

**29<sup>TH</sup> Annual Report**  
**2024–2025**

**SKYLINE INDIA LIMITED**

**CIN: L51909DL1996PLC075875**

**INDEX**

1. CORPORATE INFORMATION
2. NOTICE
3. DIRECTOR'S REPORT
4. MANAGEMENT DISCUSSION AND ANALYSIS REPORT
5. CONSERVATION OF ENERGY – ANNEXURE A
6. NOMINATION & REMUNERATION POLICY – ANNEXURE B
7. SECRETARIAL AUDIT REPORT – ANNEXURE C
8. MAP
9. AUDITOR'S REPORT AND FINANCIALS

**Corporate Information**

**NAME OF THE COMPANY:**

SKYLINE INDIA LIMITED

**CIN:**

L51909DL1996PLC075875

**REGISTERED OFFICE:**

Plaza-3 P3-204, Central Square, 20,  
Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi -110006

**MANAGEMENT & KMP OF THE COMPANY AS ON 04<sup>th</sup> SEPTEMBER 2025**

Mr .Anil Kumar Jain	Managing Director (KMP)
Ms. Ragini Jain	Women-Non Executive Director
Mr. Nimesh Jain	CFO(KMP)
Mr. Dinesh Kumar Shindi	Company secretary (KMP)

**INDEPENDENT DIRECTORS**

Ms. Ayesha Jain Mahajan	Independent Director
Mr. Prakash Chandra Pareek	Independent Director

**BOARD COMMITTEES AS ON 31<sup>st</sup> MARCH 2025**

**AUDIT COMMITTEE:**

Mr. Rajesh Kumar Sanghi	Managing Director
Ms. Neelam Jain	Independent Director
Ms. Vandana Gupta	Independent Director

**NOMINATION & REMUNERATION COMMITTEE:**

Mr. Rajeev Gupta	Whole-time director
Ms. Neelam Jain	Independent Director
Ms. Vandana Gupta	Independent Director

**INVESTOR GRIEVANCE COMMITTEE:**

Mr. Rajeev Gupta	Whole-time director
Ms. Neelam Jain	Independent Director
Ms. Vandana Gupta	Independent Director

**AUDITORS**

**STATUTORY AUDITOR:**

M/s NEMANI GARG AGARWAL & CO.,  
Chartered Accountants  
(Firm Registration No. 010192N)

**INTERNAL AUDITOR:**

M/s R S Goel & Company,  
Regn No-023056N, Membership No-514358,  
D-65, Vivek Vihar, Delhi-110095

**SECRETARIAL AUDITOR:**

D DIXIT & ASSOCIATES  
Company Secretaries  
[fcsdebasis@gmail.com](mailto:fcsdebasis@gmail.com)  
M. No. F7218

**REGISTRAR & SHARE TRANSFER AGENT:**

Skyline Financial Services Private Limited  
D-153 A, 1st Floor, Okhla Industrial Area,  
Phase - I, New Delhi - 110 020

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## Notice

Notice is hereby given that the 29<sup>th</sup> Annual General Meeting of the Members of **SKYLINE INDIA LIMITED** will be held on Tuesday, 30<sup>th</sup> September, 2025 at 04:00 P.M. at its Registered Office at Plaza-3 P3-204, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi -110006 to transact the following business:

### Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31<sup>st</sup> March, 2025 and the Statement of Profit and Loss of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors and Auditors thereon.

### Special Business :

2. **Appointment of Ms. Ayesha Jain Mahajan (DIN: 05135321) as Director of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (the “Act”) read with the Rules framed thereunder, Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Ms. Ayesha Jain Mahajan (DIN: 05135321), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 03<sup>rd</sup> September, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1) (b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years from 03<sup>rd</sup> September, 2025 to 03<sup>rd</sup> September, 2030, shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to delegate all or any of the powers to any committee of the Board with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company, to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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### 3. Appointment of Mr. Prakash Chandra Pareek (DIN: 01507921) as Director of the Company.

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (the “Act”) read with the Rules framed thereunder, Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board, Mr. Prakash Chandra Pareek (DIN: 01507921), who was appointed as an Additional Director in the capacity of an Independent Director with effect from 03rd September, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1) (b) of the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years from 03rd September, 2025 to 03rd September, 2030, shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to delegate all or any of the powers to any committee of the Board with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company, to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

### 4.. Appointment of Mr. Anil Kumar Jain (DIN: 01872872) as Managing Director of the Company.

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Board of Directors, consent of the members be and is hereby accorded for the appointment of Mr. Anil Kumar Jain (DIN: 01872872) who holds office up to the date of this AGM in terms of Section 161 of the Act and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature, as Managing Director (designated as Key Managerial Personnel) for a term of five (5) consecutive years commencing from 03rd September, 2025 to 03rd September, 2030, on the terms and conditions, including remuneration (payable in case of loss or inadequacy of profits in any financial year during his tenure), as set out in the agreement executed between the Company and Mr. Anil Kumar Jain, with effect from 03rd September, 2025 and subject to such terms & conditions as per company policy and he is liable to retire by rotation”.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to delegate

all or any of the powers to any committee of the Board with power to further delegate to any other Officer(s)

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/ Authorized Representative(s) of the Company, to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

## 5. Appointment of Ms. Ragini Jain (DIN: 07968564) as Non-Executive Director of the Company.

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

“**Resolved that** pursuant to the provisions of Sections 152 and 161(1) of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof, for the time being in force) and the Articles of Association of the Company, consent of Board be and is hereby accorded for appointment of Ms. Ragini Jain as an Additional Director in the capacity of an Non-Executive Non-Independent Director with effect from 03rd September, 2025, of the Company and whose term of office expires in the ensuing Annual General Meeting and in respect of whom Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.”

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to delegate all or any of the powers to any committee of the Board with power to further delegate to any other Officer(s) / Authorized Representative(s) of the Company, to do all such acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

## 6. Alteration in the object clause in the Memorandum of Association (MOA)

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

“**Resolved that** pursuant to the provisions of Section 4 and Section 13 and all other applicable provisions, if any, of Companies Act, 2013 read with applicable rules made there under, (including any statutory modification(s) or re-enactment thereof, for the time being in force), consent of the shareholders of the company be and hereby is accorded for amendment in the existing object clause of the Memorandum of Association (MOA) of the company in the following manner:-

Clause III of the MOA be altered by inserting following new clauses 1, 2 & 3.

1. To carry on the business of Trading, Processing, assembling, Manufacturing or deal in Cotton, Yarn, Thread, Fabric, Cloth, linen, Laces, Made-ups, Readymade garments, carpets, rugs, Home furnishing, Home decoration, Window & Floor Covering products, tiles, blinds dyes, chemicals and other related products made from cotton, silk, artificial silk, wool, jute, flax, hemp, rayon, nylon, polyester, acrylics, plastics and plastic products or other fibrous filament, substances, all kinds of raw materials as well as synthetic and chemical materials and substances by way of sale or processing of ginning, spinning, doubling, weaving, knitting, processing, finishing, bleaching, dyeing/coloring, mixing, printing, embroidering or dyeing material and chemicals and designing of any of the aforesaid substances/products.

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2. To carry on the business of importers, exporters, buyers, sellers, dealers assemblers, manufacturers, job worker and as agents, stockiest, distributors and suppliers or deal with of cotton, flax, hemp, jute, wool, silk, artificial silk, rayon, nylon, polyester, Leather and other fibrous synthetic and chemical substances, undertake processing, coating, dyeing, bleaching of cotton, yarn, cloth, and printing of yarn, cloth, fabrics of textiles or hosiery, silk or merchandise of every kind and description and other products, goods, articles and things as are made from such kinds of products by whatever name called or made under any process, whether natural or artificial and by mechanical or other means and all other such products of allied nature made thereof.

3. To manufacture, trade, Import, Export or otherwise deal in Finished products and Raw material, Machinery, Parts, Components and other items of Door, Window, Wall, Floor coverings and False ceilings, any type of home furnishing & Interior Products and other items used in home furnishing, interior decoration, whether made of ferrous, nonferrous Metals, Plastic, Mineral fiber, Polymer cloth, Yarn, Paper, Wood, Leather or any combination of any of all of these materials, including coated or otherwise.

**Resolved further that** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute such documents or writing as may be necessary, proper or expedient, including but not limited to filing necessary documents, including Form MGT-14, with the relevant authorities for the purpose of giving effect to this resolution and for matters connected therewith or ancillary or incidental thereto."

## **7. TO ADOPT NEW MEMORANDUM OF ASSOCIATION OF THE COMPANY CONTAINING REGULATIONS IN CONFORMITY WITH THE COMPANIES ACT, 2013**

To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution: -

**"Resolved that** pursuant to the provisions of Section 13 and all other applicable provisions of Companies Act, 2013 read with Companies (Incorporation) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Memorandum of Association placed before the meeting be and are hereby approved and adopted in substitution, and to the entire deletion of its other objects in Clause III (C ) of its Main object clause contained in the existing Memorandum of Association of the Company.

**Resolved further that** the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute such documents or writing as may be necessary, proper or expedient, including but not limited to filing necessary documents, including Form MGT-14, with the relevant authorities for the purpose of giving effect to this resolution and for matters connected therewith or ancillary or incidental thereto."

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Date: 04<sup>th</sup> September 2025  
Place: Delhi

For Skyline India Limited

Sd/-

Dinesh Kumar Shindi (Company  
Secretary & Compliance Officer)



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## Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act proxy for any other person or member.
3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote on their behalf at this General Meeting.
4. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to keep the information ready at the meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 24th September, 2025 to Tuesday, 30th September, 2025 (both days inclusive) for the purpose of the AGM.
6. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of the Annual Report to the Meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
8. All documents referred to in the accompanying Notice are opened for inspection at the Registered Office of the Company on all working days, except Sunday and holidays between 2 P.M. to 4 P.M. upto the date of the Annual General Meeting.
9. Members are requested:
  - i) To quote their folio Nos. in all correspondence.
  - ii) To note that no gifts will be distributed at the meeting.
  - iii) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.
11. Members who hold shares in dematerialized form are requested to bring their client ID and DPID numbers for facilitating identification for attendance at the meeting.
12. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or RTA for assistance in this regard.

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13. As per Circular No. MRD/DOP/CIR-05/2009 dated May 20, 2009 issued by Securities and Exchange Board of India (SEBI), it is mandatory to quote Permanent account number (PAN) for Participating in the securities market. Therefore, Members holding shares in dematerialized form are requested to submit the PAN Details to the Registrar and Share Transfer Agents of the company and those holding shares in physical form are requested to submit their PAN details to the company / RTA in order to comply with the SEBI guidelines.
14. As per SEBI Directions, now the physical instrument should necessarily mention the bank account details of the investors. In view of this, members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or our Registrar cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
15. In line with the measures of Green initiative taken by SEBI, Companies Act 2013 also provides for sending notice of the meeting and other shareholder correspondence through electronic mode. Members holding shares in Physical Mode are requested to register their Email ID with the company or its RTA and Members holding shares in demat mode are requested to register their Email ID with their respective Depository Participants (DP).
16. If there is any change in the Email ID already register with the company, Members are requested to immediately notify such change to the company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
17. Members may also note that the Notice of the 29<sup>th</sup> Annual General Meeting and the Annual Report for the year ending 31st March 2025 will also be available on the Company's website [www.skylineindia.co.in](http://www.skylineindia.co.in) for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection at any time during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon marking a request for the same, by post free of cost.
18. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.
19. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.skylineindia.co.in](http://www.skylineindia.co.in).
20. In terms of the notification issued by the Securities and Exchange Board of India, equity shares of the Company are under compulsory demat trading by all investors w.e.f. January 29, 2001. Shareholders are therefore advised to dematerialize their shareholding to avoid inconvenience in future.
21. Any person who acquires shares of the Company and become member of the Company after dispatch of

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the Notice of AGM and holding shares as of the cut-off date i.e., 23rd September 2025 may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on.

22. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
23. Mr. Debasis Dixit, Practicing Company Secretary (Membership No. 7218), Proprietor of M/s. D. Dixit & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
24. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.skylineindia.co.in](http://www.skylineindia.co.in). and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Metropolitan Stock Exchange of India Limited, Mumbai.
25. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act"), setting out material facts concerning the business under Item No. 3 to 6 set out above and details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Paragraph 1.1.5 of the Secretarial Standard on General Meetings, in respect of the Director seeking re-appointment at the Annual General Meeting (AGM) are annexed hereto.
26. Members are requested to support our commitment to environment protection by choosing to receive the Company's communication through email going forward.
27. SEBI vide its notification dated June 05, 2025 Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83, the transfer of securities (except transmission or transposition of shares) shall not be processed, unless the securities are held in the dematerialized form. The Company has complied with the necessary requirements as applicable, including sending of letters to shareholders holding shares in physical form and requesting them to dematerialize their physical holdings.
28. Members who would like to ask questions on the items of the businesses to be transacted at the meeting can send their questions in advance by e mailing to [skylineindia96@gmail.com](mailto:skylineindia96@gmail.com) mentioning their name, demat account no./folio no., e-mail Id, mobile number, etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the meeting.
29. In case a person becomes a member of the Company after dispatch of AGM Notice, and is a member as on the cut-off date for e-voting, such person may obtain the user id and password from RTA or by email request to [skylineindia96@gmail.com](mailto:skylineindia96@gmail.com)
30. Kindly note that once you have cast your vote through e-voting process, you cannot modify or vote on poll at the Annual General Meeting. However, you can attend the meeting and participate in the discussions, if any
31. Voting rights shall be reckoned on the paid-up value of the shares registered in the name(s) of the

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Shareholders(s) on the cut-off date, i.e. 23rd September 2025.

