

HCKK Ventures Limited

CIN-L45100MH1983PLC263361

Registered Office: Office No. 514, Roongta Business Center, 5th Floor, Govind Nagar, Nashik- 422009
Tel: +91 8976707683 Email: info@hckkventures.com Website: www.hckkventures.com

Date: 01st September, 2023

To,
Department of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001
Scrip Code: 539224

Sub.: Submission of Annual Report of the Company under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: HCKK Ventures Limited (539224)

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the financial year 2022-23.

The same is also available on the website of the Company at <https://www.hckkventures.com/> .

Thanking you,

Yours faithfully,

For HCKK Ventures Limited

Prashant Agarwal
Company Secretary Cum Compliance Officer

HCKK VENTURES LIMITED



40TH ANNUAL REPORT 2022-23

Index

Content		Page No
1.	Corporate Information	03
2.	Our Profile	05
3.	Our Services	06
4.	Our Collaboration	07
5.	Shareholder's Information	
	- Financial Performance	08
	- Monthly High and Low	10
6.	Notice of 40th Annual General Meeting	11
7.	Board's Report	23
8.	Annexure I- Management Discussion	32
9.	Annexure II- Secretarial Audit Report	35
10.	Independent Auditor Report	44
11.	Financial Statements	54
12.	Proxy Form	80
13.	Attendance Slip	81
14.	Ballot Form	82

CORPORATE INFORMATION

BSE SCRIP ID	:	HCKK VENTURE
BSE SCRIP CODE	:	539224
CIN	:	L45100MH1983PLC263361
ISIN	:	INE345Q01017

<p><u>SHARES LISTED ON STOCK EXCHANGES</u> Bombay Stock Exchange Limited</p>	<p><u>REGISTERED OFFICE</u> Office No. 514, Roongta Business Center, 5th Floor, Govind Nagar, Nashik- 422009. Tel: +91 8976707683 Email id: info@hckkventures.com Website: www.hckkventures.com</p>
<p><u>STATUTORY AUDITORS</u> M/s. D. R. Mehta & Associates Chartered Accountant H-2, Everest Building, 9th Floor, Tardeo Circle, Mumbai - 400034.</p>	<p><u>SECRETARIAL AUDITORS</u> M/s. HD & Associates Practicing Company Secretary Office No. 411, Parikh Market Bldg, Opera House, Charni Road, Mumbai- 400004.</p>

<p><u>REGISTRAR AND SHARE TRANSFER AGENT</u> Purva Sharegistry (India) Pvt. Ltd, Unit no. 9, Shiv Shakti Ind. Estate, J. R. Boricha marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai, Maharashtra, 400011 Tel: 022 - 23012518/ 0771/8261/6761 Website: www.purvashare.com</p>	<p><u>BANKERS</u> <u>ICICI BANK</u> Free Press House, 215, Nariman Point, Mumbai-400021.</p>
--	---

<p>COMPANY SECRETARY CUM COMPLIANCE OFFICER PRASHANT AGARWAL</p>
--

BOARD OF DIRECTORS



Mr. Apurv Bhargava
Managing Director



Mr. Rajendraprasad Bhagirathi Tiwari
Chief Financial officer



Mr. Amit Maheshwari
Executive Director



Mr. Antoo Kallan
Non-Executive- Independent Director



Mr. Suresh Shivanna Salian
Non-Executive- Independent Director



Mrs. Bijal Durgavale
Non-Executive- Independent Director

HCKK VENTURES LIMITED**OUR PROFILE**

HCKK Ventures Limited (“HCKK”) was incorporated in March 1983. HCKK was a company created to invest in the industrial sector by realizing new opportunities that are economically viable and add value. HCKK plays the role of a developer of the industry segment through selected projects financing and Loans.

During the year, a significant transition in the ownership structure of the company took place. This transformation involved the transfer of ownership from Mr. Harish Kanchan to Mr. Amit Maheshwari and Mr. Kunal Maheshwari. The transfer was conducted in accordance with the Open Offer mode regulation, as stipulated by the Securities and Exchange Board of India (substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, which is commonly referred to as the "SEBI (SAST) Regulations."

Post Change in Ownership of the Company the Company started its operation into Information Technology sector by offering specialized consultancy services to businesses in the Logistics, Telecommunication, and Education industries. Through strategic partnerships with esteemed companies, HCKK equips its clients with cutting-edge software solutions, tailored to streamline regulatory compliance in areas such as e-Invoicing, E-Way Bill, Goods and Services Tax (GST), and Digital Certificates.

OUR SERVICES

HCKK stands at the vanguard of the technology sector, delivering expert consultancy services to enterprises within the Logistics, Telecommunication, and Education domains. By forging strategic alliances with renowned enterprises, HCKK empowers its clients with state-of-the-art software solutions meticulously crafted to enhance regulatory compliance. These solutions encompass key domains like e-Invoicing, E-Way Bill, Goods and Services Tax (GST), and Digital Certificates, ushering in a streamlined and efficient operational landscape.

Furthermore, HCKK is distinguished for its comprehensive approach to turnkey projects, wherein it oversees the implementation of holistic Enterprise Resource Planning (ERP) systems for integrating Logistics, Freight forwarding, Warehousing, Transportation for its clientele. This involves a detailed process that spans from system analysis to implementation, coupled with sustained support to ensure the successful realization of objectives.

In its pursuit to foster innovation and bolster capabilities, HCKK is on the cusp of inaugurating its own state-of-the-art development center in Mumbai. This facility will serve as a beacon for technological advancement and client-centric solutions.

