

SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE LIMITED
CIN: U74999DL2022PTC403784
Regd. Office: 224, UPPER 3RD FLOOR, GALI NO.2, WEST GURU ANGAD NAGAR,
LAXMI NAGAR, DELHI, INDIA, 110092
EMAIL ID: prerna@samakhya.com

ANNUAL REPORT
OF
SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE
LIMITED
Financial Year: 2024-25

Overview

Samakhya Sustainable Alternatives Private Limited is a social enterprise working with artisans and pastoralists on the margins in the remote regions of India empowering their livelihoods, crafts and lives. We are doing so by investing in textile value chain, design, technologies, markets and most significant innovation. Our products, services and interventions are driven by sustainability, circular economy, inclusion and value for money. Partnering with our ideas and actions will help improve the human conditions - particularly of women - in the most extreme regions.

SAMAKHYA

MAIN OBJECTS OF THE COMPANY

1. To provide a platform for rural artisans, farmers, pastoralists, communities, institutions, NGOs and innovators to market and sell environmentally sustainable and ethically handmade, handcrafted products directly to the global market.
2. To collaborate and provide production, design, and marketing support to NGOs, SHGs, women groups, rural entrepreneurs, innovators and artists globally to collaborate, revive and promote traditional raw material, techniques, crafts and art.
3. To promote, market and sell ethically sourced natural raw material such as dyes, fibers, yarn; and finished hand crafted and natural raw-material based products such as apparels, home furnishing, yardages, accessories, footwear, jewelry, kitchen wear, furniture, etc.
4. To promote sustainable crafts, practices and support communities, institutions in developing and further the ideals of sustainable development, innovation, digital design, access to information and technology, digital communication, environmental protection, leadership and public mindedness among the nation's youth and her future leaders.
5. To provide consultancy in creating, documenting and capturing Knowledge material for promotion and documentation of crafts, cultures and traditions of local communities.
6. To create a craft experience by connecting artisans directly with the customers through craft tourism.
7. To cooperate with other Institutions, Societies, Trusts and Organizations, Companies, Educational Institutions etc., be they National or International, in the pursuit of all or any of the above objectives; and render assistance and/or grant aid to recognized Public Charitable Trusts/ Institutions etc.;

BOARD OF DIRECTORS

NAME	DESIGNATION
MS .PRERNA AGARWAL	DIRECTOR
MS.SHWETAMBARA	DIRECTOR
MR.PANKAJ PANT	DIRECTOR
MR.MANU SHARMA	DIRECTOR
MR. SUNIL LAHRI	DIRECTOR

REGISTERED OFFICE

ADDRESS	224, UPPER 3RD FLOOR, GALI NO.2, WEST GURU ANGAD NAGAR, LAXMI NAGAR, DELHI, INDIA, 110092
EMAIL	prerna@samakhya.com
CONTACT NO.	8447967539

AUDITORS

NAME	RAVI RAJAN & CO. LLP
ADDRESS	505-A, 5TH FLOOR, RECTANGLE-1, DISTT.CENTRE, SAKET, NEW DELHI-110017
EMAIL	gujral@sravigroup.com
CONTACT NO.	+919899334540

AGM NOTICE FOR THE F.Y. 2024-25

SHORTER NOTICE IS HEREBY GIVEN THAT THE 03RD ANNUAL GENERAL MEETING OF SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE LIMITED WILL BE HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM"), ON 29TH DAY OF SEPTEMBER, 2025 AT 12.00 P.M, TO TRANSACT THE FOLLOWING BUSINESSES:-

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements:

To receive, consider and adopt the Audited Financial Statements of the Company together with the Reports of the Auditors and Board of Directors thereon for the Financial Year ended March 31, 2025.

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

"RESOLVED THAT the Audited Financial Statements comprising the Balance Sheet as at March 31, 2025, Statement of Profit & Loss of the Company and Cash Flow Statement of the Company for the Financial Year ended March 31, 2025 together with the Notes as annexed thereto and the Reports of the Auditors and the Board of Directors thereon, as circulated to the Members of the Company, be and are hereby received, considered and adopted."

