
d) Return on Equity Ratio	(Net profit after tax - Preference dividends) / Shareholder's Equity	Shareholder's Equity = Shareholder's Fund
e) Inventory Turnover Ratio	Revenue from Operation / Average Inventory	Average Inventory = (Openig inventory + Closing Inventory) / 2
f) Trade Receivables Turnover Ratio	Revenue from Operation / Accounts Receivables	-
g) Trade Payables Turnover Ratio	Net Purchase / Accounts Payables	-
h) Net Capital Turnover Ratio	Revenue from Operation / Capital Employed	Capital Employed = Shareholder's Fund
i) Net Profit Ratio	Net Profit after Tax / Revenue from Operation	-
j) Return on Capital Employed	EBIT / Capital Employed	Capital Employed = Shareholder's Fund EBIT = Profit before Interest & Tax
k) Return on Investment	Income from Investments / Time weighted average Investments)	-

12 The Company does not have any scheme of arrangements which has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

13 A. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

B. No funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.





# JVA & ASSOCIATES

CHARTERED ACCOUNTANTS

## INDEPENDENT AUDITOR'S REPORT

To the Members of  
TERRAIN GEOINFRA LIMITED

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of **TERRAIN GEOINFRA LIMITED** ("the Company"), which comprises the balance sheet as at 31<sup>st</sup> March 2024, the statement of Profit and Loss, the Statement of Cash Flows for the year ended on that date and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its **Profit** for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the standalone financial statements and our auditor's report thereon.

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



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

The Annual Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

### **Responsibility of Management and Those Charged with Governance for Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. However, we are not expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls as required under section 143(3)(i) of the Companies Act, 2013 as the said provisions are not applicable on the company.
- 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 financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the 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 Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements

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

We also provide the management and 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.

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

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government 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.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



- (c) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) Pursuant to Notification No. G.S.R. 464(E) dated 5th June, 2015 and as amended by Notification No G.S.R. 583(E) dated 13th June 2017 the requirement for reporting on internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- 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 derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were 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 it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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 it's knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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 did not declared or pay dividend during the year and therefore the compliance under section 123 of Companies Act is not applicable to the company.



- 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, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

**For JVA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REG. NO.: 026849N**



**VAIBHAV JAIN  
PARTNER, FCA  
M. No.: 518200**

Place: Delhi

Date: 30-09-2024

UDIN: 24510200BKBXZZ2060

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Terrain Geoinfra Limited of even date)

**Re: TERRAIN GEOINFRA LIMITED**

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
- (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
- (B) The company does not hold any Intangible assets and therefore the said clause is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any regular programme of physical verification of its Property, Plant and Equipment. However, as explained to us by the management, they had physically verified the Property, plant and equipment during the year and no material discrepancies were noticed on such verification.
- (c) The Company does not hold any Immovable property and therefore the said clause is not applicable to the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment or Intangible Assets during the year.
- (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a) The Inventories have been physically verified during the year by the management. In our opinion, the frequency of such verification is reasonable. As informed, the discrepancies noticed on verification between the physical stocks and the book records were not material.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of twenty crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) The company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.



- (iv) 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) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise and Sales tax and during the year since effective July 1, 2017, these statutory dues has been subsumed into Goods and Services Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, in our opinion amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident fund, Employees' State Insurance, Income-Tax, Cess and other statutory dues have generally been regularly deposited by the Company with the appropriate authorities, though there have been slight delays in few cases of Provident fund, Employees' State Insurance and Income Tax. The Company does not have liability in respect of Duty of Customs.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, considering the principles of materiality outlined in Standards on Auditing, no undisputed amounts payable in respect of Goods and Services Tax ('GST'), Provident fund, Employees' State Insurance, Income-Tax, Cess and other statutory dues were in arrears as at March 31, 2024 for a period of more than six months from the date they became payable except for the liability of Provident fund, Employees' State Insurance and TDS on Interest to NBFC, the provisions for which had been provided during restatement of the Financials by the auditor. The company is considering the same and taking opinion of the experts to anticipate the actual liability toward these provisions. The Company does not have liability in respect of Duty of Customs.

- (b) There were no dues of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Custom, Duty of Excise, Value added Tax, Cess and any other statutory dues which have not been deposited on account of any disputes.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.



- (ix) (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 not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).
- (ix) (a) 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 3(x)(a) of the Order is not applicable.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (x) (a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the audit procedures performed and information and explanations given by the management, we have neither come across any instance of fraud by the Company nor any fraud on the company has been noticed or reported during the course of our audit.
- (b) No report under sub-section (12) of section 143 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 upto the date of this report.
- (c) No whistle-blower complaints were received during the year for our consideration.
- (xi) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.



- (xii) The transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- (xiii) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per provisions of the Companies Act 2013.
- (xiv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xv) (a) In our Opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016).
- (xvi) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year..
- (xvii) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements 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.



(xviii) The company has not transferred the amount remaining unspent in respect of other than ongoing projects, to a Fund specified in Schedule VII to the Companies Act, 2013 till the date of our report. However, the time period for such transfer i.e. six months of the expiry of the financial year as permitted under the second proviso to sub-section (5) of section 135 of the Act, has not elapsed till the date of our report.

The Company does not have any ongoing project and therefore the reporting in respect of ongoing projects is not applicable.

**For JVA & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FIRM REG. NO.: 026849N



**VAIBHAV JAIN**  
PARTNER, FCA  
M. No.: 518200

Place: Delhi

Date: 30-09-2024

UDIN: 24510200BKBYZZ2060