32. The Scrutinizer will submit his report to the Managing Director or the Company Secretary of the Company after completion of the scrutiny of the e-voting and the results of the e-voting will be announced at both the registered office and corporate office on 01st October 2025. The results of the e-voting will also be posted on the Company's website [www.skylineindia.co.in](http://www.skylineindia.co.in) and communicated to the stock exchanges where the Company's shares are listed.
33. As required by Rule 20(3)(V) and Rule 22(3) of the Companies (Management & Administration) Rules 2014, details of dispatch of AGM Notice to the Shareholders will be published in at least one English language and on vernacular language news-paper circulating in Delhi.
34. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
35. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
36. In terms of Section 72 of the Companies Act, 2013, a Member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Member(s) desirous of availing this facility may submit nomination in the prescribed Form SH-13 to the Company/RTA in case shares are held in Physical form, and to their respective depository participant, if held in electronic form.

## E-VOTING DETAILS

**The instructions for shareholders voting electronically are as under:**

- (i) In accordance with the aforesaid MCA Circulars and the Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 07, 2023, SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated June 05, 2025 issued by Securities Exchange Board of India (collectively referred to as "SEBI Circulars") company was exempted from dispatching physical copies of Notices and Annual Report to shareholders and was also allowed conducting Annual General Meeting (AGM) through electronic mode on or before 30th September, 2025.
- (ii) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated June 05, 2025, September 19, 2024, September 25, 2023, December 28, 2022 and April 13, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

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- (iii) In pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM and cast their votes through e-voting.
- (iv) In line with the Ministry of Corporate Affairs (MCA) Circular No 05/2025 dated June 05, 2025, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.skylineindia.co.in](http://www.skylineindia.co.in). The Notice can also be accessed from the websites of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited at [www.msei.in](http://www.msei.in). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com)
- (v) The voting period begins on Saturday 27<sup>th</sup> September 2025 at 09:00 A.M and ends on Monday 29<sup>th</sup> September 2025 at 05:00 P.M During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23<sup>rd</sup> September 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (vi) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (vii) Pursuant to SEBI Circular No. SEBI Circular No. **SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83** dated 05th June 2025,, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

- (i) In terms of SEBI circular no. **SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83** dated 05th June 2025 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

# SKYLINE INDIA LIMITED

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## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

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

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

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p>
	<p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>



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Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen</p>
	<p>will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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

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

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Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 -4886 7000 and 022 - 2499 7000

- (i) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
  - 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on "Shareholders" module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.
  - 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend</li> </ul>



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	Bank details field.
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- (ii) After entering these details appropriately, click on “SUBMIT” tab.
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
  - (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  - (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
  - (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  - (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
  - (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - (xii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
    - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
    - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed

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to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [skylineindia96@gmail.com](mailto:skylineindia96@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
4. If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911
5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911.

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**Explanatory Statement as Required under section 102 of the Companies Act, 2013**

## **Item No.2 . Appointment of Ms. Ayesha Jain Mahajan (DIN: 05135321) as Director of the Company.**

Pursuant to Section 161 of the Act, the Board, on 03<sup>rd</sup> September, 2025 recommend the appointment as Ms. Ayesha Jain Mahajan (DIN: 05135321) as an Independent Director of the Company, for a term of 5 (Five) years with effect from 03<sup>rd</sup> September, 2025 subject to the approval of the shareholders.

The Company has received the following details / documents from Ms. Ayesha Jain Mahajan:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act;
- (iii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
- (iv) Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company;

The Nomination and Remuneration Committee had previously finalized the desired attributes for the selection of the independent director(s). Based on those attributes, the Committee recommended the candidature of Ms. Ayesha Jain Mahajan . In the opinion of the Board, Ms. Ayesha Jain Mahajan (fulfils the conditions for independence specified in the Act, the Rules made thereunder, the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company

Nature of expertise of Ms. Ayesha Jain Mahajan, in specific areas are as follows:

- (i) Leadership – Guiding as a leader, deep understanding of complex business processes, environment, risk management and ability to visualize and manage change.
- (ii) Regulatory requirements - Knowledge and experience in regulatory requirements affecting the Company.
- (iii) Visioning and Strategic Planning – Understanding sustainable and profitable growth strategies in the changing business environment. Ability to assess the strengths and weaknesses of the Company and advise on strategies to gain competitive advantage.
- (iv) Governance - Strategic thinking, decision making and protecting the interest of all stakeholders. Ability to identify key risks affecting the governance of the Company.
- (v) Financial Management and Accounting - Understanding financial functions and knowledge of accounting, finance and treasury for the Company's financial health.

The Board noted that Ms. Ayesha Jain Mahajan skills, background and experience are aligned to the role and capabilities identified by the Committee and that she is eligible for appointment as an Independent Director.

The Board was satisfied that the appointment of Ms. Ayesha Jain Mahajan justified and would immensely benefit the Company.

The resolution seeks the approval of members for the appointment of Ms. Ayesha Jain Mahajan an Independent Director of the Company for a term of 5 (Five) years effective from 03<sup>rd</sup> September . 2025 pursuant to Sections

# SKYLINE INDIA LIMITED

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149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), and she shall not be liable to retire by rotation.

Ms. Ayesha Jain Mahajan will be paid remuneration as per the provisions of Section 197 of the Act, by way of fee for attending meetings of the Board or Committees thereof, within the limits stipulated under the Act as approved by the Board and shall be reimbursed for expenses incurred for participating in such meetings.

A copy of the draft letter for the appointment of Ms. Ayesha Jain Mahajan as an Independent Director is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days. All the material documents referred to in the Notice and Explanatory Statement are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting.

In compliance with Section 149 read with Schedule IV to the Act and Regulation 17 and 25 of the Listing Regulations, the approval of the Members is sought for the appointment of Ms. Ayesha Jain Mahajan an Independent Director of the Company.

No director, KMP or their relatives except Ms. Ayesha Jain Mahajan, to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution set out in Item no. 2.

The Board recommends the resolution as set out in the Notice for your approval as a Special Resolution.

## **Item No.3. Appointment of Mr. Prakash Chandra Pareek (DIN: 01507921) as Director of the Company.**

Pursuant to Section 161 of the Act, the Board, on 03<sup>rd</sup> September , 2025 recommend the appointment as Mr. Prakash Chandra Pareek (DIN: 01507921) as an Independent Director of the Company, for a term of 5 (Five) years with effect from 03<sup>RD</sup> September ,2025 subject to the approval of the shareholders.

The Company has received the following details / documents from Mr. Prakash Chandra Pareek:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act;
- (iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations");
- (iv) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge her duties as an Independent Director of the Company;

The Nomination and Remuneration Committee had previously finalized the desired attributes for the selection of the independent director(s). Based on those attributes, the Committee recommended the candidature of Mr. Prakash Chandra Pareek (DIN: 01507921). In the opinion of the Board, Mr. Prakash Chandra Pareek (fulfils the conditions for independence specified in the Act, the Rules made thereunder, the Listing Regulations and such other laws / regulations for the time being in force, to the extent applicable to the Company

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Nature of expertise of Mr. Prakash Chandra Pareek in specific areas are as follows:

- (i) Leadership – Guiding as a leader, deep understanding of complex business processes, environment, risk management and ability to visualize and manage change.
- (ii) Regulatory requirements - Knowledge and experience in regulatory requirements affecting the Company.
- (iii) Visioning and Strategic Planning – Understanding sustainable and profitable growth strategies in the changing business environment. Ability to assess the strengths and weaknesses of the Company and advise on strategies to gain competitive advantage.
- (iv) Governance - Strategic thinking, decision making and protecting the interest of all stakeholders. Ability to identify key risks affecting the governance of the Company.
- (v) Financial Management and Accounting - Understanding financial functions and knowledge of accounting, finance and treasury for the Company's financial health.

The Board noted that Mr. Prakash Chandra Pareek skills, background and experience are aligned to the role and capabilities identified by the Committee and that he is eligible for appointment as an Independent Director.

The Board was satisfied that the appointment of Mr. Prakash Chandra Pareek justified and would immensely benefit the Company.

The resolution seeks the approval of members for the appointment of Mr. Prakash Chandra Pareek an Independent Director of the Company for a term of 5 (Five) years effective from 03rd September , 2025 pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), and he shall not be liable to retire by rotation.

Mr. Prakash Chandra Pareek will be paid remuneration as per the provisions of Section 197 of the Act, by way of fee for attending meetings of the Board or Committees thereof, within the limits stipulated under the Act as approved by the Board and shall be reimbursed for expenses incurred for participating in such meetings.

A copy of the draft letter for the appointment of Mr. Prakash Chandra Pareek as an Independent Director is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days. All the material documents referred to in the Notice and Explanatory Statement are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting.

In compliance with Section 149 read with Schedule IV to the Act and Regulation 17 and 25 of the Listing Regulations, the approval of the Members is sought for the appointment of Mr. Prakash Chandra Pareek an Independent Director of the Company.

No director, KMP or their relatives except Mr. Prakash Chandra Pareek, to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution set out in Item no. 3.

The Board recommends the resolution as set out in the Notice for your approval as a Special Resolution.

## **Item No.4 Appointment of Mr. Anil Kumar Jain (DIN: 01872872) as Managing Director of the Company.**

Mr. Anil Kumar Jain (DIN: 01872872) was appointed as the Managing Director pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013

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("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force), for a period of five Years with effect from 03rd September , 2025 ,subject to the approval of the shareholders.

The Company has received the following details / documents from Mr. Anil Kumar Jain :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act;

The Nomination and Remuneration Committee had previously finalized the desired attributes for the selection of the Managing Director(s). Based on those attributes, the Committee recommended the candidature of Mr. Anil Kumar Jain.

Nature of expertise of Mr. Anil Kumar Jain in specific areas are as follows:

- (i) Leadership – Guiding as a leader, deep understanding of complex business processes, environment, risk management and ability to visualize and manage change.
- (ii) Regulatory requirements - Knowledge and experience in regulatory requirements affecting the Company.
- (iii) Visioning and Strategic Planning – Understanding sustainable and profitable growth strategies in the changing business environment. Ability to assess the strengths and weaknesses of the Company and advise on strategies to gain competitive advantage.
- (iv) Governance - Strategic thinking, decision making and protecting the interest of all stakeholders. Ability to identify key risks affecting the governance of the Company.
- (v) Financial Management and Accounting - Understanding financial functions and knowledge of accounting, finance and treasury for the Company's financial health.

The Board noted that Mr. Anil Kumar Jain skills, background and experience are aligned to the role and capabilities identified by the Committee and that he is eligible for appointment as an Managing Director.

The Board was satisfied that the appointment of Mr. Anil Kumar Jain justified and would immensely benefit the Company.

The resolution seeks the approval of members for the appointment of Mr. Anil Kumar Jain an Managing Director of the Company for a term of 5 (Five) years effective from 03<sup>rd</sup> September , 2025 pursuant to Sections 196, 197 & 203 The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ,other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof) , he shall be liable to retire by rotation.

A copy of the draft letter for the appointment of Mr. Anil Kumar Jain as an Managing Director is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days. All the material documents referred to in the Notice and Explanatory Statement are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting.

In compliance with Sections 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 . the approval of the Members is sought for the appointment of Mr. Anil Kumar Jain an Managing Director of



# SKYLINE INDIA LIMITED

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CIN: L51909DL1996PLC075875 ,Tel No.: +91 11 23541110**

the Company.

No director, KMP or their relatives except Mr. Anil Kumar Jain , to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution set out in Item no. 4.

The Board recommends the resolution as set out in the Notice for your approval as a Special Resolution.

## **Item No.5 Appointment of Ms. Ragini Jain (DIN: 07968564) as Non Executive Director of the Company.**

Ms. Ragini Jain was first inducted to the Board at the Board Meeting held on 03<sup>rd</sup> September , 2025 and in the same meeting she was appointed as the Additional Director in the capacity of Non-Executive Non-Independent Director. In terms of Sections 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 (the "Act") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, Ms. Ragini Jain can hold office only up to the date of the ensuing General Meeting.

The Company has received the following details / documents from Ms. Ragini Jain:

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act;

The Nomination and Remuneration Committee had previously finalized the desired attributes for the selection of the Non Executive Director (s). Based on those attributes, the Committee recommended the candidature of Ms. Ragini Jain.

Nature of expertise of Ms. Ragini Jain, in specific areas are as follows:

- (i) Leadership – Guiding as a leader, deep understanding of complex business processes, environment, risk management and ability to visualize and manage change.
- (ii) Regulatory requirements - Knowledge and experience in regulatory requirements affecting the Company.
- (iii) Visioning and Strategic Planning – Understanding sustainable and profitable growth strategies in the changing business environment. Ability to assess the strengths and weaknesses of the Company and advise on strategies to gain competitive advantage.
- (iv) Governance - Strategic thinking, decision making and protecting the interest of all stakeholders. Ability to identify key risks affecting the governance of the Company.
- (v) Financial Management and Accounting - Expertise in understanding financial functions and deep knowledge of accounting, finance and treasury for the Company's financial health.