2. Any other matter with the permission of the Chairman.

For and Behalf of Board of Directors

SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE LIMITED



PRERNA AGARWAL

(Director)

DIN: 09718076

Date: 25.09.2025

Place: Delhi.

NOTES:

1. The Ministry of Corporate Affairs ("MCA") inter-alia vide its General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being 10/2022 dated December 28, 2022 (collectively referred to as "MCA Circulars") has permitted the holding of the annual general meeting through Video Conferencing ("VC") or through other audio-visual means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. Since this AGM will be conducted through VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM"), physical attendance of members has been dispensed with. Accordingly, the facility to appoint proxy to attend and cast vote for the members is not available at this AGM and hence Proxy Form and attendance slip is not annexed.
3. All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days except Saturdays and holidays, between 11.00 a.m. and 1.00 p.m., up to the date of Annual General Meeting.
4. The details of VC link for joining this meeting shall be communicated to the members separately.
5. Members are requested to keep their copy of Annual Report to the meeting.

BOARD REPORT

(For the financial year ended 31st March, 2025)

(Pursuant to Section 134 of Companies Act, 2013 read with Rule 8A of Companies (Accounts) Rules, 2014, as amended)

To

The Members

SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE LIMITED

Your Directors have pleasure in submitting their 03rd Annual Report together with the Audited Annual Statements of Accounts for the Year ended 31st March, 2025.

1. FINANCIAL SUMMARY/HIGHLIGHTS

A brief summary of the financial performance of the Company for the financial year ended 31st March, 2025 as compared to the previous financial year ended 31st March, 2024 is summarized below:

Particulars	For the Financial Year ended 31st March, 2025	For the Financial Year ended 31st March, 2024
Revenue from operations/Turnover	6,619,533	3,211,045
Add: Other Income	2,101,517	3,662
Total Income	8,721,050	3,214,707
Less: Total Expenses	11,725,635	4,342,297
Profit/(Loss) before Tax expenses	(3,004,585)	(1,127,591)
Less: Tax Expenses		
Current Tax	-	-
Earlier Income Tax	-	-
Deferred Tax	(7,399)	1,724
Profit/(Loss) for the Year	(2,997,186)	(1,129,315)
Earnings Per Share		
Basis	(565.51)	(213.08)
Diluted	(565.51)	(213.08)

2. CHANGE IN NATURE OF BUSINESS (IF ANY)

There have been no changes in the nature of business of the Company during the Financial Year ended 31st March, 2025.

3. AMOUNT PROPOSED TO BE CARRIED TO RESERVE

During the financial year under review, no amount has been transferred to general reserve of the Company.

4. DIVIDEND, IF ANY RECOMMENDED BY BOARD OF DIRECTORS

The Board of Directors of the Company did not recommend dividend for the Financial Year ended 31st March, 2025.

5. DETAILS OF SHARE CAPITAL OF THE COMPANY

During the Financial Year 2024-2025, the Authorized Share Capital of the Company has been increased from existing Authorized Share Capital of Rs. 1,00,000 (Rupees One Lakh only) divided into 10,000 (Ten Thousand) Equity Share of Rs. 10/- each to Rs. 15,00,000 (Rupees Fifteen Lakh only) divided into 1,50,000 (One Lakh Fifty Thousand) Shares & reclassified the same into:

A. Rs. 10,00,000 (Rupees Ten Lakh Only) divided into 1,00,000 (One Lakh) Equity Shares of Rs. 10/- each and

B. Rs. 5,00,000 (Rupees Five Lakh Only) divided into 5,000 (Five Thousand) Compulsorily Convertible Preference Shares of Rs. 100/- each.