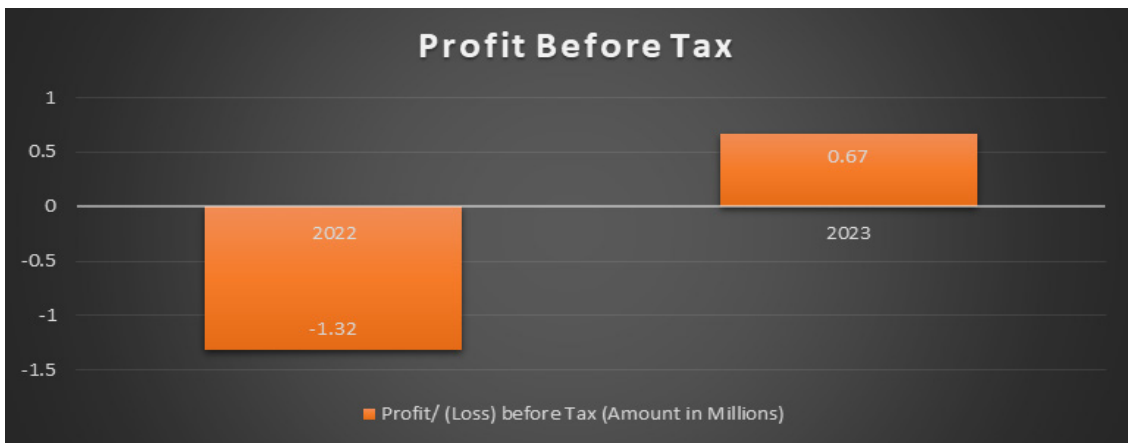
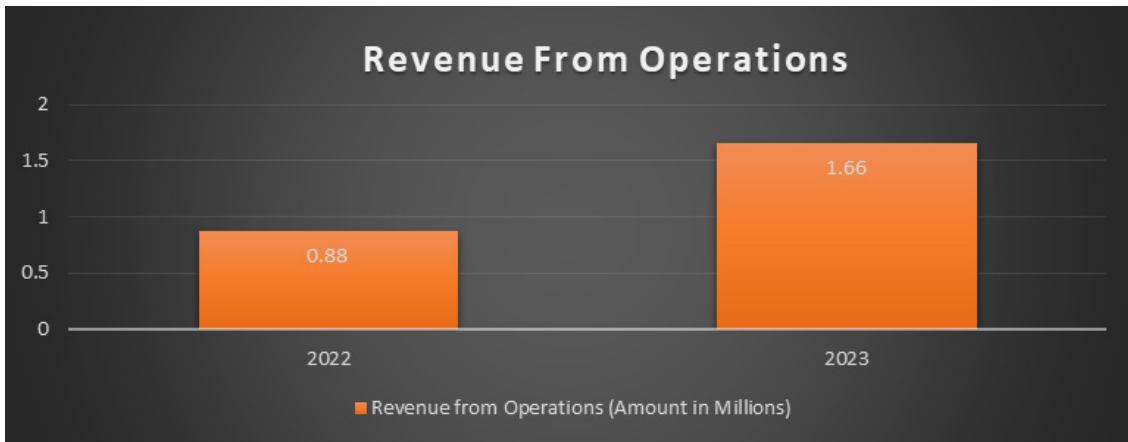
Central to HCKK's ethos is the commitment to optimizing client satisfaction through tailor-made solutions that maximize benefits and empower businesses to thrive in a dynamic market landscape.,

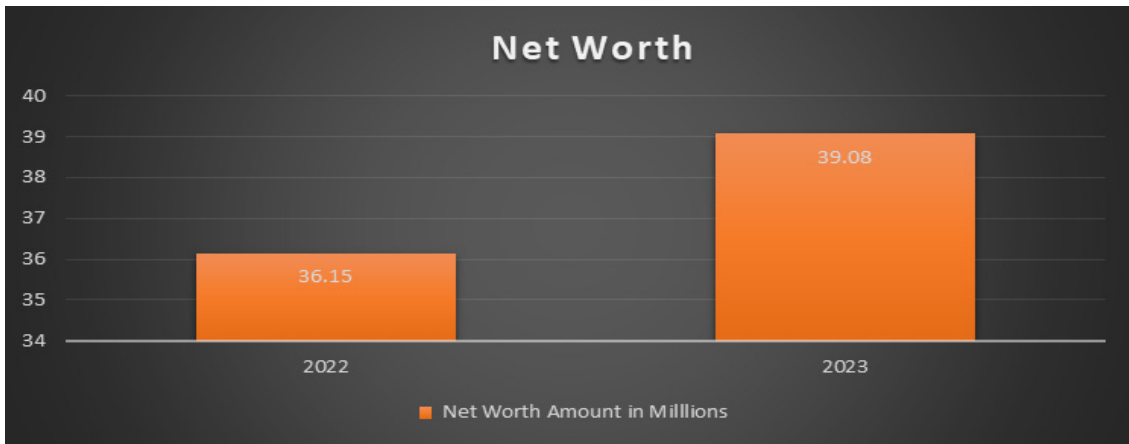
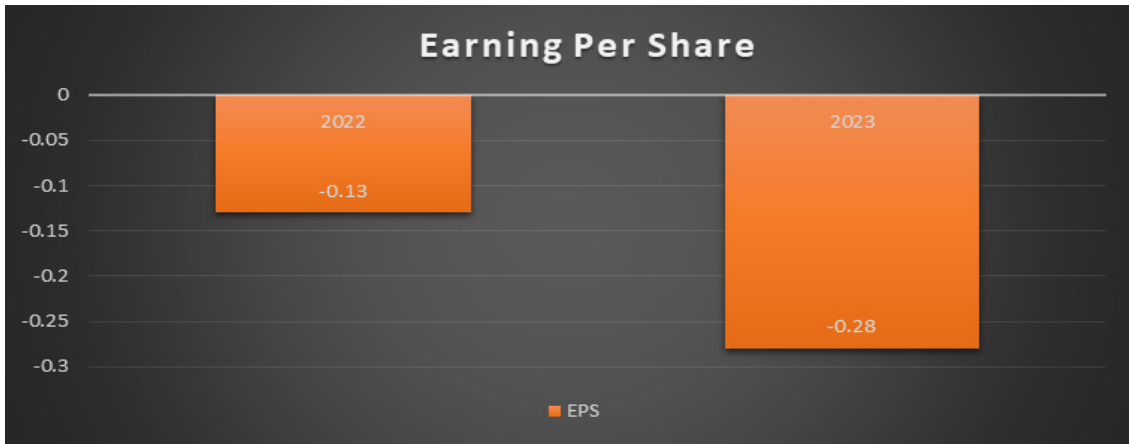
Our Core thought remains the same when we started this journey "Eliminate Error, Boost Revenue, Digitize the process and make Employees focus on high level Jobs".

OUR COLLABORATION

Webtel Electrosoft Pvt. Ltd. is a leading software solutions company specializing in taxation, compliance, and financial management. They offer innovative and efficient technology solutions that help businesses streamline operations, boost productivity, and ensure compliance with regulations. With their user-friendly and feature-rich software products and services, Webtel has become a trusted partner for professionals and organizations seeking advanced solutions in finance and taxation.

FINANCIAL PERFORMANCE





MONTHLY HIGH AND LOW QUOTATION

MONTH	HIGH	LOW
April 2022	42.05	34.85
May 2022	36.15	13.35
JUNE 2022	14.52	9.57
JULY 2022	14.14	10.72
AUGUST 2022	17.92	10.92
SEPTEMBER 2022	27.37	12.17
OCTOBER 2022	62.05	28.70
NOVEMBER 2022	74.55	45.80
DECEMBER 2022	84.25	50.15
JANUARY 2023	107.90	75.55
FEBRUARY 2023	104.15	80.40
MARCH 2023	107.10	96.90

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 40TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HCKK VENTURES LIMITED WILL BE HELD ON WEDNESDAY, 27TH SEPTEMBER, 2023 AT 03:30 P.M. AT SURYA HOTEL, MUMBAI AGRA ROAD, INDIRA NAGAR, NASHIK- 422009 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2023 ALONG WITH NOTES THEREON AS ON THAT DATE AND THE REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON:**

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

“RESOLVED THAT, the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the reports of Board and Auditors thereon be and hereby considered and adopted.”