The Board was satisfied that the appointment of Ms. Ragini Jain is justified and would immensely benefit the Company.

The resolution seeks the approval of members for the appointment of Ms. Ragini Jain as an Non-Executive Non-Independent Director of the Company for a term of 5 (Five) years effective from 03<sup>rd</sup> September , 2025 pursuant to Sections 152, 161 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), and she shall be liable to retire by rotation.

Ms. Ragini Jain will be paid remuneration as per the provisions of Section 197 of the Act. by way of fee for



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attending meetings of the Board or Committees thereof, within the limits stipulated under the Act as approved by the Board and shall be reimbursed for expenses incurred for participating in such meetings.

A copy of the draft letter for the appointment of Ms. Ragini Jain as an Non Executive Non-Independent Director is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days. All the material documents referred to in the Notice and Explanatory Statement are available for inspection without any fee by the members at the Company's registered office during normal business hours on working days from the date of dispatch of the notice up to the last date of voting.

In compliance with Section 152, 161 of the Act, the approval of the Members is sought for the appointment of Ms. Ragini Jain as an Non Executive Non-Independent Director of the Company.

No director, KMP or their relatives except Ms. Ragini Jain, to whom the resolution relates, is interested in or concerned, financially or otherwise, in passing the proposed resolution set out in Item no. 5.

The Board recommends the resolution as set out in the Notice for your approval as a Special Resolution.

## **Item No.6 Alteration in the object clause in the Memorandum of Association**

Shareholder's has approved to carry on the business of Trading, Processing, assembling, Manufacturing or deal in Cotton, Yarn, Thread, Fabric, Cloth, linen, Laces, Made-ups, Readymade garments, carpets, rugs, Home furnishing, Home decoration, Window & Floor Covering products, tiles, blinds dyes, chemicals and other related products made from cotton, silk, artificial silk, wool, jute, flax, hemp, rayon, nylon, polyester, acrylics, plastics and plastic products or other fibrous filament, substances, all kinds of raw materials as well as synthetic and chemical materials and substances by way of sale or processing of ginning, spinning, doubling, weaving, knitting, processing, finishing, bleaching, dyeing/coloring, mixing, printing, embroidering or dyeing material and chemicals and designing of any of the aforesaid substances/products.

However, the board has decided to enter into this sector as the board found this as a great opportunity of growth and accordingly has decided to amend the object clause of the company.

Therefore, it is proposed to amend the memorandum of association by way of insertion/addition above mentioned new main object clause in the main objects clauses.

Directors of the company and their relative are interested in this resolution to the extent of their shareholdings.

The Board recommends the resolution as set out in the Notice for your approval as a Special Resolution.

## **ITEM NO.7 TO ADOPT NEW SET OF MEMORANDUM OF ASSOCIATION OF THE COMPANY CONTAINING REGULATIONS IN CONFORMITY WITH THE COMPANIES ACT, 2013**

At present the existing Memorandum of Association of the Company is based on the Companies Act, 1956 containing the other objects in Clause III (C ) of its Main object clause as per the Companies Act, 1956.

With the coming into force of the new Companies Act, 2013 the other objects contained in clause III (C ) of its Main object clause of the existing MOA of the company require deletion as it is no longer in conformity with the Companies

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Act, 2013. Given this position, it is considered expedient to wholly delete the existing above clauses and by adopting a new set of MOA.

None of the Directors and their relatives is interested in any way, except to the extent their shareholding in the Company.

The Board recommends the special resolution set out as Item No-02 of the Notice for approval by the Shareholders.

**Information relating to Item No. 2 to 5 :- Details of Director seeking appointment/reappointment at the forthcoming Annual General Meeting (in pursuance of Regulation 36 (3) of the SEBI (LODR) Regulations, 2015) and Secretarial Standard on General Meetings ("SS-2"), issued by The Institute of Company Secretaries of India is as under"**

Name of the Director	Ms. Ayesha Jain Mahajan
Brief Resume	Ms. Ayesha Jain Mahajan holds a professional degree of COMPANY SECRETARY and is acting as Company Secretary in the ANNA INFRA STRUCTURES LIMITED.
Age & Date of Birth	24/12/1986 38 Years
Educational Qualification	Ms. Ayesha Jain Mahajan is a qualified Company Secretary and M.B.A. graduate from the prestigious ICFAI University, Chandigarh
Experience & Nature of expertise	Ayesha Jain Mahajan, a qualified Company Secretary and M.B.A. graduate from the prestigious ICFAI University, Chandigarh with close to 15+ years of robust experience as a Practicing Company Secretary. During her tenure, She have independently managed all secretarial and corporate listing compliances, navigating complex regulatory landscapes with precision and expertise.
Terms and Conditions of Appointment/re-appointment along with details of remuneration sought	Ms. Ayesha Jain Mahajan is proposed to appoint as Independent Director. No Remuneration will be paid.
Last Drawn remuneration, if applicable	Not Applicable
Date of First Appointment on the Board	03.09.2025

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Disclosure of relationship between directors inter-se	Not Applicable
Names of other listed companies in which director hold directorship and membership of committees of the board	No other Company
Shareholding in the Company including Beneficial Ownership	NIL
Directorship in other Companies	Ms. Ayesha Jain Mahajan is a director in company KADMAY OVERSEAS PRIVATE LIMITED and AHIDE SHOE OVERSEAS PRIVATE LIMITED.
No. of Board meeting attended	Not Applicable
Details of Remuneration	No remuneration

Name of the Director	Mr. Prakash Chandra Pareek
Brief Resume	Mr. Prakash Chandra Pareek holds a professional degree of COMPANY SECREATARY and he is an associate member of INSTITUTE OF COMPANY SECREATARY OF INDIA and holding Membership NO. A16034
Age & Date of Birth	20/10/1972 52 Years
Educational Qualification	He is having around 25 years overall work experience in the field of business, finance and accounting.
Experience & Nature of expertise	Mr. Prakash Chandra Pareek holds degree in Bachelor of Commerce. He has an overall work experience of around 25 years in the field of business, finance and accounting. He is also equipped with analytical and problem-solving skills applicable to various roles in the corporate world, including accounting and finance.
Terms and Conditions of Appointment/re-appointment along with details of remuneration sought	Mr. Prakash Chandra Pareek Mahajan is proposed to appoint as Independent Director. No Remuneration will be paid.
Last Drawn remuneration, if applicable	Not Applicable
Date of First Appointment on the Board	03.09.2025
Disclosure of relationship between directors inter-se	Not Applicable
Names of other listed companies in which director hold directorship and membership of committees of the board	SNS PROPERTIES AND LEASING LIMITED
Shareholding in the Company	NIL

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including Beneficial Ownership	
Directorship in other Companies	TURNKEY PETAFLAKES PRIVATE LIMITED
No. of Board meeting attended	0
Details of Remuneration	No remuneration

Name of the Director	Mr. Anil Kumar Jain
Brief Resume	Mr. Anil Kumar Jain is Graduate.
Age & Date of Birth	22/09/1959 65 Years
Educational Qualification	Graduate
Experience & Nature of expertise	Mr. Anil Kumar Jain is Bachelor of Commerce Graduate from University of Delhi and has about 30 Years of experience in the textile industry. Over the years, he has worked with dyeing, bleaching, and printing fabrics, along with making fashion garments. He has also worked with both local and international markets, which have helped him to understand the needs of different customers. This experience has helped him grow his business
Terms and Conditions of Appointment/re-appointment along with details of remuneration sought	Mr. Anil Kumar Jain is proposed to appoint as Managing Director of the company. Liable to retire by Rotational.
Last Drawn remuneration, if applicable	Not Applicable
Date of First Appointment on the Board	03.09.2025
Disclosure of relationship between directors inter-se	Not Applicable
Names of other listed companies in which director hold directorship and membership of committees of the board	No other Company
Shareholding in the Company including Beneficial Ownership	10,35,473 *
Directorship in other Companies	AGRO (INDIA) PRODUCTS PRIVATE LIMITED , JAIN ASSOCIATED TRADE CHANNELS PRIVATE LIMITED.
No. of Board meeting attended	0
Details of Remuneration	As per existing approved terms of appointment

\* Mr. Anil Kumar Jain is propose to acquire 10,35,473 (Ten Lakh Thirty-Five Thousand Four Hundred Seventy-Three) pursuant to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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Name of the Director	Ms. Ragini Jain
Brief Resume	Ms. Ragini Jain is Graduate.
Age & Date of Birth	22/02/1964 66 Years
Educational Qualification	Graduate
Experience & Nature of expertise	She is having 15+ years of experience in the field of Administration.
Terms and Conditions of Appointment/re-appointment along with details of remuneration sought	Ms. Ragini Jain is proposed to appoint as Non-Executive Non- Independent Director and is liable to retire by rotation.
Last Drawn remuneration, if applicable	Not Applicable
Date of First Appointment on the Board	03.09.2025
Disclosure of relationship between directors inter-se	Not Applicable
Names of other listed companies in which director hold directorship and membership of committees of the board	No other Company
Shareholding in the Company including Beneficial Ownership	0
Directorship in other Companies	RAGINI ENGINEERING & PROCESSORS PRIVATE LIMITED
No. of Board meeting attended	0
Details of Remuneration	No remuneration

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## Proxy form

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

CIN: L51909DL1996PLC075875

Name of the Company: SKYLINE INDIA LIMITED

Registered office: Plaza-3 P3-204, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi -110006

Name of the Member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id :

DP ID :

I/ We being the member of..... shares, hereby appoint

1. Name:.....

Address:..... E-mail Id:

.....

Signature..... or failing him

2. Name:..... Address:.....

E-mail Id:.....

Signature ..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 29<sup>th</sup> Annual General Meeting of members of the Company, to be held on Tuesday, the 30<sup>th</sup> day of September, 2025 at 04:00 P.M. at the registered office of the Company situated at Plaza-3 P3-204, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi -110006 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For	Against
1.	To approve the the balance sheet of the company as at 31st march, 2025 and the statement of profit and loss of the company for the financial year ended 31st march, 2025 and the reports of the board of directors and auditors thereon.		
2.	To Appoint Ms. Ayesha Jain Mahajan (DIN: 05135321) as Director of the Company		
3	To Appoint Mr. Prakash Chandra Pareek (DIN: 01507921) as Director of the Company		

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4	To Appoint Mr. Anil Kumar Jain (DIN: 01872872) as Managing Director of the Company.		
5.	To Appoint Ms. Ragini Jain (DIN: 07968564) as Non Executive Director of the Company.		
6.	To Alter the object clause of the Memorandum of Association of the Company.		
7.	TO adopt new memorandum of association of the company containing regulations in conformity with the COMPANIES ACT, 2013		

Signed this ....day of..... 2025

Signature of Shareholder ..... Signature

of Proxy holder(s) .....

Affix Revenue  
Stamp

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

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## ATTENDANCE SLIP

29<sup>th</sup> Annual General Meeting to be held on Tuesday, the 30<sup>th</sup> day of September 2025 at 04:00 P.M

Name of attending member ..... Regd. Folio No./DP

ID/Client ID ..... No. of shares

held.....

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 29<sup>th</sup> Annual General Meeting of the Company on Tuesday, the 30<sup>th</sup> day of September 2025 at 04:00 P.M at registered office of the Company at Plaza-3 P3-204, Central Square, 20, Manohar Lal Khurana Marg, Bara Hindu Rao, Delhi -110006 .