The Issued, Subscribed and paid-up Equity Share Capital, as on 31st March, 2025 stands at Rs. 82,400/- consisting of 5,300 equity shares of Rs. 10/- each fully paid up and during the FY 2024-25, the Company has issued 294 Series Seed Compulsorily Convertible Preference Shares ("Series Seed CCPS") of Rs. 100 each at a premium of Rs. 8,390.41 per share on preferential allotment / private placement basis to Foundation for Innovation and Social Entrepreneurship (FISE) (hereinafter referred as "holder"), pursuant to the resolution passed at the meeting of shareholders held on 10th July, 2024.

6. DEPOSITS

During the Financial Year under review, the Company has not accepted any deposits under Section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014 and no amount of principal or interest on public deposits was outstanding as on the date of Balance Sheet.

7. NUMBER OF MEETINGS HELD DURING THE FINANCIAL YEAR

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Number of directors attended	% of attendance
1	01/04/2024	5	5	100%
2	03/05/2024	5	5	100%
3	26/06/2024	5	5	100%
4	28/06/2024	5	5	100%
5	14/08/2024	5	5	100%
6	02/09/2024	5	5	100%
7	11/11/2024	5	5	100%
8	06/03/2025	5	5	100%

A. DETAILS OF BOARD MEETINGS

The Board of Directors met 8 (Eight) times during the Financial Year 2024-2025 and the details of Board Meetings held are mentioned below:

DETAILS OF GENERAL MEETINGS

The details of General Meeting held during the Financial Year 2024-2025 along with attendance of directors present in the meeting are mentioned below:

	Date of meeting (DD/MM/YYYY)	Type of Meeting	Total Number of Members entitled to attend Meeting	No. of Members Attended
1	30/09/2024	02 nd Annual General Meeting	4	4
2	28/05/2024	(01/2024-2025) Extraordinary General Meeting	4	4
3	10/07/2024	(02/2024-2025) Extraordinary General Meeting	4	4
4	16/08/2024	(03/2024-2025) Extraordinary General Meeting	4	4

8. DIRECTORS AND CHANGES MADE THEREIN

As on 31st March 2025, the Company have following Directors on Board:

S.NO	NAME OF THE DIRECTOR	DIN
1	PRERNA AGARWAL	09718076
2	SHWETAMBARA	09718077

3	PANKAJ PANT	07743268
4	MANU SHARMA	10314507
5	SUNIL LAHRI	10368572

There is no appointment or resignation of Director during the financial year under review.

Provisions of Section 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company for the financial year under review. Therefore, Company is not required to appoint Key Managerial Personnel.

9. DECLARATION GIVEN BY THE INDEPENDENT DIRECTOR

The Company was not required to appoint Independent Directors during the financial year under review as Company does not fall within the ambit of Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Thus, disclosure of statement on declaration given by independent director under section 149(6) is not applicable to the Company for financial year under review.

10. REMUNERATION TO EMPLOYEES

Being a Private Company, the Company does not fall within the purview of provisions of Section 197 of the Companies Act, 2013 read with Schedule V and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Therefore, the same is not applicable to the Company for the financial year under review.

11. DETAILS 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

During the Financial Year ended 31st March, 2025, there has been no material changes and commitments, which affects the financial position of the Company which have occurred between the end of the financial year of the Company to which financial statements relate and the date of the report.

12. DETAILS OF HOLDING/SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

The Company does not have any Holding/Subsidiary/Joint Venture or Associate Company. Furthermore, no Company became or ceased to become the Holding,

subsidiary, associate or joint venture of the Company during the financial year under review.

13.DETAILS OF PARTICULARS OF LOANS, GUARANTEE, INVESTMENT OR SECURITY BY THE COMPANY

Details of loans and advances are given under Note 12 of the Financial Statements of the Company. Further, the Company has not made any investments, nor has provided any guarantee pursuant to Section 186 of the Companies Act, 2013 during the financial year under review.

14.PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH THE RELATED PARTIES

The Company did not have any contracts or arrangements with related party(ies) in terms of the Section 188 of the Companies Act, 2013 during the financial year ended 31st March, 2025.