SPECIAL BUSINESS:

2. **TO APPOINT MR. APURV BHARGAVA AS A MANAGING DIRECTOR CUM CHIEF EXECUTIVE OFFICER OF THE COMPANY:**

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

“RESOLVED THAT pursuant to the provisions of Sections 152, 161, 196, 197 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), The Companies (Appointment and Qualification of Directors) Rules, 2014, The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and the (including any statutory modification(s) or re-enactment thereof for the time being in force) and, the consent of the Members of the Company be and is hereby accorded to appointment of Mr. Apurv Bhargava (holding DIN 10175879), who was appointed as an Managing Director with effect from 30th May, 2023 and Chief Executive officer with effect from 25th August, 2023 on the Board of the Company, be and is hereby appointed as an Managing Director cum Chief Executive officer of the Company, for a period of 5 Years with effect from 30th May, 2023 and 25th August, 2023 respectively, on the remuneration and on such terms and conditions as set out in the Explanatory Statement and authority to the Board of Directors to alter and vary the terms and conditions of the said appointment from time to time within the scope of Schedule V of the Companies Act, 2013, who shall not be liable to retire by rotation;

FURTHER RESOLVED THAT any one Director of the company be and is hereby authorized to do all such deeds, acts and things as may be necessary for giving effect to the above resolutions including communication with Stock Exchanges and other statutory bodies.”

**By The Order of the Board of Directors
For HCKK Ventures Limited
Sd/-**

**Date: 25th August, 2023
Place: Mumbai**

**Prashant Agarwal
Company Secretary Cum Compliance Officer**

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

The following is the Explanatory Statement as required by Section 102 of the Companies Act, 2013, sets out all material facts relating to Special Business mentioned in the Notice for convening the Annual General Meeting of the members of the Company:

ITEM NO. 02:

The Board of Directors of the Company had approved appointment Mr. Apurv Bhargava having DIN: 10175879 of the Company as an Additional Managing Director with effect from 30th May, 2023 and as a Chief Executive Officer with effect from 25th August, 2023 for the period of 5 years. The Board has taken the decision of said appointment based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Apurv Bhargava signifying his candidature as an as a Managing Director cum Chief Executive Officer of the Company.

Mr. Apurv Bhargava is not disqualified from being appointed as a Director or Managing Director cum Chief Executive Officer in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be appointed and has given his consent to act as Managing Director of the company. He satisfies all the conditions as set out in Section 196(3) of the said Act and Part-1 of Schedule V thereof and hence, is eligible for appointment. In the opinion of the Board, Mr. Apurv Bhargava fulfills the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for appointment as Managing Director cum Chief Executive Officer of the Company.

The Details required under 36(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 is annexed as Annexure to the Notice.

It is proposed to seek members approval for the appointment of and remuneration payable to Mr. Apurv Bhargava as Managing Director cum Chief Executive Officer, in terms of said act, and the rules made thereunder.

Broad Particulars of the terms of re-appointment and remuneration payable to Mr. Apurv Bhargava are as under:

a. Salary:

Basic Salary: INR. 8,40,000 Per Annum

b. Perquisites and Allowances:

- i. The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable, statutory contribution to retirement funds and encashment of leave, as per the rules of the company, shall be in addition to the basic salary mentioned under (a) above, and as per the limits prescribed under the applicable laws of the country.
- ii. The Managing Director shall be entitled to perquisites for a maximum sum of INR. 8,40,000 Per Annum.

c. Reimbursement of Expenses:

The Managing Director shall be reimbursed at actuals for all the expenses incurred by him during business trips conducted on behalf of the company. This reimbursement of expenses will not be included in the calculation of the remuneration or perquisites of the Managing Director.

d. Bonus/Employees Stock Options:

The Managing Director shall be paid Performance Linked Bonus in each financial year, based on the performance parameters as may be determined by the Board of Directors or any of its Committee. These bonuses shall not be considered as a part of perquisites under (b) above.

The Managing Director may be granted employees stock options from time to time, which shall not be considered as a part of perquisites under (b) above.

e. Minimum Remuneration:

In the event of loss or inadequacy of profits in any financial year, during the currency of the term of the Managing Director, the company will pay remuneration to the Managing Director, within the maximum ceiling per annum as per Section II of Part II of Schedule V to the Companies Act, 2013, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, as per the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the company.

f. Commission on Profits:

The Managing Director may be paid during a financial year commission on profits for that year at a rate as may be determined by the Board of Directors or its committees. Such commission on profits shall be included in the calculation for the aggregate remuneration payable to the Managing Director and the Whole-time Directors in financial year by way of salary, perquisites and allowances, incentive / bonus / performance linked incentive, remuneration based on net profits, etc. which shall not exceed in the aggregate one percent of the net profits of the company in that financial year as computed in the manner laid down in Section 198 of the Companies Act 2013 including any statutory modification(s) or re-enactment(s) thereof.

Mr. Apurv Bhargava, do not hold Equity Shares of the company.

This Explanatory Statement may also be considered as the requisite abstract under Section 190 of the Companies Act, 2013 setting out the terms and conditions of appointment of Mr. Apurv Bhargava as the Managing Director of the company.

Save and except Mr. Apurv Bhargava, and their relatives to the extent of their shareholding interest, if any, in the company, none of the other Directors, Key Managerial Personnel of the company and their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid resolution.

The Board commends the Special Resolution set out at Item No. 02 for the approval of Members.

ANNEXURE A

Brief Profile / Disclosure Relating to Directors Re-appointed pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings:

I. MR. APURV BHARGAVA:

DIN & Date of Birth	10175879 – 25/07/1965
Qualification	Graduating with a degree in Electronics Engineering
Experience in specific area	<p>Mr. Apurv Bhargava embarked on his professional journey equipped with a robust technical understanding that would come to underpin his successful career. The diversity of industries that Apurv chose to step into, including Telecom, Office Automation, Computers, and Education, demonstrated his appetite for varied experiences and new challenges.</p> <p>He started his career as a Research Engineer with Philips in their Industrial Electronics Division and was involved in launching Music Studio Equipment's. His First Major role was with NIIT where he was involved in Operation, Sales, Marketing, in Computer Education Division where he orchestrated the efforts of his sales team, building fruitful relationships with partners and stakeholders. Eventually, Apurv's journey led him to Gionee Mobile Phones.</p> <p>Where he was handling the western region of India viz. Rajasthan, Gujarat, Maharashtra, MP, Chhattisgarh As the Vice President of Business Development, he steered the company's growth through strategic partnerships and alliances, successfully attracting new clients and expanding Gionee market reach.</p> <p>Apurv Bhargava's career trajectory clearly displays his results-oriented nature, his robust relationship-building skills, and his strong leadership abilities. His experiences, coupled with his sales and distribution expertise, make him a strong contender for leadership roles in technology companies. As he continues to seek new challenges, his journey serves as a testament to his unwavering dedication, adaptability, and exceptional professional capabilities. His goal now is to bring his unique combination of skills to a role as the Managing Director of a technology firm, contributing towards the achievement of their objectives while fostering a collaborative and high performing work environment.</p>
Directorship in other Companies	Nil
Committee positions held in other Companies	Nil
No. of shares held in the Company	Nil

NOTES:

1. Information regarding appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 (“the Act”) and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) is annexed hereto.
2. In line with the Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.hckkventures.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. Bombay Stock Exchange Limited at www.bseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
3. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
4. Shareholders holding the shares in physical mode are requested to notify immediately the change of their address and bank particulars to the R&T Agent of the Company. In case shares held in dematerialized form, the information regarding change of address and bank particulars should be given to their respective Depository Participant.
5. In terms of Section 72 of the Act, nomination facility is available to individual shareholders holding shares in the physical form. The shareholders who are desirous of availing this facility, may kindly write to Company’s R&T Agent for nomination form by quoting their folio number.
6. The Register of Directors’ and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act and all other documents referred to in this Notice will be available for inspection in electronic mode.
7. **Process and manner for shareholders opting for voting through electronic means:**
 - i. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 14th December, 2021, 5th May, 2022 and 28th December, 2022, the Company is providing facility of remote e-voting to its shareholders 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), as the authorized e-voting agency for facilitating voting through electronic means. The facility of casting votes by a shareholder using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL.
 - ii. Shareholders whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Wednesday, 20th September, 2023, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
 - iii. A person who has acquired the shares and has become a shareholder of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Wednesday, 20th September, 2023, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the procedure mentioned in this part.
 - iv. The remote e-voting will commence on Sunday, 24th September, 2023 at 09.00 A.M. and will end on Tuesday, 26th September, 2023 at 05.00 P.M. During this period, the shareholders of the Company holding shares either in physical form or in demat form as on the Cut-off date. i.e. Wednesday, 20th

September, 2023 may cast their vote electronically. The shareholders will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.

- v. Once the vote on a resolution is cast by the Shareholder, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Wednesday, 20th September, 2023.
- vii. The Company has appointed HD And Associates, Practicing Company Secretary (Membership No. ACS: 47700; CP No: 21073), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the AGM, in a fair and transparent manner.

8. Process for those shareholders whose email ids/ mobile no. are not registered:

- a) 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 RTA email id support@purvashare.com.
- b) For 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.

9. The instructions for shareholders for remote voting are as under:

- i. The voting period begins on Sunday, 24th September, 2023 at 09.00 A.M. and will end on Tuesday, 26th September, 2023 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 i.e. Wednesday, 20th September, 2023 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated 9th December, 2020, 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.

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

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December, 2020 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.

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL's 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 CDSL website www.cdslindia.com and click on Login icon and select New System Myeasi Tab. 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 & voting during the meeting. Additionally, there are 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress during or before the AGM.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.

	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your 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 or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	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's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

- v. Login method for e-Voting and joining virtual meeting for physical shareholders and shareholders other than individual holding in demat form.
1. The shareholders should log on to the e-voting website www.evotingindia.com.
 2. Click on Shareholders.
 3. Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.

PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. 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.
- viii. For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN of the Company – HCKK VENTURES LIMITED on which you choose to vote.
- x. 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.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii. 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.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. 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.

- xvi. There is also an optional provision to upload Board Resolution/Power of Attorney if any uploaded, which will be made available to scrutinizer for verification.
- xvii. Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

xviii. **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be 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, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 5533.

10. The instructions for shareholders attending e-voting during meeting are as under: -

- i. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
 - ii. Shareholders 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.
11. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.hckkventures.com and on the website of CDSL i.e. www.cdslindia.com within two days of the passing of the Resolutions at the 40th Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

INSTRUCTIONS FOR THOSE SHAREHOLDERS WHO WISH TO ATTEND MEETING PHYSICALLY:

- A member entitled to attend and vote at the meeting is entitled to appoint a proxy /proxies to attend and vote instead of himself / herself and such a proxy / proxies so appointed need not be a member of the Company. the form of proxy duly completed should, however, be deposited at the registered office of the applicant company not less than 48 hours before the time fixed for the aforesaid meeting.
- As per Section 105 of the Companies Act, 2013 and rules made thereunder, a person can act as proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Applicant Company carrying voting rights. Further, a member holding more than 10% of the total share capital of the Applicant Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
- All alterations made in the Form of Proxy should be initialed.
- During the period beginning 24 (twenty four) hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a shareholder would be entitled to inspect the proxies lodged at any time during the business hours of the Applicant Company.
- The Notice is being sent to all the Equity Shareholders, whose names appear in the records of the Company as on Wednesday, 20th September, 2023. However a cutoff date for determining shareholders eligible for voting is Wednesday, 20th September, 2023. The members who are not shareholders as on Wednesday, 20th September, 2023 are not eligible to vote and can treat this notice for information purpose only.
- The Notice convening the meeting will be published through advertisement in “Active Times” in the English language and translation thereof in “Lakshadeep” in the Marathi language (both Mumbai Editions).
- The quorum of the meeting of the equity shareholders of the Applicant Company shall be 15 Equity Shareholders of the Applicant Company, present in person.
- Only registered Equity Shareholders of the Applicant Company may attend and vote (either in person or by proxy) at the General Meeting.
- Registered Equity Shareholders who hold shares in Dematerialized form are requested to bring their Client ID and DP ID for easy identification of the attendance at the meeting.
- Registered Equity Shareholders are informed that in case of joint holders attending the meeting, joint holder whose name stands first in the Register of Members and in his / her absence by the next named member of the Applicant Company in respect of such joint holding will be entitled to vote.
- The Company has appointed HD And Associates Practicing Company Secretaries, Mumbai as Scrutinizer for conducting the voting process in a fair and transparent manner.
- A person whose name is recorded in the register of members or in the register of members maintained by the Company as on the cut-off date of Wednesday, 20th September, 2023 shall be entitled to vote at the Meeting.
- Foreign Institutional Investors (FIIs) who are registered Equity Shareholder(s) of the Applicant Company would be required to deposit certified copies of Custodial resolutions/Power of Attorney, as the case may be, authorizing the individuals named therein, to attend and vote at the meeting on its behalf. These documents must be deposited at the Registered Office of the Applicant Company not later than 48 hours before the meeting.
- The Notice will be displayed on the website of the Company [https:// https://www.hckkventures.com//](https://www.hckkventures.com//)

12. Contact Details:

Company	:	HCKK Ventures Limited Registered Office: Office No. 514, Roongta Business Center, 5th Floor, Govind Nagar, Nashik- 422009
Registrar And Share Transfer Agent	:	Purva Sharegistry (India) Pvt. Ltd, Unit no. 9, Shiv Shakti Ind. Estate, J. R. Boricha marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai, Maharashtra, 400011 Tel: 022 - 23012518/ 0771/8261/6761 Website: www.purvashare.com
E-Voting Agency	:	Central Depository Services (India) Ltd.
E-mail	:	helpdesk.evoting@cdslindia.com

**By The Order of the Board of Directors
For HCKK Ventures Limited**

Sd/-

Prashant Agarwal

Company Secretary Cum Compliance Officer

Date: 25th August, 2023

Place: Mumbai

BOARD'S REPORT

To,
The Members,

Your directors have pleasure in presenting their 40th Annual Report on the business and operations of the Company and Audited Statement of Accounts for the year ended 31st March, 2023.

1. FINANCIAL HIGHLIGHTS:

The Board's Report is prepared based on the standalone financial statements of the Company.