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

## ELECTRONIC VOTING PARTICULARS

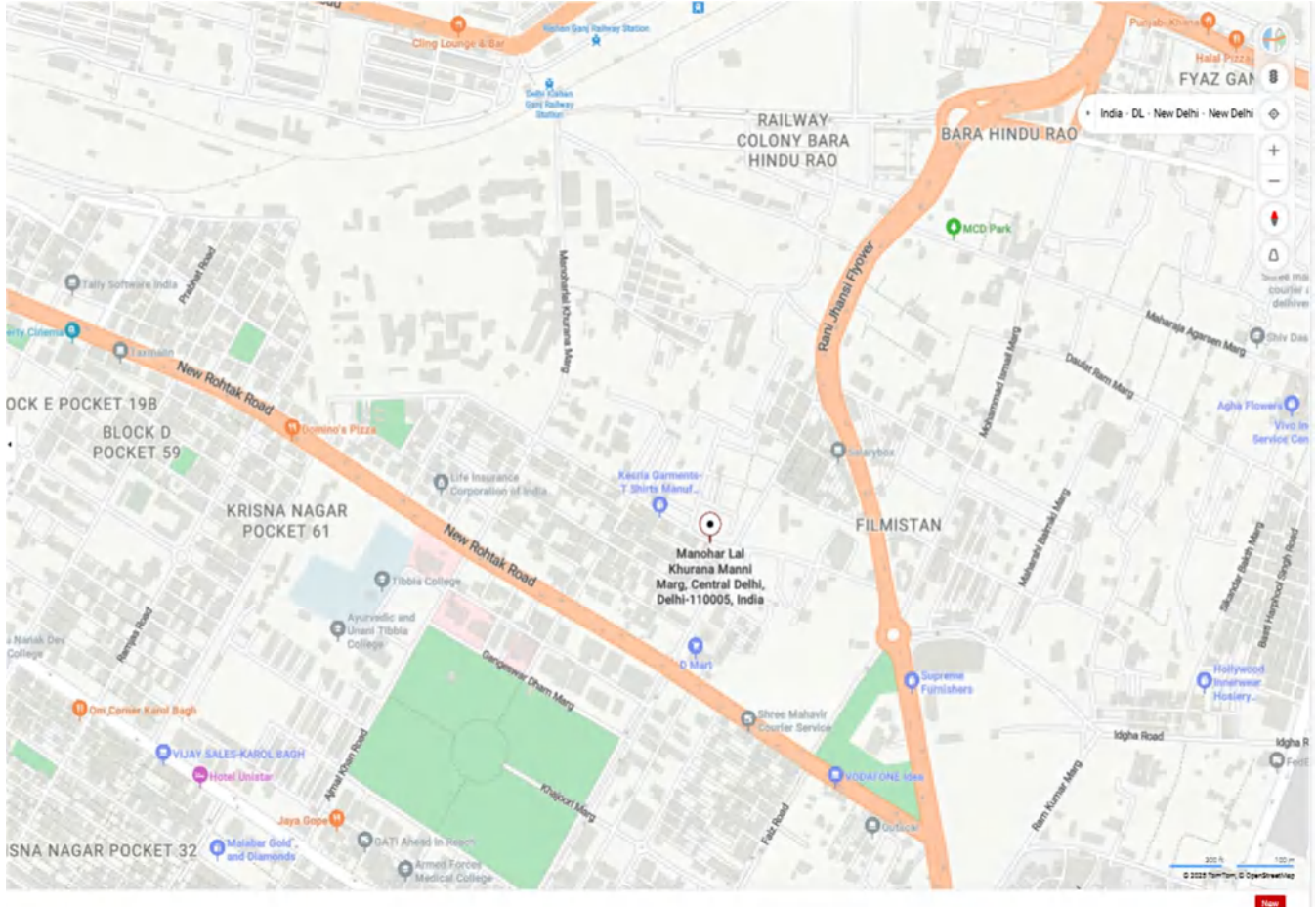
EVEN (E-VOTING EVENT NO)	USER ID	PASSWORD / PIN



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## ROUTE MAP OF ANNUAL GENERAL MEETING



# SKYLINE INDIA LIMITED

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## Director's Report

Dear Members,

Your Directors are delighted to present the 29<sup>th</sup> Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31<sup>st</sup> March, 2025.

### 1. Financial Results

The Financial Performance of your Company for the year ended March 31, 2025 is summarized below  
(INR Amount in Hundred).

Particulars	For the year ended	
	31.03.2025	31.03.2024
Total Revenue	35,112	56,867
Total Expenses	34,889	88,690
Profit/loss before exceptional items and tax	223	(31,822)
Exceptional items	-	-
Earlier year Tax	-	-
Current year Tax	-	-
Deferred Tax	(111)	(298)
MAT credit entitlement	-	-
Profit/loss After Taxation	334	(31,525)
Earning Per Equity Share	0.01	-0.74

### 2. Performance Review And Company's State Of Affairs:

The company's revenue from operations for the F.Y. 2024-2025 was Rs. 28,244 as compared to Rs 52,318 in the previous year. The company earned a net profit of Rs 334 as compared to loss of Rs 31,525 in the previous year. Your directors' are optimistic about Company's business and hopeful of better performance with increased revenue in the coming years.

On 9th April 2025, Mr. Anil Kumar Jain entered into a Share Purchase agreement with Mr. Rajesh Kumar Sanghi & Skyline Automobiles Private Limited for acquisition of 29,15,950 equity shares and as required under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 completed the Open offer process and accordingly acquired the management control along-with shareholding of the company.

### 3. Dividend

Your board of Directors has not recommended any dividend for the year ended 31<sup>st</sup> March, 2025 to the shareholders of the Company.

### 4. Reserves

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In the financial year 2024-25, Board of Directors has not proposed to transfer any amount to General Reserve.

**5. Change in the nature of business, if any**

During the year, there is no change in the nature of business activity of the company.

**6. 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**

During the period between the end of the financial year of the company and the date of the report, there are no material changes and commitments which affect the financial position of the company.

However , Company Has in the of AGM held on 30<sup>th</sup> September 2025, Company Has Proposed To Alter Its Object Clause Of The Memorandum Of Association Of The Company For Further Expanding Its Areas Of Business Subject to its approval by the members in the AGM.

**7. 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:**

During the year, there are no significant and material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and company's operations in future.

**8. Details of Subsidiary/Joint Ventures/Associate Companies:**

The Company has no Subsidiary. During the year, no company has become or ceased as subsidiary/Joint-venture/Associate of the company.

**9. Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement:**

During the year, no consolidated financial statements have been prepared by the company as the Company has no subsidiary company, associates and/or joint venture.

**10. Deposits:**

Your Company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014, during the year under review. The details relating to deposits, covered under Chapter V of the Act is as under-

(a)		accepted during the year	Nil
(b)		remained unpaid or unclaimed as at the end of the year	Nil

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(c)		whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	No
	(i)	at the beginning of the year	Nil
	(ii)	maximum during the year	Nil
	(iii)	at the end of the year	Nil

**11. The details of an application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year:**

There was no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the period under review.

**12. The details of the difference between the amount of the valuation done at the time of one-time settlement and the valuation done while taking a loan from the Banks or Financial Institutions along with the reasons thereof.**

The above clause was not applicable on the company for the period under review.

**13. Auditors:**

M/s. Nemani Garg Agarwal & Co., Chartered Accountants (Firm Registration No. 010192N), were appointed as Statutory Auditors of your Company at the Annual General Meeting held on September, 2024, for a term of five consecutive years.

The Auditor has confirmed that they are not disqualified under any provisions of Section 141(3) of Companies Act, 2013 and also their engagement with the company is within the prescribed limits under section 141(3)(g) of Companies Act, 2013

**14. Auditors' Report:**

The company always strives to present an unqualified Financial Statement. No such qualifications are present in auditor's report.

**15. Share Capital:**

A	Issue of equity shares with differential rights:	During the year, company has not issued any equity shares with differential rights.
B	Issue of sweat equity shares	During the year, company has not issue any Sweat equity shares.
C	Issue of employee stock options	During the year, company has not issued employee stock options.
D	Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees	Rs Nil

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E	Bonus Shares	No bonus shares were issued during the year under review.
F	Conversion of Warrants	No such conversion.
G	Share forfeited during the period	NIL

## **16. Annual return:**

In terms of Section 92(3) and Section 134(3)(a) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, copy of the Annual Return for the FY 24-25 of the Company is available on the website of the Company at <https://www.skylineindia.co.in/file/MGT-7-2024-25-PDF-FINAL.pdf>

## **17. Conservation of energy, technology absorption and foreign exchange earnings and outgo:**

The company lay focus on Conservation of energy with studies, discussions and analysis, which are undertaken regularly for further improvement. In terms of requirements of Section 134(3)(a) of the Companies Act, 2013 read with rule 8 of Companies (Accounts) Rules, 2014 the required information relating to, conservation of energy, technology absorptions and foreign exchange earnings and outgo are Annexed hereto as **Annexure-A**

## **18. Corporate Social Responsibility (CSR):**

In terms of section 135(1) of the Companies Act, 2013, the provisions of Corporate Social Responsibility are not applicable to the Company.

## **19. Directors and Key Managerial Personnel:**

There is no Changes in Directors and Key Managerial Personnel during the year.

### **KMPs and Directors of the Company are:**

1. Mr. Rajesh Kumar Sanghi– Chairman & Managing Director
2. Mr. Rajeev Gupta– Whole-time Director
3. Ms. Neelam Jain- Independent Director
4. Ms. Vandana Gupta- Independent Director
5. Mr. Gaur Hari Sanghi- Chief Financial Officer
6. Mr. Dinesh Kumar Shindi- Company Secretary & Compliance Officer

## **20. Declaration by Independent Directors**

Your Company has received necessary declaration from each Independent Director of the Company under Section 149(6) of the Companies Act, 2013 confirming that they met with the criteria of independence as prescribed under the aforesaid Section and Clause.

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## 21. Number of meetings of the Board of Directors:

Five meetings of the Board of Directors were held during the year on 30<sup>th</sup> May 2024, 12<sup>th</sup> August 2024, 05<sup>th</sup> September 2024, 14<sup>th</sup> November 2024 and 14<sup>th</sup> February 2025.

Name	Category	Designation	No. of Board Meetings attended	Last AGM attended
Mr. Rajesh Kumar Sanghi	Executive Director	Managing Director	5	Yes
Mr. Rajeev Gupta	Executive Director	Whole-time director	5	Yes
Ms. Neelam Jain	Non-Executive & Independent	Director	5	Yes
Ms. Vandana Gupta	Non-Executive & Independent	Director	5	Yes

## 22. Committees of the Board:

During the year, in accordance with applicable provisions of the Companies Act, 2013 and rules made thereunder the Board constituted following Committees. Proper no. of board and board committee meeting were held during the period under review and that too in compliance with the applicable provision of The Companies act 2013 and other rules and regulation. The composition of the Audit Committee and attendance of Directors at the meetings, during the financial year 2024-25 is shown below:

- \* Audit Committee  
Meetings held: 30<sup>th</sup> May 2024, 12<sup>th</sup> August 2024, 14<sup>th</sup> November 2024 and 14<sup>th</sup> February 2025.

S NO.	Name of Member	Category	No. of Meeting Held	Attendance
1.	Mr. Rajesh Kumar Sanghi	Managing Director	4	4
2.	Ms. Neelam Jain	Independent Director	4	4
3.	Ms. Vandana Gupta	Independent Director	4	4

- \* Nomination and Remuneration Committee  
Meetings held: 30<sup>th</sup> May 2024.

S NO.	Name of Member	Category	No. of Meeting Held	Attendance
1.	Mr. Rajeev Gupta	Whole-time director	1	1
2.	Ms. Neelam Jain	Independent Director	1	1
3.	Ms. Vandana Gupta	Independent Director	1	1

## 23. Board Evaluation:

The Companies Act, 2013 provides that a formal annual evaluation needs to be made by the Board

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of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013, states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The board of directors in consultation with Nomination & Remuneration Committee has carried out an annual evaluation of its own performance, Board Committees and individual directors pursuant to the provisions of the Companies Act, 2013.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the Committee members on the basis of the criteria such as the composition of committees, effectiveness of Committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

The evaluation of Independent Directors was carried out by the entire Board and that of the Chairman and Non – Independent Directors were carried out by the Independent Directors.

In a separate meeting of Independent Directors, performance of non-Independent Directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

## 24. Policy on Directors' Appointment and Remuneration:

Your Company has a policy to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director, and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013, adopted by the Board, is attached as **Annexure – B** to the Board Report. Further the remuneration paid to the Directors is as per the terms laid out in the nomination and remuneration policy of the Company.

## 25. Risk management policy and Internal Control:

The Company has adopted a Risk Management Policy duly approved by the Board and also has in



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place a mechanism to identify access, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

## 26. Whistle Blower Policy and Vigil Mechanism

Your Company has established a “Whistle Blower Policy” and Vigil Mechanism for directors and employees to report to the appropriate authorities concerns about the unethical behavior actual or suspected, fraud or violation of the Company’s code of conduct policy and provides safeguards against victimization of employees who avail the mechanism and also provide for direct access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the company.

## 27. Particulars of loans, guarantees or investments under Section 186:

Particulars and details of loan given, investments made or guarantees given and securities provided, if any, are given in the Notes to the Financial Statements.

## 28. Contracts and arrangements with related parties:

During FY25, all the contracts/arrangements/ transactions etc. entered into by the Company with related parties were in ordinary course of business and on arm’s length basis as per the RPT Policy of the Company and in compliance with the provisions of the Companies Act, 2013 and Listing Regulations. Omnibus approval from the Audit Committee was obtained for all transactions with related parties and all such transactions were being reviewed by the Audit Committee every quarter. The Audit Committee takes into consideration various parameters while scrutinising and approving a related party transaction, from the perspective of fulfilling the criteria of meeting arms’ length pricing. The details of the related party transactions as per Indian Accounting Standards (IND AS) - 24 are set out in Notes to the Standalone Financial Statements of the Company.

## 29. Secretarial Audit Report:

In terms of Section 204(1) of the Companies Act, 2013 and the rules made thereunder, M/S D Dixit & Associates was appointed as the Secretarial Auditor to undertake the Secretarial Audit of the Company for the F.Y. 2024-25. The report of Secretarial Audit in Form MR -3 is annexed to & forms part of this Report as **Annexure-C**.

## 30. Compliance with Secretarial Standards

The Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Act.



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## 31. Directors' Responsibility Statement:

Pursuant to the provisions contained in Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board to the best of its knowledge and belief confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2025, the applicable accounting standards read with requirements set out under schedule III to the Act, have been followed and no material departures have been made from the same;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis;
- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating efficiently; and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## 32. Particulars of Employees:

There are no employees employed throughout the financial year who were in receipt of remuneration of Rs. 60 Lacs or more or employed for part of the year who were in receipt of remuneration of Rs. 5 lacs or more a month under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Remuneration) Rules, 2014.