Accordingly, Disclosure of Related Party Transaction(s) as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is not applicable to the Company during the financial year under review and hence, does not form part of this report.

Further, Details of Related Party Transaction(s) entered into by the Company in terms of AS-18 have been disclosed in the notes to the Financial Statements of the Company. Please refer Note No 5 of the Financial Statements of the Company

15.STATUTORY AUDITOR'S OF THE COMPANY

As per the provisions of Sections 139 and 141 of the Companies Act, 2013 and rules made thereunder (hereinafter referred to as "The Act"), the Company at its 1ST Annual General Meeting (AGM) held on 29th September, 2023 approved the appointment of M/s. **RAVI RAJAN & Co LLP** Chartered Accountants, (FRN No. **009073N/N500320**) as the Statutory Auditor for a period of 5 years commencing from the conclusion of first AGM till the conclusion of the sixth Annual General Meeting (AGM) of the Company to be held in the year 2028.

The observations of the Auditor in their report read with notes to the accounts are self explanatory and do not call any further explanation.

16.FRAUDS REPORTED BY THE STATUTORY AUDITORS

During the period under review, there has been no instances of fraud reported by the Statutory Auditors to the Board pursuant to sub-section (12) of Section 143 of the Companies Act, 2013.

17. BOARD'S COMMENT ON AUDITOR'S REPORT

The Statutory Auditors Report on the financial statements of the company is self-explanatory and since there are no observations, qualifications and adverse remarks or disclaimer made by the Auditors in their report, it does not call for any further explanations and comments.

18. SECRETARIAL AUDITORS

Provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 pertaining to appointment of Secretarial Auditor & their report thereon are not applicable to the Company for the period under review.

19. COST AUDIT AND RECORDS

The provisions of Section 148(1) of Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 relating to Cost Audit and Maintenance of Cost Records are not applicable to the Company for the financial year under review.

20. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

• CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

The provisions relating to Conservation of Energy and Technology Absorption as required to be disclosed under Section 134(3) (m) of the Companies Act, 2013, read with Rule 8 of the Company (Accounts) Rules, 2014 are as follows:

A. Conservation of Energy-

- i. the steps taken or impact on conservation of energy-Nil
- ii. the steps taken by the company for utilizing alternate sources of energy-Nil
- iii. the capital investment on energy conservation equipment -Nil

B. Technology absorption-

- i. the efforts made towards technology absorption-Nil
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution-Nil
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-Nil

iv. the expenditure incurred on Research and Development- Nil

• **FORIGN EXCHANGE EARNING AND OUTGO FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025**

The foreign exchange earnings and outgo of the company are as follows:-

	Financial Year Ended 31 st March 2025	Financial Year Ended 31 st March 2024
Foreign Exchange Earning	Nil	Nil
Foreign Exchange Outgo	Nil	Nil

21. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT AND REMUNERATION, CRITERIA FOR DETERMINING QUALIFICATION, POSITIVE ATTRIBUTES

The Company does not fall within the purview of provisions of Section 178 of the Companies Act, 2013 and thus the requirement relating to constitution of Nomination and Remuneration committee and policy thereof are not applicable to the Company for the financial year under review.

22. CORPORATE SOCIAL RESPONSIBILITY

The Company does not fall within the ambit of Section 135 of the Companies Act, 2013 for the Financial Year ended 2025. Therefore, the Company is not required to form the Corporate Social Responsibility Committee and the provisions of Section 135 are not applicable to the Company.

23. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND VIGIL MECHANISM

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 for the Financial Year 2024-25.

24. DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY

The Company has formulated Risk Management Policy keeping in line with the current business environment and evolving market condition for identification, assessment and mitigation of element of risk being faced by the Company in near future. Such policy is reviewed by the Board from time to time. Further during the financial year, no risk has been identified which may affect the business operations of the company.