INR in Thousand (Except EPS)

Particulars	2022-23	2021-22
Total Income	2922.32	1566.00
Financial Costs	0.00	0.00
Depreciation and Amortization	20.04	78.85
Profit before tax and exceptional items	668.04	-1324.41
Exceptional income	0.00	0.00
Profit after exceptional items before tax	668.04	-1324.41
Taxes(benefit)	1165.66	-285.12
Profit after tax	-497.62	-1039.28
Other Comprehensive Income / (Loss)	--	--
Net Profit	-497.62	-1039.28
Earnings per share (Basic)	-0.13	-0.28

2. DIVIDEND:

During the year under review, in the view of loss no dividend was recommended by the Board.

3. NATURE OF BUSINESS:

HCKK operates at the forefront of the technology sector, offering specialized consultancy services to businesses in the Logistics, Telecommunication, and Education industries. Through strategic partnerships with esteemed companies, HCKK equips its clients with cutting-edge software solutions, tailored to streamline regulatory compliance in areas such as e-Invoicing, E-Way Bill, Goods and Services Tax (GST), and Digital Certificates.

Furthermore, HCKK is distinguished for its comprehensive approach to turnkey projects, wherein it oversees the implementation of holistic Enterprise Resource Planning (ERP) systems for integrating Logistics, Freight forwarding, Warehousing, Transportation for its clientele. This involves a detailed process that spans from system analysis to implementation, coupled with sustained support to ensure the successful realization of objectives.

In its pursuit to foster innovation and bolster capabilities, HCKK is on the cusp of inaugurating its own state-of-the-art development center in Mumbai. This facility will serve as a beacon for technological advancement and client-centric solutions.

Central to HCKK's ethos is the commitment to optimizing client satisfaction through tailor-made solutions that maximize benefits and empower businesses to thrive in a dynamic market landscape.,

Our Core thought remains the same when we started this journey “Eliminate Error, Boost Revenue, Digitize the process and make Employees focus on high level Jobs”.

4. TRANSFER TO RESERVES:

During the year under review, your company has not transferred any amount to General Reserves.

5. SUBSIDIARY COMPANY:

The Company does not have any Subsidiary, Joint Venture or Associate Company.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A) CONSERVATION OF ENERGY:

Since the operations of the Company are restricted to financial services the provisions of Section 134(3) (m) of the Companies Act, 2013 relating to conservation of energy and technology absorption do not apply to our Company.

Still the Company has taken all the necessary steps to conserve the energy at all levels in the premises of the Company. The wastage of resources is avoided at all possible levels in the Company.

No capital investments are done on energy conservation equipment during the reporting period.

B) TECHNOLOGY ABSORPTION:

No technologies are imported by the Company during the period under review so details of absorption, capital expenditure on Research and development are not applicable to the Company.

C) FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign currency transactions are recorded at the exchange rates prevailing on the date of such transactions.

Monetary assets and liabilities as at the Balance Sheet date are translated at the rates of exchange prevailing at the date of the Balance Sheet. Gain and losses arising on account of differences in foreign exchange rates on settlement/ translation of monetary assets and liabilities are recognized in the Profit and Loss Account.

7. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Annual Return of the Company in Form MGT-7 for the financial year 2022-23 has been placed on the Company’s, website.

The web link to access the annual return is <https://www.hckkventures.com/>.

8. MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis is presented as a separate section as “Annexure I” forming part of this Annual Report.

9. RELATED PARTY TRANSACTIONS:

During the year 2021-22 the there were no Contracts Arrangements entered into by the Company with related parties which requires approval by the Audit Committee pursuant to sub section (IV) (4) of Section

177 of Companies Act, 2013 and by the Board of Directors pursuant to Section 188(1) of Companies Act, 2013 hence the Form AOC-2 is not applicable to the Company.

10. REMUNERATION POLICY:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and fixing their remuneration.

11. DEPOSITS:

The Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014. There were no unpaid or unclaimed deposits as on 31st March, 2023.

12. CORPORATE SOCIAL RESPONSIBILITY:

The company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135 of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

13. DIRECTORS:

A. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

As on date of signing this report following changes held in the Constitution of Directors:

- i. Mr. Antony Thomas, resigned from the post of the Whole Time Director and Chief Financial Officer of the Company with effect from 30th June, 2022;
- ii. Mr. Sachinkumar Triloknath Pandey having Membership Number A66187, resigned from the post of the Company Secretary with effect from 31st October, 2022;
- iii. Mr. Nitin Ramamurthy having DIN 03371187, resigned from the post of the Director with effect from 13th January, 2023;
- iv. Ms. Chitra Sudhir Phadke having DIN: 07032047, resigned from the post of the Director with effect from 13th January, 2023;
- v. Mr. Ruzbeh Dhun Patel having DIN: 08161455, resigned from the post of the Director with effect from 13th January, 2023;
- vi. Mr. Amit Ramesh Maheshwari having DIN: 01511854, appointed as an Additional Director with effect from 13th January, 2023;
- vii. Mr. Suresh Shivanna Salian having DIN: 09189069, appointed as an Additional Non-Executive Independent Director with effect from 13th January, 2023;
- viii. Mr. Antoo Kochappan Kallan having DIN: 02489070, appointed as an Additional Non-Executive Independent Director with effect from 13th January, 2023;
- ix. Mrs. Bijal Yogesh Durgavale having DIN: 07403891 appointed as an Additional Non-Executive Independent Director with effect from 13th January, 2023;
- x. Mr. Prashant Agarwal having Membership Number A36633 appointed as a Company Secretary with effect from 13th January, 2023;
- xi. Mr. Rajendraprasad Tiwari having PAN: ABGPT9599Q, appointed as a Chief Financial Officer of the Company with effect from 13th January, 2023;

- xii. Mr. Harish Veerappa Kanchan having DIN: 00615999 resigned from the post of Managing Director with effect from 14th March, 2023;
- xiii. Mr. Apurv Bhargava having DIN: 10175879, appointed as an Additional Director with effect from 30th May, 2023.

B. DECLARATION BY INDEPENDENT DIRECTORS:

All the Independent Directors have given their declaration to the Company stating their independence pursuant to Section 149(6) and Regulation 16(1) (b) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015. They have further declared that they are not debarred or disqualified from being appointed or continuing as directors of companies by the SEBI /Ministry of Corporate Affairs or any such statutory authority. In the opinion of Board, all the Independent Directors are persons of integrity and possess relevant expertise and experience including the proficiency.

C. BOARD EVALUATION:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 read with Regulation 17 of the Listing Regulations, 2015, the Board carried out an annual evaluation of the performance of the Board as a whole, the Directors individually and the working of its Audit, Nomination & Remuneration Committees and other committees.

14. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

In compliance with the requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has put in place a Familiarization Program for the Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model etc.

15. MEETINGS OF THE BOARD:

The Board of Directors met Six (6) times on 20th April, 2022, 12th July, 2022, 12th August, 2022, 18th October, 2022, 13th January, 2023 and 14th March, 2023 during the Financial Year 2022-23. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Regulation 17 of the Listing Regulations.

16. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (3) (C) of the Companies Act, 2013 your Directors state that:

- (a) In the preparation of Annual Accounts for the year ended on 31st March, 2023, the applicable accounting standards have been followed and there are not material departures 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 on 31st March, 2023 and the profit and loss of the Company for that period.
- (c) The Directors have taken proper and sufficient care for the maintenance of the adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities,
- (d) The Directors have prepared Accounts on going concern basis.

- (e) The Directors have laid down internal financial controls to be followed by the Company and that such financial controls are adequate and are operating effectively.
- (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.

17. NOMINATION AND REMUNERATION COMMITTEE:

The Board had constituted Nomination and Remuneration Committee pursuant to the provisions of sub section (1) of Section 178 of Companies Act, 2013. Pursuant to subsection (3) of Section 178 of Companies Act, 2013 the Nomination and Remuneration Committee has formulated the criteria for determining qualifications, positive attributes and independence of a Director and recommended to the Board the policy, relating to the remuneration of directors, key managerial personnel and other employees.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

There were no loans, guarantee or investments made by the Company under section 186 of the Companies Act, 2013 during the year under review and hence the said provisions are not applicable.

19. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

During the year, a significant transition in the ownership structure of the company took place. This transformation involved the transfer of ownership from Mr. Harish Kanchan to Mr. Amit Maheshwari and Mr. Kunal Maheshwari. The transfer was conducted in accordance with the Open Offer mode regulation, as stipulated by the Securities and Exchange Board of India (substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, which is commonly referred to as the "SEBI (SAST) Regulations."

Under the provisions of the SEBI (SAST) Regulations, this transfer of ownership was carefully managed to ensure compliance with the regulatory framework. The SEBI (SAST) Regulations outline the procedures and guidelines for substantial acquisition of shares and takeovers, establishing a transparent and standardized approach to such transactions within the Indian securities market. The transition of ownership was executed through the Open Offer mode, as defined by the SEBI (SAST) Regulations.

It is important to note that the adherence to the SEBI (SAST) Regulations in this ownership change exemplifies the commitment of the company and its stakeholders to maintaining transparency, fairness, and regulatory compliance in all business operations. This transition marks a pivotal moment in the company's journey, reflecting its dedication to upholding the highest standards of corporate governance and ethical business practices.

As the ownership transfer was conducted through the Open Offer mode under the SEBI (SAST) Regulations, it underscores the company's dedication to conducting business in a manner that aligns with the regulatory framework while safeguarding the interests of all stakeholders involved.

We remain committed to operating within the legal and regulatory framework as we continue to strive for growth and excellence in the business landscape.

Except this there were no material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company to which the financial statements relate and the date of the report.

20. PERFORMANCE EVALUATION OF BOARD:

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an Annual Evaluation of its own performance and working of its committees. The Board's functioning was evaluated on various aspects, including inter alia degree of fulfilment of key responsibilities, its structure and composition, establishment and delegation of responsibilities to various Committees. Directors were evaluated on aspects such as attendance and contribution at Board/ Committee Meetings and guidance/support to them an agreement of the Company. A reason which the Committees of the Board were assessed included degree of fulfilment of key responsibilities, adequacy of Committee composition and effectiveness of meetings. The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated.

The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors, who also reviewed the performance of the Board as a whole.

21. AUDITORS:**A. STATUTORY AUDITOR:**

M/S D. R. Mehta & Associates, Chartered Accountants, (having FRN 106207W) were appointed as a Statutory Auditor of the Company to hold office until the Conclusion of the of Annual General Meeting to be held in the Financial Year 2026.

The report given by the auditors on the financial statements of the company is part of Annual Report. There was no qualifications, reservations or adverse remarks made by the Statutory Auditors of the Company there report is self-explanatory and does not call for further information by the Board.

B. SECRETARIAL AUDITOR:

Pursuant to provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 as amended, the Company at its Board Meeting held on 12th July, 2022 appointed M/s. Sandeep Dar & Co. as a Secretarial Auditor of the Company for the Financial Year ended 31st March, 2023. Further the said Secretarial Auditor resigned dated 13th January, 2023 and the Company appointed M/S. HD AND ASSOCIATES, Practising Company Secretary, Mumbai, to undertake the Secretarial Audit of the Company for the Financial Year ended 31st March, 2023. The Secretarial Audit Report is annexed herewith as **Annexure-II**. The Secretarial Audit Report for the year ended on 31st March, 2023 does not contain any qualifications, reservations or adverse remarks.

C. INTERNAL AUDITOR:

Pursuant to Section 138 of the Companies Act, 2013, the Company at its Board Meeting held on 12th July, 2022 appointed M/s. R.K. Bothra & Co. as an Internal Auditor of the Company, further the said Auditor resigned dated 13th January, 2023 and the Company appointed M/s. Sara & Associates, Chartered Accountants, Mumbai to undertake Internal Audit for the Financial Year Ended 31st March, 2023.

22. REPORTING OF FRAUD BY AUDITORS:

There have been no instances of fraud reported by the Auditors u/s 143 (12) of the Companies Act, 2013 and rules framed thereunder either to the Company or to the Central Government.

23. LISTING WITH STOCK EXCHANGES:

Your Company is listed with the BSE Limited and the Company has paid the listing fees to Bombay Stock Exchange.

24. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

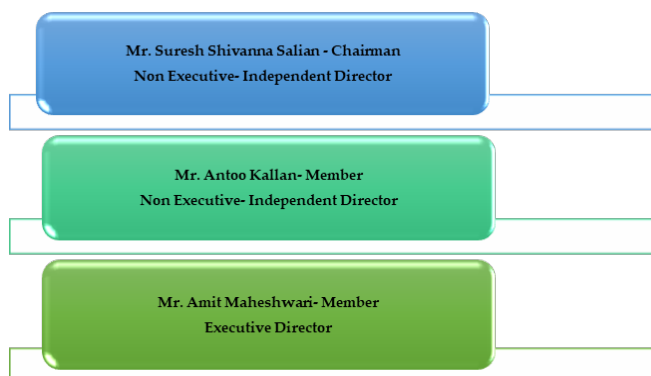
The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements.