## 33. Internal Auditors:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rules made there under, the Company had appointed M/s R S Goel & Company, Firm registration No-023056N (Practicing Chartered Accountant) as an internal auditor for the financial year 2024-2025.

## 34. Internal Financial Control and Their Adequacy

The Board has adopted policies and procedure for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its asset, the prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosure.

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The Company has an adequate internal controls system commensurate with its size and the nature of its business. All the transactions entered into by the Company are duly authorized and recorded correctly. All operating parameters are monitored and controlled. The top management and the Audit Committee of the Board of Directors review the adequacy and effectiveness of internal control systems from time to time.

## **35. Corporate governance:**

Regulation 27(2) as per clause 15 of Chapter IV of SEBI (LODR) Regulation, 2015 is not applicable to the Company as the paid up capital and net worth were less than 10 Crore and 25 Crore respectively as on 31st March 2025 (Previous Year).

## **36. Management Discussion and Analysis:**

The Management Discussion and Analysis (MD&A), highlighting the important aspects of the business of the Company is enclosed with this Report.

## **37. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with Rules thereunder & Disclosures under Maternity benefit act 1961:**

The Company has complied with the provisions of the Maternity Benefit Act, 1961 during FY 2024-25. Obligation of Company Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company is committed to treating every employee with dignity and respect. The Company has formulated a policy on 'Prevention of Sexual Harassment at Workplace Policy' as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder. The policy is applicable to all the establishments of the Company located in India. The Company has constituted Internal Complaints Committees to ensure implementation and compliance with the provisions of the aforesaid Act and the Rules.

This Policy addresses the following major objectives:

- \* To define Sexual Harassment;
- \* To lay down the guidelines for reporting acts of Sexual Harassment at the workplace; and
- \* To provide the procedure for the resolution and redressal of complaints of Sexual Harassment.

The policy lays down a detailed procedure for making a complaint, initiating enquiry therein and satisfactory redressal of the complaint.

The Company is committed to providing a safe and conducive work environment to all of its employees and associates. The Policy also provides shelter to contract workers, probationers, temporary employees, trainees, apprentices, and any person visiting the Company at its office.

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During the financial year 2024-25, no complaint was reported under the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder and none was pending from the previous financial year. The Company periodically conducts sessions for employees across the organization to build awareness about the Policy and the provisions of the Prevention of Sexual Harassment Act.

During the period under review, no case under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 was filed.

## 38. Human Resources:

Your Company treats its "human resources" as one of its most important assets. We focus on all aspects of the employee lifecycle. This provides holistic experience for the employees as well. During their tenure at the Company, employees are motivated through various skill development programs. We create effective dialogue through our communication channels to ensure effective dialogue through our communication channels to ensure that feedback reach the relevant team, including leadership. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

## 39. Segment-wise performance

The Company is into single reportable segment only.

## 40. Acknowledgements

Your Directors are grateful to the Government of India, the Reserve Bank of India, the Securities and Exchange Board of India, the Stock Exchanges and other regulatory authorities for their valuable guidance and support and wish to express their sincere appreciation for their continues co-operation and assistance. We look forward for their continued support in future.

Your directors would like to express their sincere appreciation for the assistance and cooperation received from banks, customers, vendors, Government, members and employees during the year under review.

For SKYLINE INDIA LIMITED

Date: 04<sup>th</sup> September 2025  
Place: New Delhi

Sd/-  
Ragini Jain  
Additional Director  
DIN: 07968564

**MANAGEMENT DISCUSSION AND ANALYSIS REPORT****INDUSTRY AND ECONOMY OVERVIEW**

In 2025, the global economy navigated moderate growth amidst persistent inflationary pressures and geopolitical instability. The global economy in 2025 is projected to grow at a low but steady rate of 2.8%. Global inflation is expected to continue its downward trend, but the pace of decline may vary. India's real GDP is projected to grow at 6.5% in financial year 2024-25. Policy rates remained unchanged through the April- December 2024 period with the repo rate at 6.50%. However, with relatively weaker growth prints and falling underlying inflation, the Monetary Policy Committee (MPC) changed its policy stance from 'Withdrawal of Accommodation' to 'Neutral' in October 2024.

The Indian economy remains a bright spot amidst global uncertainties, displaying a positive outlook for the coming years. India is poised to be the fastest growing economy among the major G20 nations. As an affirmation to India's growing acceptance as a major economic super power, global rating agency Moody's raised India's GDP growth forecast for calendar year 2025 to 6.8%. The improvement in the growth estimate is attributed to the robust economic performance of the country, evident in the real GDP growth forecast at 7.6% for 2024-25. Domestic demand, particularly investment, is expected to continue as the prime growth driver of the Indian economy, buoyed by the sustained levels of business and consumer confidence.

However, the response from private sector remains inadequate despite the Government's sustained push. In addition, there is decline in the participation of foreign direct investors, affecting capital landscape. Notwithstanding these challenges, the Indian economy is set to grow on the strength of financial sector and other structural reforms. Going forward, Government should prioritise reforms in the areas of skilling, learning outcomes, health, energy security, reduction in compliance burden for MSMEs, and gender balancing in the labour force, to further propel the trajectory of growth. The Interim Union Budget for 2024-25 is expected to open new avenues with a significant 11.1% increase in capital expenditure for infrastructure, amounting to ₹ 11,11,111 crores.

This substantial investment is projected to boost roads, bridges, airports, and other vital facilities, thereby improving connectivity and efficiency. Such developments are foundational for ramping up productivity and competitiveness.

The expansion of the National Highway (NH) network by 60% from 91,287 km in 2014 to 1,46,145 km in 2023 remains a key driver of growth with its extended outreach. This phenomenal development is instrumental in enhancing accessibility even in the remotest parts of the country, contributing substantially to improving national connectivity. Moreover, substantial investments in infrastructure projects created numerous direct and indirect job opportunities, playing a crucial role in driving economic growth.

**INDUSTRY DEVELOPMENTS**

The Indian freight and logistics market is poised for substantial growth, projected to surge at an annual rate of 8.8% to reach a staggering USD 483.43 billion by 2029.

With global cross-border trade and investment flows slowing there is a growing risk of rising cost pressures, reduced productivity and slower efficiency gains. However, with trade in services not being directly affected by tariff-related disruptions, the global IT outsourcing market is expected to remain relatively resilient. India's technology sector is expected to grow by around 5% in FY 2025-26, with revenues projected to exceed USD 300 billion.

Key drivers propelling this growth momentum include the burgeoning e-commerce and online retail sectors, Government's adoption of logistics services through favourable policies, and advancements in technology. The industry landscape is diverse, comprising startups, SMEs, global corporations, and domestic firms. Road transportation is the dominating segment within the industry, alongside significant contributions from air, sea, and rail transportation, especially for international logistics. Technology-driven logistics companies and digital platforms are revolutionising the sector, enhancing customer experiences, efficiency, and transparency amidst shifting consumer preferences and economic initiatives. The industry has undergone a transformative shift, going beyond its traditional role of mere transportation and storage to embrace predictive planning, analytics, value-added services, and end-to-end product management, among others. Vital to the smooth flow of goods domestically and internationally, the sector now provides a host of value-added services, including packing, labelling, inventory management, and transportation, bolstered by technological solutions, including warehouse and transportation management systems. It is noteworthy that despite advancements, India's logistics costs remain high at 14% of GDP compared to the BRICS average of 11%, resulting from inadequate multi and intermodal transportation systems.

However, initiatives like the Goods and Services Tax (GST), Gati Shakti programme, infrastructure enhancements, and automation successfully improved the efficiency of the sector. Customised transportation and warehousing services, including contract logistics, B2B express, last-mile distribution, and freight forwarding, are essential offerings in this evolving landscape.

## **OPPORTUNITIES**

Industries focusing on just-in-time production may keep greater levels of inventory as a safety buffer. This will create demand for warehouse storage facilities. Increasing investment in warehouse digitalisation, robotics, and data is expected to increase supply chain efficiency and reduce costs. Investment in smart tech will help transport businesses improve transparency and flexibility.

Growth in ecommerce and digitalization, which will support demand for courier services and warehousing facilities.

The Gati Shakti Masterplan, unveiled by the Government, is aimed at reducing systemic inefficiencies and optimising logistics cost to make it competitive and at par with advanced global economies. As a part of that plan, there is a significant impetus to enable seamless inter-modal freight movement. Consequently, we are witnessing linkages of ports, rail and road through the hub and spoke model; and creation of logistics parks around Dedicated Freight Corridors (DFCs).

Since the implementation of the Goods and Services Tax (GST) in 2017, the movement of goods across the country has become more streamlined by reducing transit delays, and enabling cost effective supply-chain planning across the country. It has been a major reform for Indian logistics, eliminating the interstate checkpoints and simplifying the overall tax structures, improving the transport time by over 33%, and increasing productivity in the transportation and logistics sector, according to several studies.

## **RISK & CONCERNS**

High fuel prices negatively affect margins of transport and logistics businesses across all segments.

## **SKYLINE INDIA LIMITED**

## **Annual Report 2024-2025**

.Severe volatility in crude oil prices resulted in a surge of fuel prices in India, directly impacting our transportation business. The outlook for crude oil prices remains volatile because of geo-political tensions. There is high pricing pressure in this segment leading to slowdown.

Availability of skilled manpower remains a challenge, especially during peak periods, thereby increasing labour costs due to demand-supply mismatch. As we focus on developing new capabilities, creating a robust pipeline of talent in critical areas and enhancing our organisational culture are identified as critical levers, impacting our long-term growth.

Rising input costs, stemming from increase in commodity and crude oil prices, made most of our customers focus on cost rationalisation. This led to increased pricing pressure in contract logistics and last-mile delivery. To address this challenge, we are focussing on value addition and driving cost-optimisation initiatives across the organization.

Growing demand for green transport will require significant investment in both the mid-term and long-term. This will create opportunities, but also pose a risk for companies unable or unwilling to adapt. If passed on to consumers, increased costs in the form of new regulations or carbon taxes are likely to negatively impact sector demand.

**For Skyline India Limited**

**Date: 04<sup>th</sup> September 2025**

**Place: New Delhi**

**Sd/-  
ANIL KUMAR JAIN  
Chairman & Managing Director  
DIN: 01872872**

Annexure - A

ANNEXURE "A" TO THE DIRECTOR'S REPORT

Information under Section 134(4)(q) of the Companies Act,2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 and forming part of the Directors' Report for the year ended 31<sup>st</sup> March,2025.

		Current Year	Previous Year
		2024-2025	2023-2024
<b>A) CONSERVATION OF ENERGY</b>			
<b>I) Power and Fuel Consumption</b>			
<b>1) Electricity</b>			
<b>a) Purchased Unit (kwh)</b>			
Total amount		NIL	NIL
Rate/ Unit (Rs/Kwh)		NIL	NIL
<b>b) Own generation</b>			
i)Through Diesel		NIL	NIL
Generator Unit (Kwh)		NIL	NIL
Unit per litre of Diesel oil (Kwh)		NIL	NIL
Cost/Unit (Rs/ Kwh)		NIL	NIL
ii)Through Steam Turbine		NIL	NIL
Generator Unit (Lakh kwh)		NIL	NIL
Unit per tonne of fuel (kwh)		NIL	NIL
Cost/unit (Rs/kwh)		NIL	NIL
<b>2)Coal</b>		NIL	NIL
<b>3)Furnace Oil</b>		NIL	NIL
<b>4)Others/internal generation</b>		NIL	NIL
<b>B)TECHNOLOGY ABSORPTION</b>			
I)Research & Development (R & D)		NIL	NIL
II) Technology absorption, adoption & Innovation		NIL	NIL
<b>C)FOREIGN EXCHANGE EARNINGS AND OUTGO</b>			
Foreign Exchange Earned	(Rs. )	NIL	NIL
Foreign Exchange used	(Rs.)	NIL	NIL

**NOMINATION & REMUNERATION POLICY****1. Introduction**

Pursuant to Section 178 of the Companies Act, 2013, the Board of Directors had constituted the Nomination and Remuneration Committee. The Company considers human resources as its invaluable assets. This policy on nomination and remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 read along with the applicable rules thereto, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

**2. Objective and purpose of the policy**

The objectives and purpose of this policy are:

To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non-Executive) and recommend to the Board policies relating to the remuneration of the Directors, Key Managerial Personnel and other employees. This includes, reviewing and approving corporate goals and objectives relevant to the compensation of the Chief Executive Officer ("CEO"), evaluating the CEO's performance in light of those goals and objectives, and either as a committee or together with the other independent directors (as directed by the board), determine and approve the CEO's compensation level based on this evaluation; and making recommendations to the board with respect to non-CEO executive officer compensation, and incentive-compensation and equity-based plans that are subject to board approval;

The policy also addresses the following items: Committee member qualifications; Committee member appointment and removal; Committee structure and operations; and Committee reporting to the Board.

To formulate the criteria for evaluation of performance of all the Directors on the Board;

To devise a policy on Board diversity; and

To lay out remuneration principles for employees linked to their effort, performance and achievement relating to the Company's goals.

**Definitions**

- 'Board' means Board of Directors of the Company.
- 'Directors' means Directors of the Company.
- 'Committee' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and applicable listing agreements and/or regulations.