25. ANNUAL EVALUATION OF PERFORMANCE OF BOARD AND ITS COMMITTEE

The company does not fall within the purview of Section 134 sub-section (3) of clause (p) of the Companies Act, 2013 and thus the requirement pertaining to annual

evaluation of performance of Board, its Committee and of individual director is not applicable on the Company.

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

There has been no significant and material orders passed by the Regulators, Courts, Tribunals or Judicial Authorities impacting the going concern status and Company's operations in near future.

27.INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Board of Directors states that, there is a properly designed system of internal financial controls which is being installed, implemented by the Company for the orderly and efficient conduct of its business, including adherence to Company's policy, 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, which commensurate with the size and volume of business of the Company.

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

Disclosure under (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to the Company for the financial year 2024-25, as number of employees during the financial year are less than 10.

29. COMPLIANCE UNDER MATERNITY BENEFIT ACT, 1961.

Compliance under Maternity Benefit Act, 1961 is not applicable to the Company for the financial year 2024-25, as number of employees during the financial year are less than 10.

30. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the Financial Year 2024-25, no application has been made and no proceeding is pending under the Insolvency and Bankruptcy Code, 2016.

31. 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 REASON THEREOF

The disclosure under this clause is not applicable to the Company as the Company has not undertaken any one-time settlement with the Banks or Financial Institutions for the period under review.

32. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that for the financial year ended March 31, 2025—

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) They 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 at the end of the financial year and of the profit and loss of the company for the Financial Year ended 31st March, 2025;
- (c) They have 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;

- (d) They have prepared the annual accounts on a going concern basis and;
- (e) They have devised a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

33. STATEMENT ON COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

Pursuant to the provisions of Section 118(10) of the Companies Act, 2013 the Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India as applicable (SS-1) on meetings of Board of Directors and (SS-2) on General Meetings of the Company for the period under review.

34. ACKNOWLEDGEMENT

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results. The Company would also like to express gratitude towards the management for giving their best efforts and all their hard work in achieving the goals of the Company during the financial year and expecting the same in upcoming years for the growth of Company.

For and Behalf of Board of Directors

SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE LIMITED

A circular blue stamp of Samakhya Sustainable Alternatives Pvt. Ltd. is visible. The stamp contains the text "Samakhya Sustainable Alternatives Pvt. Ltd.", "CIN: U74599DL7022PTC403784", and "DELHI". A handwritten signature in black ink is written over the stamp.

PRERNA AGARWAL
(Director)
DIN: 09718076

Date: 25.09.2025
Place: Delhi.

LIST OF SHAREHOLDERS AS ON 31ST MARCH, 2025

S.NO	NAME OF SHAREHOLDERS	TYPE OF SHARES	NO. OF SHARES	FACE VALUE PER SHARE	AMOUNT	% OF SHAREHOLDING
1.	PRERNA AGARWAL	EQUITY	2,879	10	28,790	54.32%
2.	SHWETAMBARA	EQUITY	1,803	10	18,030	34.01%
3.	MOHD DANISH CHOUDHARY	EQUITY	441	10	4,410	8.32%
4.	FISE (Foundation for Innovation and and Social Entrepreneurship)	EQUITY	177	10	1,770	3.33%
TOTAL			5,300		5300	100%

LIST OF PREFERENCE SHAREHOLDERS AS ON 31ST MARCH, 2025

S.NO	NAME OF SHAREHOLDERS	TYPE OF SHARES	NO. OF SHARES	FACE VALUE PER SHARE	AMOUNT
4.	FISE (Foundation for Innovation and and Social Entrepreneurship)	Compulsorily Convertible Preference Shares	294	100	29,400
TOTAL			294		29,400

For and Behalf of Board of Directors

SAMAKHYA SUSTAINABLE ALTERNATIVES PRIVATE LIMITED



PRERNA AGARWAL
(Director)
DIN: 09718076

Date: 25.09.2025
Place: Delhi.