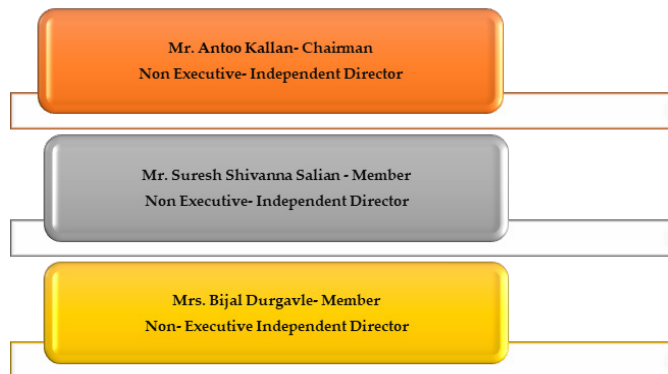
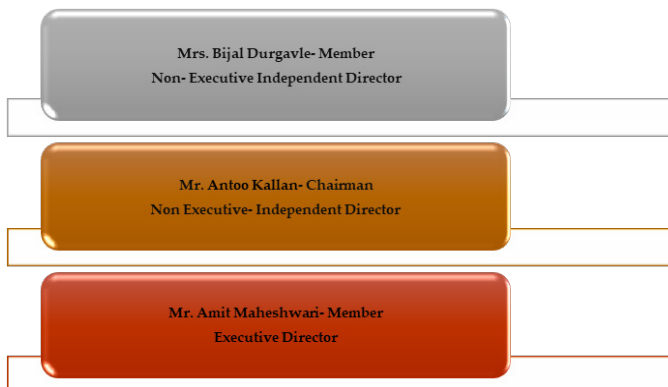
The Internal Auditor of the Company checks and verifies the internal control and monitors them in accordance with policy adopted by the Company. Even through this non-production period the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

25. MEETINGS OF COMMITTEES OF THE BOARD:

The Board has constituted necessary Committees pursuant to the provisions of Companies Act, 2013, rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges. The Committees of the Board held by company are Audit Committee, Stakeholders' Relationship Committee, Nomination and Remuneration Committee. The details about Committee Meetings are given below:

Sr. No.	Particulars	No. of Meetings held
1.	Audit Committee	05
2.	Stakeholder's Relationship Committee	01
3.	Nomination & Remuneration Committee	02

26. COMPOSITION OF COMMITTEE OF BOARD OF DIRECTORS:**AUDIT COMMITTEE**

NOINATION & REMUNERATION COMMITTEE:**STAKEHOLDERS RELATIONSHIP COMMITTEE:****27. WHISTLE BLOWER:**

The Board of Directors have set up the Whistle Blower Policy i.e. Vigil Mechanism for Directors and Employees of the Company to report concerns about unethical behavior, actual or suspected fraud, or violations of Company's Code of Conduct or Ethics Policy.

28. CORPORATE GOVERNANCE:

During the year under review, the provisions of Corporate Governance under Listing Regulations are not applicable to the Company.

29. BUSINESS RESPONSIBILITY REPORT:

Pursuant to Regulation 34 of the Listing Regulations, 2015, Business Responsibility Report is not applicable to our Company.

30. COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company has been in compliance with the applicable Secretarial Standards during the Financial Year 2022-2023.

31. DISCLOSURE UNDER SEXUAL HARASSMENT ACT:

As required by the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has formulated and implemented a policy on prevention of sexual harassment at work place with a mechanism of lodging complaints, Redressal for the benefits of its employees. Your Company

is committed to create and provide an environment free from discrimination and harassment including Sexual Harassment for all its employees.

Particulars	No of Complaints
Number of complaints received	NIL
Number of complaints disposed of	NIL
Number of complaints pending as on end of the financial year	NIL

32. CONSOLIDATED FINANCIAL STATEMENTS:

Since the Company does not have any Subsidiary Company or Associate Company, the provisions of Section 129(3) of the Companies Act, 2013 and Clause 32 of the Listing Agreement regarding consolidated financial statements do not apply.

33. ACKNOWLEDGEMENT:

Your Company wishes to sincerely thank all the customers, commercial banks, financial institution, Creditors etc. for their continuing support and co-operation.

Your Directors express their appreciation for the dedicated and sincere services rendered by the employees of the company and also sincerely thank the shareholders for the confidence reposed by them in the company and from the continued support and co-operation extended by them.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
HCKK VENTURES LIMITED**

**SD/-
MR. APURV BHARGAVA
MANAGING DIRECTOR
DIN: 10175879**

**SD/-
MR. RAJENDRAPRASAD TIWARI
CHIEF FINANCIAL OFFICER
PAN: ABGPT9599Q**

**PLACE: MUMBAI
DATE: 25TH AUGUST, 2023**

ANNEXURE I TO DIRECTORS' REPORT MANAGEMENT DISCUSSION & ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENT:

HCKK stands out prominently due to its unwavering commitment to software-driven trading solutions. It excels in delivering comprehensive turnkey projects that revolve around the implementation of holistic Enterprise Resource Planning (ERP) systems, a mission that has gained even greater importance in the wake of the post-COVID-19 era. This period has witnessed an unprecedented boom in the IT sector, with businesses worldwide realizing the paramount significance of technology-driven solutions.

HCKK's ERP systems seamlessly integrate crucial aspects such as Logistics, Freight Forwarding, Warehousing, and Transportation, thereby offering unparalleled efficiency to its esteemed clientele. This intricate process, spanning from meticulous system analysis to impeccable implementation, is fortified by a continuous support framework, ensuring the triumphant achievement of set objectives.

In its relentless pursuit of fostering innovation and fortifying its capabilities, HCKK is on the brink of unveiling its cutting-edge development center in the heart of Mumbai. This forthcoming facility is poised to be a testament to technological advancement and the epitome of client-centric solutions, harnessing the momentum of the post-COVID-19 . By further leveraging the power of software trading, HCKK is poised to elevate industry standards and redefine the landscape of modern business operations in this new era of digital transformation.

FORWARD – LOOKING STATEMENTS:

This Report contains forward –Looking Statements. Any, statement that address expectations or projections about the future, including but not limited to statements about the Company's strategy and growth, product development, market position, expenditures and financial results, are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future growth.

OVERVIEW:

During the financial year under review the revenue from operations has increased from INR. 1566.00 Lakhs (Indian Rupees Fifteen Hundred And Sixty Six Lakhs) to INR. 2922.32 Lakhs (Indian Rupees Twenty Nine Hundred And Twenty Two point Three Two Lakhs)

RISK AND CONCERNS:

Due to stiff competitions in the finance field where the company's activities are cantered in, the overall margins are always under pressure, but maintainable, with the constant effort and good services rendered by the company.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

An Audit Committee of the Board of Directors of the Company has been constituted as per provisions of Section 177 of the Companies Act, 2013 and corporate governance requirements specified by Listing Agreements with the Stock Exchanges. The Internal Audit Function is looked after internally by the finance and accounts department, and reviewed by the Audit Committee and the management at the regular intervals.

The Internal Auditors Reports dealing with Internal Control Systems are considered by the Audit Committee and appropriate actions are taken, whichever necessary.

ANALYSIS OF FINANCIAL CONDITIONS AND RESULTS OF OPERATIONS:

The Financial Statements have been prepared in accordance with the requirements of the Act, Indian Generally Accepted Principles (Indian GAAP) and the Accounting Standards as prescribed by the Institute of Chartered Accountants of India.

The Management believes that it has been objective and prudent in making estimates and judgments relating to the Financial Statements and confirms that these Financial Statements are a true and fair representation of the Company's Operations for the period under review.

DEVELOPMENT ON HUMAN RESOURCE FRONT:

At HCKK Ventures Limited our human resource is critical to our success and carrying forward our Mission.

With their sustained, determined and able work efforts we were able to cruise smoothly through the hard time of the economic volatility and rapidly changing market conditions.

The requirement of the markets given the economic scenario has made this even more challenging.

Attracting newer talent with the drive, training and upgrading existing skill sets and getting all to move in a unified direction will definitely be task in the Company.