- 'Company' means SKYLINE INDIALIMITED.
- 'Independent Director' means a Director referred to in Section 149(6) of the Companies Act, 2013 and rules.
- 'Key Managerial Personnel (KMP)' means-
  - (i) the Managing Director or the Chief Executive Officer or the manager and in their absence, a Whole-time Director;
  - (ii) the Company Secretary; and
  - (iii) the Chief Financial Officer

Senior Management means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the Executive Directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

### **General**

This Policy is divided in three parts: -

Part – A covers the matters to be dealt with and recommended by the Committee to the Board; Part – B covers the appointment and nomination; and

Part – C covers remuneration and perquisites etc.

This policy shall be included in the Report of the Board of Directors.

### **Part – A**

#### **Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee**

The following matters shall be dealt by the Committee: -

##### **(a) Size and composition of the Board:**

Periodically reviewing the size and composition of the Board to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company as a whole and ensure compliance of various provision of applicable laws and listing agreement;

##### **(b) Directors:**

Formulate the criteria determining qualifications, positive attributes and independence of a director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board;

##### **(c) Succession plans:**

Establishing and reviewing Board and senior executive succession plans in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior

Management;

**(d) Evaluation of performance:**

Make recommendations to the Board on appropriate performance criteria for the Directors.

Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company.

Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the options of the business, the industry and their legal responsibilities and duties.

**(e) Remuneration framework and policies:**

The Committee is responsible for reviewing and making recommendations to the Board on:

- (i) the remuneration of the Managing Director, Whole-time Directors and KMPs
- (ii) the total level of remuneration of Non-Executive Directors and for individual remuneration for Non-Executive Directors and the Chairman, including any additional fees payable for membership of Board committees;
- (iii) the remuneration policies for all employees including KMPs, senior management and other employees including base pay, incentive payments, equity awards, retirement rights and service contracts having regard to the need to
- (iv) attract and motivate talent to pursue the Company's long-term growth;
- (v) demonstrate a clear relationship between executive compensation and performance; and
- (vi) be reasonable and fair, having regard to best governance practices and legal requirements.
- (vii) The Company's superannuation arrangements and compliance with relevant laws and regulations in relation to superannuation arrangements; and
- (viii) the Company's remuneration reporting in the financial statements.

**PART – B**

**Policy for appointment and removal of Director, KMPs and Senior Management**

***I. Appointment criteria and qualifications***

1. The Committee shall identify and ascertain the integrity, qualification, expertise, and experience of the person for appointment as Director, KMP or senior management level and recommend to the Board his / her appointment.
2. A person to be appointed as Director, KMP or senior management level should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
3. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors / areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.
4. The Company shall not appoint or continue the employment of any person as Managing Director / Executive Director who has attained the age of seventy years and shall not appoint Independent Director who is below age of 21years. Provided that the term of the person holding this position may

be extended at the discretion of the committee beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond Seventy years as the case may be.

5. A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors of the Company.

## **II. Term / Tenure**

### **1. Managing Director / Whole-time Director**

The Company shall appoint or re-appoint any person as its Managing Director and CEO or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

### **2. Independent Director**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director Serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time (Executive) Director of a listed company.

## **III. Retirement**

The Whole-time Directors, KMP and senior management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, KMP and senior management personnel in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company with the approval of shareholders by passing a special resolution at the general meeting of the Company.

## **PART – C**

### **Policy relating to the remuneration for Directors, KMPs and other employees**

#### **A. General**

1. The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.
2. The remuneration and commission to be paid to the Managing Director shall be in accordance with the provisions of Chapter xiii of the Companies Act, 2013 read with schedule V and the rules made thereunder.

3. The Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director.
4. Where any insurance is taken by the Company on behalf of its Managing Director, Chief Financial Officer, the Company Secretary, and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the

#### ***B. Remuneration to KMPs and other employees***

The policy on remuneration for KMPs and other employees is as below: -

##### **1. Fixed pay**

The remuneration and reward structure for employees comprises two broad components - annual remuneration and long-term rewards. The Committee would determine the remuneration of the Directors and formulate guidelines for remuneration payable to the employees.

These guidelines are as under:

##### **a) Annual remuneration**

Annual remuneration refers to the annual compensation payable to the employees of the Company. This comprises two parts - a fixed component, and a performance-linked variable component based on the extent of achievement of the individual's objectives and performance of the business unit. Employee is required to determine his/her key result areas for that particular defined role. The performance-linked variable pay will be directly linked to the performance on individual components of the performance and the overall performance of the business. An employee's variable pay would, therefore, be directly dependent on key performance measures that represent the best interests of shareholders.

The objective is to set the total remuneration at levels to attract, motivate, and retain high- caliber, and high potential personnel in a competitive global market. The total remuneration level is to be reset annually based on a comparison with the relevant peer group globally, established through independent compensation surveys, from time to time.

##### **b) Long-term rewards**

Long-term rewards may be granted to eligible key employees based on their contribution to the performance of the Company, relative position in the organization, and length of service under the supervision and approval of the Committee.

The grant, vesting and other scheme details would be formulated from time to time. These long-term reward schemes are implemented to attract and retain key talent in the industry.

##### **2. Minimum remuneration to Managing Director/ Chief Executive officer**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with

the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

***C. Remuneration to Non-Executive / Independent Directors***

**1. Remuneration**

The remuneration payable to each Non-Executive Director is based on the remuneration structure as determined by the Board, and is revised from time to time, depending on individual contribution, the Company's performance, and the provisions of the Companies Act, 2013 and the rules made thereunder.

The remuneration to the Non-executive Directors (including Independent Directors) may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding

1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

**2. Stock options**

The Independent Directors shall not be entitled to any stock option of the Company.

**Policy review**

This policy is framed based on the provisions of the Companies Act, 2013 and rules there under.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with law.

This policy shall be reviewed by the Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Committee. Any changes or modification on the policy as recommended by the Committee would be given for approval of the Board of Directors.

**ANNEXURE C**  
**Form No.MR-3**  
**SECRETARIAL AUDIT REPORT**

For the financial year ended 31<sup>ST</sup> March, 2025

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

To,  
The Members,  
SKYLINE INDIA LIMITED

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SKYLINE INDIA LIMITED** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

**PARA ONE**

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

1. The Companies Act,2013 (the Act) and the rules made there-under;
2. The Securities Contracts (Regulation)Act,1956('SCRA') and the rules made there-under;
3. The Depositories Act,1996 and the Regulations and Bye-laws framed there-under;
4. \*Foreign Exchange Management Act, 1999 and the rules and regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
5. The Reserve Bank of India Act,1934;
6. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
7. The Securities and Exchange Board of India(Substantial Acquisition of Shares and Takeovers)Regulations,2011;
8. The Securities and Exchange Board of India(Prohibition of Insider Trading)Regulations,2015;

\*The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)Regulations,2009;

\*The Securities and Exchange Board of India(Issue and Listing of Debt Securities)Regulations,2008;

\*The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client:

\*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

\*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998-.

\*No Event took place under these regulations

I have also examined the Compliances of the Provisions of the following other laws applicable specifically to the Company wherein I have also relied on the Compliance Certificates/declaration issued by the head of the respective department/management in addition to the checks carried out by me and found that company has complied with all the provisions of said Acts except the below mentioned observation in respect of the said Acts.

#### **Observation/Disclaimer in Clause (i) Para One of our Report**

#### **PARA SECOND**

I have also examined compliance with the applicable clauses of the following:-

Secretarial Standards on meeting of the Board of Directors (SS-1) and Secretarial Standards on General Meeting (SS-2) issued by Institute of Company Secretaries of India.

The Listing Regulations executed by Company with the Metropolitan Stock Exchange of India Limited.

Based on our verification of the Company's Books, papers, minutes books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, and its authorized representatives during the conduct of Secretarial Audit we hereby report that in our opinion during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

The Board of Directors of the Company is duly constituted as per section 149(4) of the Companies Act, 2013 and applicable clause of the Listing Agreement and LODR, 2015, if any. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

I further report that during the audit period the Company has: -

Taken Approval of Shareholders in Annual General Meeting of the Company held on 30<sup>th</sup> September 2024:

To approve re-appointment of Statutory Auditor of the Company;

**For D Dixit and Associates  
Company Secretaries**

Sd/-

Debasis Dixit

Prop.

M. No. F7218 CP. No. 7871

PR: 1823/2022

Date: 04.09.2025

Place: New Delhi

UDIN: **F007218G001167608**

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



## **Annexure A to the Secretarial Audit Report**

To,  
The Members,  
SKYLINE INDIA LIMITED

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on the secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on the random test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

### INDEPENDENT AUDITORS' REPORT

To the Members of **Skyline India Limited.**

I. Report on the Audit of the Standalone Financial Statements	
1.	<b>Opinion</b>
A.	We have audited the accompanying Standalone Financial Statements of <b>Skyline India Limited</b> ("the Company"), which comprise the <b>Balance Sheet</b> as at March 31, 2025, the Statement of <b>Profit and Loss</b> (including Other Comprehensive Income), the Statement of <b>Changes in Equity</b> and the <b>Statement of Cash Flows</b> for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").
B.	In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date
2.	<b>Basis for Opinion</b>
	We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Financial Statements.



3. Key Audit Matters		
<p>Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.</p>		
S.NO	Key Audit Matter	Auditor's Response
1.	Amount given to Sh. Rajesh Kumar Sanghi (Key managerial personnel) towards workshop security and guarantee security.	<p>Earlier the company has given interest free advance of Rs 1.45 crore and Rs 20.00 lakhs to Shri Rajesh kumar sanghi for personal guarantee given by him to bank, financial institution and Godwon security.. However even after passing of sustainable time of about 8 years neither the Company has received back full amount nor have any physical security in its control.</p> <p>(Net Balance due Rs. 70,93,937/- in the current year and Rs 64,06,897/- in the previous year)</p>
2.	The company has sold out All its Trucks and Trailers, operational fleets	<p>I. In the Financial year 2014-15 and 2015-16 , The Company has sold all its Trucks and Trailers, operational fleets. According to the information and explanations given to us, the company has so far not made any plans to replace its fixed assets that have been sold. There exists a substantial doubt that without replacement of fixed assets, the company will be able to continue as a going concern for the foreseeable future Further the company does not have secured any prestigious contracts ( except contract for pipeline laying contracts from related party in May 2023 )</p>
3.-	Office Repairs and Maintenance Expenses.	<p>a).During the financial year 2020-21 Company entered into lease agreement for three years with Shri Rajesh Kumar Sanghi, Director of the company. Company has incurred Rs. 2,06,344/- in the current year and Rs 2,47,768/- in the previous year total amounting to Rs 68,70,425/- towards repair/ renovation of the premises which has been booked as expense in the year of occurrence itself.</p>



<b>4.</b>	<b>Information Other than the Standalone Financial Statements and Auditor's Report Thereon</b>		
A.	The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon		
B.	In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other Information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.		
<b>5.</b>	<b>Management's Responsibility for the Standalone Financial Statements</b>		
A.	The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.		
B.	In preparing the Standalone 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 are responsible for overseeing the Company's		





		financial reporting process.
<b>6.</b>	<b>Auditor's Responsibilities for the Audit of the Standalone Financial Statements</b>	
A.	Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Standalone Financial Statements.	
B.	As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:	
	i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.	
	ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls	
	iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management	
	iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern	
	v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation	
C.	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.
	D.	We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
	E.	We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

	F.	From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication
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## II. Report on Other Legal and Regulatory Requirements

I.	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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account
	D.	In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
	E.	None of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
	F.	With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.



G.	<p>With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:</p> <p>In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.</p>
H.	<p>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, as amended in our opinion and to the best of our information and according to the explanations given to us:</p>
	i) The Company does not have any pending litigations which would impact its financial position in its Standalone Financial Statements
	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) The Company does not declared or paid any dividend during the year.
I.	<p>Provided that for the financial year commencing on or after the 1st day of April 2023, every company which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. Based on our examination, The audit trail has not been preserved by the company as per the statutory requirements for record retention. They are into the process of implementation of audit trail.</p>
2.	<p>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 "<b>Annexure B</b>" a statement on the matters specified in paragraphs 3 and 4 of the Order.</p>

For Nemani Garg Agarwal & Co.  
(Chartered Accountants)

*D. C. Kaushik*

(Dinesh Chand Kaushik)

Partner

M.No.505463

Date: 30/05/2025

Place: New Delhi

UDIN: 25505463BMLYIA5665





## **"Annexure A"**

(Referred to in paragraph 1 (F) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date on the standalone Ind AS Financial statements of **SKYLINE INDIA LIMITED** as at and for the year ended March 31, 2025)

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

We have audited the internal financial controls over financial reporting M/s Skyline India Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India(ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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





We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

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

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

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

#### **Opinion**

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

**For Nemani Garg Agarwal & Co.**  
**(Chartered Accountants)**

*D. C. Kaushik*  
**(Dinesh Chand Kaushik)**

**Partner**

**M.No.505463**

**Date: 30/05/2025**

**Place: New Delhi**

**UDIN: 25505463BMLYIA5665**



**“Annexure B”**

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date on the standalone Ind AS financial statements for the year ended on March 31, 2025 of **SKYLINE INDIA LIMITED**).

(i) (a)	(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.  (B) The Company has not any Intangible assets, Hence no further reporting is required.
(i) (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 a regular programme of physical verification of its Property, plant and equipment by which all Property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain Property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
(i) (c)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, Company does not own any immovable property, Hence no further reporting is required.
(i) (d)	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 revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.
(i) (e)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
(ii) (a)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were notice Hence, further reporting under this clause is not applicable.
(ii) (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 borrowed any working capital limits/ Loans from any banks.
(iii)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the



	<p>year,</p> <p>except the following:-</p> <p><b>Earlier the company has given interest free advance of Rs 1.45 crore and Rs 20.00 lakhs to Shri Rajesh kumar sanghi for personal guarantee given by him to bank , financial institution and Godwon security.. However even after passing of sustainable time of about 8 years neither the Company has received back any amount nor have any physical security in its control.</b></p> <p><b>(Net Balance due Rs. 70,93,937/- in the current year and Rs. 64,06,897/- in the previous year)</b></p>
(iii)(a)	<p>The Company has not granted any loans, secured or unsecured, to firms, limited liability partnerships or any other parties during the year.</p> <p>(A) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted any loans to subsidiaries</p> <p>(B) Based on the audit procedures carried on by us and as per the information and explanations given to us, the Company has not granted loans to a party other than subsidiaries.</p>
(iii)(b)	<p>According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company</p>
(iii)(c)	<p>According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular</p>
(iii)(d)	<p>According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given</p>
(iii)(e)	<p>According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdues of existing loans given to the same party.</p>
(iii)(f)	<p>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 given any loans either repayable on demand or without specifying any terms or period of repayment.</p>
(iv)	<p>According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013. Further, the Company has complied with the provisions</p>





	of Section 186 of the Companies Act, 2013 in relation to loans given and investments made.
(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)	According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.
(vii)(a)	The Company does not have liability in respect of Sales tax, Service tax, Duty of excise and Value added tax, GST, Provident fund, Employees' State Insurance, Income-tax, Duty of Customs, Cess and other material statutory dues during the year.
(vii)(b)	According to the information and explanations given to us, there are no dues of GST, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Value added tax, Cess or other statutory dues which have not been deposited by the Company on account of 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 did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable
(ix) (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.
(ix) (c)	According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable
(ix) (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 have been raised on short-term basis by the Company. Accordingly, clause 3(ix)(d) of the Order is not applicable.
(ix)(e)	According to the information and explanations given to us and on an overall examination of the 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 as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.



(ix) (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 as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.
(x)(a)	The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable
(x)(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 made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
(xi)(a)	Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit
(xi)(b)	According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
(xi)(c)	No whistle blower complaints has received by the Company during the year Hence no further reporting is required.
(xii)(a)	According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
(xiii)	In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards
(xiv) (a)	Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business
(xiv) (b)	We have considered the internal audit reports of the Company issued till date for the period under audit
(xv)	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 Companies Act, 2013 are not applicable to the Company
(xvi) (a)	The Company is not required to be registered under Section 45-IA of the Reserve Bank of



	India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
(xvi) (b)	The Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934; Accordingly, clause 3(xvi)(b) of the Order is not applicable.
(xvi) (c)	The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
(xvi) (d)	According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
(xvii)	The Company has incurred cash profit of Rs.2,99,266/- in the current year and in the immediately preceding financial year cash losses was Rs. 27,15,385/-.
(xviii)	There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable
(xix)	According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall Due.
(xx)	In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Companies Act, 2013 pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable

For Nemani Garg Agarwal & Co.  
(Chartered Accountants)

(Dinesh Chand Kaushik)

Partner

M.No.505463

Date: 30/05/2025

Place: New Delhi

UDIN: 25505463BMLYIA5665





# SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/4, Jhandewalan Extn. New Delhi -110055

## BALANCE SHEET as on 31.03.2025

(Amount in Rs. Hundered)

Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
1	2	3	4
<b>(1) ASSETS</b>			
Non-current assets		8,619	11,916
(a) Property, Plant and Equipment	2	7,799	11,207
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible assets		-	-
(f) Intangible assets under development		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets		-	-
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Loans		-	-
(iv) Others (to be specified)		-	-
(i) Deferred tax assets (net)	3	820	709
(j) Other non-current assets		-	-
<b>(2) Current assets</b>		79,005	72,659
(a) Inventories	13	4,485	4,485
<b>(b) Financial Assets</b>		2,059	1,804
(i) Investments		-	-
(ii) Trade receivables	4	-	-
(iii) Cash and cash equivalents	5	2,059	1,804
(iv) Bank balances other than (iii) above		-	-
(v) Loans		-	-
(vi) Others (to be specified)		-	-
(c) Current Tax Assets (Net)	6	1,522	2,301
(d) Other current assets	7	70,939	64,069
<b>Total Assets</b>		<b>87,624</b>	<b>84,574</b>
<b>EQUITY AND LIABILITIES</b>			
Equity		80,263	79,929
(a) Equity Share capital	8	398,259	425,906
(b) Other Equity	9	(317,996)	(345,978)
<b>LIABILITIES</b>		7,362	4,646
Non-current liabilities		-	-
(a) Financial Liabilities		-	-
(i) Borrowings		-	-
(ii) Trade payables		-	-
(iii) Other financial liabilities (other than those specified in item (b))		-	-
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)		-	-
(d) Other non-current liabilities		-	-
Current liabilities		7,362	4,646
<b>(a) Financial Liabilities</b>		-	-
(i) Borrowings		-	-
(ii) Trade payables		-	-
(iii) Other financial liabilities (other than those specified in item (c))		-	-
(b) Other current liabilities	10	7,362	4,646
(c) Provisions		-	-
(d) Current Tax Liabilities (Net)		-	-
<b>Total Equity and Liabilities</b>		<b>87,624</b>	<b>84,574</b>

See accompanying notes to the financial statements

As per our report of even date attached  
For NEMANI GARG AGARWAL & CO.  
Chartered Accountants

*D C Kaushik*  
(Dinesh Chand Kaushik)  
Partner  
M.No. 505463  
Audit Firm Regn. No. 010192N  
Place : New Delhi  
Date : 30/05/2025  
UDIN-25505463BMLYIA5665



For and on behalf of Board of Directors

*(Signature)*  
(Rajesh Kumar Sanghi)  
Managing Director  
DIN: 00482040  
*(Signature)*  
(Rajeev Gupta)  
Whole Time Director  
DIN: 00482252

*(Signature)*  
(Gaur Hari Sanghi)  
CFO  
*(Signature)*  
(Dinesh Kumar Shindl)  
Company Secretary  
M.No. 48815

# SKYLINE INDIA LIMITED

CTIN: - LS1909DL1996PLC075875

Regd. Office: 1E/4, Jhandewalan Extn. New Delhi -110055

## STATEMENT OF PROFIT & LOSS A/C as on 31.03.2025

(Amount in Rs. Hundred)

Particulars	Note No.	Figures for the current reporting period	Figures for the previous reporting period
I Revenue From Operations	11	28,244	52,318
II Other Income	12	6,868	4,549
III Total Income (I+II)		35,112	56,867
IV EXPENSES			
Operational Expenses		6,559	40,016
Purchases of Stock-in-Trade / Opening Stock		4,485	4,485
Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	13	(4,485)	(4,485)
Employee benefits expense	14	11,786	19,368
Finance costs	15	5.33	14.34
Depreciation and amortization expense		2,770	4,668
Other expenses	16	13,769	24,623
Total expenses (IV)		34,889	88,690
V Profit/(loss) before exceptional items and tax (I- IV)		223	(31,822)
VI Exceptional Items			-
VII Profit/(loss) before tax (V-VI)		223	(31,822)
VIII Tax expense:			
(1) Current tax		-	-
(2) Earlier year tax		-	-
(3) Deferred tax		(111)	(298)
(4) Mat Credit Entitlement		-	-
IX Profit (Loss) for the period from continuing operations (VII-VIII)		334	(31,525)
X Profit/(loss) from discontinued operations		-	-
XI Tax expense of discontinued operations		-	-
XII Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII Profit/(loss) for the period (IX+XII)		-	-
XIV Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XV Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		-	-
XVI Earnings per equity share (for continuing operation):			
(1) Basic		0.01	-0.74
(2) Diluted		0.01	-0.74
XVII Earnings per equity share (for discontinued operation):			
(1) Basic			
(2) Diluted			
XVIII Earnings per equity share (for discontinued & continuing operations)			
(1) Basic		0.01	-0.74
(2) Diluted		0.01	-0.74

See accompanying notes to the financial statements

As per our report of even date attached  
For NEMANI GARG AGARWAL & CO.  
Chartered Accountants

*D.C. Kaushik*  
(Dinesh Chand Kaushik)  
Partner  
M.No. 505463  
Audit Firm Regn. No. 010192N  
Place : New Delhi  
Date : 30/05/2025  
UDIN- 25505463BMLYIA5665



For and on behalf of Board of Directors

*(Rajesh Kumar Sanghi)*  
Managing Director  
DIN: 00482040

*(Gaur Hari Sanghi)*  
CFO

*(Rajeev Gupta)*  
Whole Time Director  
DIN: 00482252

*(Dinesh Kumar Shindi)*  
Company Secretary  
M.No. 48815



## SKYLINE INDIA LIMITED

REGD. OFFICE: 1E/11 JHANDEWALAN EXTN NEW DELHI  
CIN: - L51909DL1996PLC075875

### ACCOUNTING POLICIES & NOTES ON ACCOUNTS

Note No. : 1

#### A. Accounting Policies

##### 1. General :-

Accounting Policies not specifically referred to otherwise be consistent and in consonance with generally accepted accounting principles.

##### 2. Revenue Recognition :-

Expenses and Income considered payable and receivable respectively are accounting for on accrual basis except:-

- a) Insurance claims are accounted for on receipt basis
- b) Claims lodged against the company are accounted for on payment basis

##### 3. Fixed Assets :-

Fixed assets are stated at their original cost of acquisition including taxes freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

##### 4. Depreciation :-

Depreciation on Fixed Assets has been provided on written down value method, on the cost of Fixed Assets as per the rates, provided in Schedule II of the Companies Act, 2013.

##### 5. Investments :-

Company does not have any fixed deposit at the end of the Year.

##### 6. Inventories :-

The Inventory has been valued at cost or Market Price whichever is low.

##### 7. Taxes on Income:-

As there are accumulated losses as at 31.03.2025, no Provision for current tax is made.

- II. The company has followed the deferred tax accounting method. Consequently, the company has accounted for a Deferred Tax Assets at the end of the year amounting to Rs. 81,969.00/-



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Particulars	Deferred Tax asset/(liabilities) as at 1.4.2024	Tax effect of timing differences during the year	Deferred Tax asset/(liabilities) as at 31.3.2025
<u>Deferred Tax Liability</u>			
<u>Deferred Tax Asset::</u>	70,855.00		
Excess of block of fixed assets as per Income Tax Act as compared to Companies Act			
Difference in depreciation		11,114.00	
Net deferred Tax Asset/(Liability)	70,855.00	11,114.00	81,969.00

#### B. Notes on Accounts

1. The MSME status of the creditors is not known to the Company, hence the information is not given.
2. Sundry Creditors, Sundry Debtors, Loans & Advances and Unsecured Loans have been taken at their fair value subject to confirmation and reconciliation.

#### 3. Payments to Auditors:-

Auditors Remuneration	F Y 2024-25	F Y 2023-24
Statutory & Tax Audit Fees	70,000.00	70,000.00
GST	12,600.00	12,600.00
Others	Nil	Nil
Total	72,600.00	72,600.00

#### 4. Payment to Directors:-

Directors Remuneration	F Y 2024-25	F Y 2023-24
Vandana Gupta	60,000.00	48,000.00
Rajiv Gupta	1,35,000.00	1,80,000.00
Neelam Jain	31,250.00	25,250.00

5. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.



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 Hg, 1/H, Dmish

6. **Foreign currency transactions**

There are no foreign currency transaction during the year under review and immediately previous Financial year.

Expenditure in Foreign Currency	Nil	Nil
Earning in Foreign Exchange	Nil	Nil

7. **Lease Rental :-**

The Company has not given Vehicle on the operating lease during the year.

8. **Related Party disclosure:-**

ii) **Related Parties and their Relationship**

Related party disclosure as required under Accounting Standard -18 on 'Related party Disclosure' issued by the Chartered Accountants India are given below:

a) **Enterprises controlled by key management personnel : (where there were transaction during the year ) :**

Particulars	Nature of Receipts	Current Year	Previous Year
Rajesh Kumar Sanghi	Rent Paid	2,10,000.00	6,00,000.00
Skyline Automobiles	Contact Receipt	28,24,447.00	52,31,809.00
Radharaman skyline Infratech Pvt ltd	Freight Receipts	Nil	Nil
Radharaman skyline Infratech Pvt ltd	Contact Receipt	Nil	Nil

b) **Enterprises over which Key management personnel & their relatives are able to exercise significant influence (where there were transactions during the year) :**

Skyline Automobiles

Rajesh Sanghi

Radharaman skyline infratech pvt ltd



c) **Enterprises over which key management personnel & their relatives are able to exercise significant influence:-**

Particulars	Current Year	Previous Year
<b>i) Funds Received:-</b>		
Skyline Automobiles	28,24,447	89,76,259
Rajesh Sanghi	31,42,619	57,50,205
Radharaman skyline Infratech Pvt Ltd	70,005	34,73,235
<b>ii) Funds paid:</b>		
Skyline Automobiles	Nil	59,16,748
Rajesh Sanghi	37,91,363	11,93,443
Radharaman skyline Infratech Pvt Ltd	70,005	7,52,937

9. **Promoter's Shareholding:-**

Shares held by the promoters at the end of the year				
S.No.	Promoters Name	No. of Shares Held	% of Total Shares	% Changes during the year
1.	Rajesh Kumar Sanghi	28,39,950	71.31	Nil
2.	Skyline Automobiles Pvt. Ltd.	76,000	1.91	Nil
	Total	29,15,950	73.22	

10. **Disclosure of Ratios:-**

S.No.	Ratio	2024-25	2023-24	Variance	Reason
1	Current Ratio	10.73	15.64	-31%	There is a decrease in ratio due to increase in Current Liabilities.
2	Debt-Equity Ratio	Nil	Nil	NA	NA
3	Debt service coverage Ratio	Nil	Nil	NA	NA
4	Return on equity Ratio	0.42	-39.44	101%	There is a increase in ratio due to increase in Profitability.
5	Inventory turnover Ratio	Nil	Nil	NA	NA



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 1. A signature that appears to be "H. G." or similar.  
 2. A signature that appears to be "Suman".  
 3. A signature that appears to be "Sandeep".

6	Trade receivables turnover Ratio	Nil	Nil	NA	NA
7	Trade payables turnover Ratio	Nil	Nil	NA	NA
8	Net capital turnover Ratio	0.35	0.65	-46%	There is a decrease in ratio due to decrease in Turnover.
9	Net profit Ratio	0.01	-0.60	102%	There is a increase in ratio due to increase in Profitability.
10	Return on capital employed	0.00	-0.39	101%	There is a increase in ratio due to increase in Profitability.
11	Return on investment	Nil	Nil	NA	NA

**11. Information required as per the Micro , Small and Medium Enterprises Development Act 2006 :-**

The company has not received any confirmation from its vendors/ services providers regarding their status of the registration under the Micro, Small and Medium Enterprises Development Act,2006 and hence disclosures, if any, relating to amounts unpaid as at the yearend together with interest paid/payable as required under the said act have not been furnished.

12. Voucher's are partly prepared and checked.

13. There are no employees eligible for gratuity Act.

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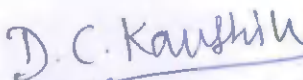




14. As the company's business activity falls within a single primary business segment viz Transport, the disclosure requirements of Accounting Standards (AS-17) Segment Reporting issued by the Institute of Chartered Accountants of India are not applicable.

15. There is no expenditure on employees in receipt of remuneration in excess of limit laid down under Section 217(2A) of the Companies Act 1956.


**For NEMANI GARG AGARWAL & CO.**  
(Chartered Accountants)

  
**DINESH CHAND KAUSHIK**  
Partner  
M. No. 505463  
FRN. 0100192N



**For SKYLINE INDIA LIMITED**

  
**RAJESH KUMAR SANGHI**  
Mg Director  
DIN: 00482040

  
**RAJEEV GUPTA**  
Whole Time Director  
DIN: 00482252

Place :- New Delhi  
Date :- 30/05/2025  
UDIN :- 25505463BMLYIA5665

  
**DINESH KUMAR SHINDI**  
Company Secretary  
M.No. 48815

  
**GAUR HARI SANGHI**  
CFO

SKYLINE INDIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 March 2025  
(Amount in Rs. Hundred)

SCHEDULE NO. 2

Property, Plant and Equipment

	As at 31.03.2025	As at 31.03.2024
--	---------------------	---------------------

Carrying amount of:  
Property, plant and equipment

7,799 11,207

Cost or deemed cost

Balance as at April 1, 2024	2,825.50	6,513.00	2,901.94	6,905.22	5,572.70	24,718.37
Additions	-	-	-	-	-	-
Disposals	395.00	6,513.00	55.00	-	-	6,963.00
Balance as at March 31, 2025	2,430.50	-	2,846.94	6,905.22	5,572.70	17,755.37

Accumulated depreciation

Balance as at April 1, 2024	1,589.56	5,683.91	2,324.66	1,833.17	2,079.87	13,511.17
Depreciation expense	304.26	384.49	258.62	918.04	904.29	2,769.71
Impairment	-	-	-	-	-	-
Eliminated on disposals of assets	209.88	6,068.40	46.31	-	-	6,324.59
Balance as at March 31, 2025	1,683.94	-	2,536.97	2,751.21	2,984.16	9,956.29

Net book value

Balance as at March 31, 2025	746.57	-	309.97	4,154.01	2,588.54	7,799.08
Balance as at March 31, 2024	1,235.94	829.09	577.28	5,072.05	3,492.83	11,207.20



Handwritten signatures and initials: "Garg", "Agarwal", and "Srinivas" with dates "17/3/25" and "18/3/25".

# SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/4, Jhandewalan Extn. New Delhi -110055

(Amount in Rs. Hundered)

## NOTES FORMING PART OF FINANCIAL STATEMENTS

### AS AT 31ST MARCH, 2024

#### 3 DEFERRED TAX - On Depreciation

	As at 31st March, 2025	As at 31st March, 2024
Opening Balance	709	411
Add: During the Year	111	298
	<u>820</u>	<u>709</u>
Total		

#### 4 CURRENT FINANCIAL ASSETS - TRADE RECEIVABLES

(Unsecured, considered good unless otherwise stated.)

Trade Receivables outstanding for a period exceeding Six months

From Related Parties	-	-
From Others	-	4,943

Other Trade Receivables

From Related Parties	-	-
From Others	-	-
	<u>-</u>	<u>4,943</u>

#### 5 CURRENT FINANCIAL ASSETS - CASH & CASH EQUIVALENTS

Cash in hand	1,749	558
Balance with Banks:-		
Current Accounts	310	1,246
Cheques in hand	-	-
Fixed Deposit	-	-
	<u>2,059</u>	<u>1,804</u>

#### 6 CURRENT TAX ASSETS

Advance Tax/TDS	565	1,111
Recoverable in respect Statutory dues	-	250
Gst Credit Recoverable	-	-
Other	957	940
	<u>1,522</u>	<u>2,301</u>

#### 7 OTHER CURRENT ASSETS

Advance Recoverable in cash  
or in kind or for value to be received

- From Related Party	70,939	64,069
- From Others	-	-
	<u>70,939</u>	<u>64,069</u>

#### 10 OTHER CURRENT LIABILITIES

Other Liabilities

Payable in respect Statutory dues	3,750	317
Expenses Payable	3,295	1,077
Other Payables	317	3,251
	<u>7,362</u>	<u>4,646</u>



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SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/4, Jhandewalan Extn. New Delhi -110055

STATEMENT OF CHANGES IN EQUITY

SCHEDULE NO. 8 (Amount in Rs. Hundered)

A. Equity Share Capital	
Particular	Amount
Balance as at March 31, 2024	425,906.37
Bonus shares issued during the year	-
Cancellation of forfeited shares	-27,647.87
Balance as at March 31, 2025	398,258.50

SCHEDULE NO. 9

B. Schedule of Other Equity (SOCE)

Share application in money pending allotment	Equity component of compound financial instruments	Reserve and Surplus	Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings	Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
Balance at the April 1, 2024	-	-	-	-	-	(345,978)	-	-	-	-	-	-	-	(345,978)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	334	-	-	-	-	-	-	-	334
Any other change (to be specified)#	-	-	-	-	-	27,648	-	-	-	-	-	-	-	27,648
Balance at the end of the reporting period	-	-	-	-	-	27,648	(345,644)	-	-	-	-	-	-	(317,996)

# In pursuant to the board meeting dated February 14, 2025, the board of directors of the Company has cancelled 1105915 forfeited equity shares of Rs.10/- each



Handwritten signatures and initials: 'Soni' and 'Rajeev'.

**SKYLINE INDIA LIMITED**

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn, New Delhi -110055

(Amount in Rs. Hundered)

**NOTES FORMING PART OF FINANCIAL STATEMENTS****AS AT 31ST MARCH, 2024**

NOTES	As at 31st March, 2025	As at 31st March, 2024
<b>11 REVENUE FROM OPERATION</b>		
Sales of Service	28,244	52,318
	<u>28,244</u>	<u>52,318</u>
<b>12 OTHER INCOME</b>		
Interest	-	21
Interest on loan to related party	3,426	4,344
Amount w/off	3,442	185
	<u>6,868</u>	<u>4,549</u>
<b>13 INVENTORIES</b>		
Stock In Trade		
a) Packing material	4,485	4,485
b) Work in progress	-	-
	<u>4,485</u>	<u>4,485</u>
<b>14 EMPLOYEE BENEFIT EXPENSES</b>		
Salary, Wages and Bonus	7,851	11,460
Director remuneration	2,263	2,533
Uniform Expenses	-	216
Staff welfare	1,673	5,159
	<u>11,786</u>	<u>19,368</u>
<b>15 FINANCE COST</b>		
Finance Charges	-	-
Bank Charges	5	14
	<u>14</u>	<u>14</u>
<b>16 OTHER EXPENSE</b>		
Auditor's Remuneration		
a) Statutory Audit Fees	700	700
Advertisement & publicity	353	367
Business Promotion Exp	-	120
Computer Expenses	1,388	2,146
Conveyance Expense	482	363
Fees stock exchange	1,130	1,240
Festival Expenses	-	-
GST Demand	-	-
Houskeeping Expenses	-	319
Insurance	-	-
Misc expenses	834	2,966
Petrol Expenses	1,272	2,932
Postage and Courier Exp	80	72
Printing & Stationery Expenses	250	246
Professional Exp	990	1,936
Rental expense	2,100	6,000
Repair & Maintenance/ renovation exp	2,063	2,478
ROC filling Fees	38	60
Short aud/Excess	108	11
Telephone and Internet exp	1,117	448
Travelling Expenses	525	1,790
Water & Electricity Company	340	429
	<u>13,769</u>	<u>24,623</u>

*Smeeh* *Hg* *ifera*



**SKYLINE INDIA LIMITED**  
CIN:- L51909DL1996PLC075875

Regd. Office : 1E/4, Jhandewalan Extn. New Delhi - 110055  
**Cash Flow Statement for the year ended 31ST MARCH, 2025**

Particulars	Amount (Rs.) 31-Mar-25	Amount (Rs.) 31-Mar-24	Amount (Rs.) 31-Mar-24
<b>Operating Activity</b>		<b>(Amount in Rs. Hundered)</b>	
Net Profit Before Tax		223	(31,822)
Adjustment For			
Profit on sale of fixed assets	-	-	
Interest charged	-	-	
Amount w/off	-	-	
Depreciation	2,770	4,668	
Dividend from mutual funds	-	-	
Interest received	-	2,770	(21)
Operating Profit Before Working Capital Change	2,993	2,993	(27,175)
<b>Changes in working capital</b>			
(Increase)/Decrease in Inventories	-	9,598	
(Increase)/Decrease in Trade receivables	-	4,943	
(Increase)/Decrease in Long Term Loans and Advances	-	-	
(Increase)/Decrease in Short Term Loans and Advances	(6,091)	8,283	
Increase/(Decrease) in Trade paybles	-	-	
Increase/(Decrease) in Other Current Liabilities	2,716	(3,376)	823
Cash generated from Operation		(383)	(3,528)
Income Tax Paid / (Refund)			
<b>Net Cash from Operating Activity (A)</b>		<b>(383)</b>	<b>(3,528)</b>
<b>Investing activity</b>			
Increase / Decrease in Fixed Assets	-	-	
Sale of Fixed Assets	637	-	
Sale of Investments	-	-	
Dividend from mutual funds	-	-	
Change in Capital Work in Progress	-	-	
<b>Net Cash from Investing Activity (B)</b>		<b>637</b>	<b>-</b>
<b>Financing Activities</b>			
Proceeds from Share capital	-	-	
Repayment of Long Term Borrowings	-	-	
Interest received	-	21	
Interest Paid	-	-	21
<b>Net Cash from Financing Activity (C)</b>		<b>-</b>	<b>21</b>
Net (Increase)/(Decrease) in A, B & C) in Cash & Cash equivalents		255	(3,508)
Opening Cash & Cash Equilent		1,804	5,312
Closing Cash & Cash Equilent*		2,059	1,804
<b>* Comprises</b>			
Cash in hand		1,749	558
Cheques in hand		-	-
Balance with Banks			
Current Accounts		310	1,246
Fixed Deposit		-	-
		2,059	1,804

See accompanying notes to the financial statements  
As per our report of even date attached

For NEMANI GARG AGARWAL & CO.  
Chartered Accountants

**D.C. Kaushik**  
(Dinesh Chand Kaushik)  
Partner  
M.No. 505463  
Audit Firm Regn. No. 022073N



Place : New Delhi  
Date : 30/05/2025  
UDIN- 25505463 BMLYIA5665

For and on behalf of Board of Directors

**Rajeev Gupta**  
(Rajeev Gupta)  
Whole Time Director  
DIN: 00482252

**Sonish**  
(Dinesh Kumar Shindi)  
Company Secretary  
M.No. 48815

**Rajesh Kumar Sanghi**  
(Rajesh Kumar Sanghi)  
Managing Director  
DIN: 00482040

**Gaur Hari Sanghi**  
(Gaur Hari Sanghi)  
CFO