By creating conducive environment for career growth, Company is trying to achieve the maximum utilization of employee's skills in the most possible way.

There is need and the company is focused on retaining and bringing in talent keeping in mind the ambitious plans despite the market and industry scenario.

The Company also believes in recognizing and rewarding employees to boost their morale and enable to achieve their maximum potential. The need to have a change in the management style of the Company is one of the key focus areas this year.

INDUSTRIAL RELATIONS:

Industrial Relations throughout the year continued to remain very cordial and satisfactory.

CAUTIONARY STATEMENT:

Statements in this Management Discussion and Analysis describing the company's objectives, projections, estimates and expectations may be "forward-looking statements" within the meaning of applicable laws and regulations. Actual results may differ materially from those either expressed or implied. Important factors that could make difference to the Company's operations include change in government regulations, tax regimes, and economic developments within and outside India.

INTERNAL CONTROL SYSTEM:

In last five years, the company has concentrated on reduction of fixed expenses and has also reduced direct variables cost. It has concentrated on value added products and optimize on available cash flow.

The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard.

MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED:

Your company believes in a work environment that is congenial to on job learning and encourages team work. It has, therefore, continued to focus on developing the competence of its staff and employees.

Cordial and harmonious relation with employees continued to prevail throughout the year under review.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
HCKK VENTURES LIMITED**

**SD/-
MR. APURV BHARGAVA
MANAGING DIRECTOR
DIN: 10175879**

**SD/-
MR. RAJENDRAPRASAD TIWARI
CHIEF FINANCIAL OFFICER
PAN: ABGPT9599Q**

**PLACE: MUMBAI
DATE: 25TH AUGUST, 2023**

ANNEXURE II TO DIRECTORS' REPORT
MR- 3 SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

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

TO,
THE MEMBERS,
HCKK VENTURES LIMITED
OFFICE NO. 514, ROONGTA BUSINESS CENTER,
5TH FLOOR, GOVIND NAGAR, NASHIK- 422009.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HCKK VENTURES LIMITED** formerly known as (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and regulations.

Based on our 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 by using appropriate Information technology tools like virtual data sharing by way of data room and remote desktop access tools, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2023, 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. The physical Inspection or Verification of documents and records were taken to the extent possible.

We have examined the books, papers and minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2023, to the extent applicable provisions of:

- i) The Companies Act, 2013 ("The Act") and the Rules made thereunder;
- ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable to the Company: -
 - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - 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, 2018;
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the audit period)
 - The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not Applicable to the Company during the audit period)

- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not Applicable to the Company during the audit period)
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not Applicable to the Company during the audit period)
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not Applicable to the Company during the audit period)
- The Memorandum of Association and Articles of Association.

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

- I. Secretarial Standards issued by The Institute of Company Secretaries of India.
- II. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards as mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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 in as a part of the Minutes.

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

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.

**FOR HD AND ASSOCIATES
COMPANY SECRETARIES**

**HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR**

**PLACE: MUMBAI
DATE: 25TH AUGUST, 2023
UDIN: A047700E000869972
PEER REVIEW NO: 2208/2022**

**ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MH634200**

Disclaimer:

1. *The above report is based on the information and data available provided by the company.*
2. *This report is not to be construed as a compliance report of the company in any regard and it is just a compilation of the information provided by the company and is subject to typographical & human errors.*

**FOR HD AND ASSOCIATES
COMPANY SECRETARIES**

**HARDIK DARJI
PRACTICING COMPANY SECRETARY**

PROPRIETOR

ACS NO. 47700 C.P.NO.: 21073

FRN: S2018MH634200

PLACE: MUMBAI

DATE: 25TH AUGUST, 2023

UDIN: A047700E000869972

PEER REVIEW NO: 2208/2022

ANNEXURE A TO SECRETARIAL AUDIT

**TO
HCKK VENTURES LIMITED
OFFICE NO. 514, ROONGTA BUSINESS CENTER,
5TH FLOOR, GOVIND NAGAR, NASHIK- 422009.**

My report of even date is to be read along with this letter:

1. Maintenance of secretarial records is the responsibility of the management of the Company.
My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained 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. My examination was limited to the verification of procedures on test-check basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**FOR HD AND ASSOCIATES
COMPANY SECRETARIES**

**HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR**

**ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MH634200**

**PLACE: MUMBAI
DATE: 25TH AUGUST, 2023
UDIN: A047700E000869972
PEER REVIEW NO: 2208/2022**

CEO/CFO COMPLIANCE CERTIFICATION***Compliance Certificate under Regulation 17(8) of SEBI
(Listing Obligations & Disclosure Requirements) Regulation, 2015***

We, Rajendraprasad Bhagirathi Tiwari, Chief Financial Officer do hereby certify to the Board that in respect to the Financial Year ended on 31st March, 2023.

1. We have reviewed the Financial Statements, read with the Cash Flow Statement of the Company and to the best of our knowledge and belief, we state that:
 - a. these statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
 - b. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Statutory Auditor and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Statutory Auditor and the Audit Committee –
 - a. significant changes in internal control over financial reporting during the year, if any;
 - b. significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
 - c. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

SD/-

Rajendraprasad Bhagirathi Tiwari

Chief Financial Officer

PAN: ABGPT9599Q

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors.

I, Mr. Apurva Bhargava as Managing Director of the Company, hereby confirm that, the Company has in respect of the year ended 31st March, 2023, received from the Senior Management and Board of Directors of the Company a declaration of compliance with the code of conduct as applicable to them.

For & On Behalf Of The Board

For HCKK Ventures Limited

Sd/-

Apurva Bhargava

(Managing Director)

Din: 10175879

Place: Mumbai

Date: 25th August, 2023

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

As provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management personnel have confirmed compliance with the Code of Conduct for the year ended 31st March, 2023.

For & On Behalf Of The Board

For HCKK Ventures Limited

Sd/-

Apurva Bhargava

(Managing Director)

Din: 10175879

Place: Mumbai

Date: 25th August, 2023

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

To,
The Members,
HCKK VENTURES LIMITED
3, Shree Mangal Apartment Near ABB Circle,
Mahatma Nagar Nashik-422007.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **HCKK VENTURES LIMITED** having CIN: L45100MH1983PLC263361 and having registered office 3, Shree Mangal Apartment Near ABB Circle, Mahatma Nagar Nashik-422007. (hereinafter referred to as '**the Company**'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company and its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority except two directors whose DIN is Deactivated due to non-filing of DIR-3KYC.

Sr. No.	Name of the Director	DIN	Date of appointment in Company	Date of Cessation in Company
1.	Mr. Antony Thomas	08164218	-	30/06/2022
2.	Mr. Nitin Ramamurthy	03371187	-	13/01/2023
3.	Ms. Chitra Sudhir Phadke	07032047	-	13/01/2023
4.	Mr. Ruzbeh Dhun Patel	08161455	-	13/01/2023
5.	Mr. Amit Ramesh Maheshwari	01511854	13/01/2023	-
6.	Mr. Suresh Shivanna Salian	09189069	13/01/2023	-
7.	Mr. Antoo Kochappan Kallan	02489070	13/01/2023	-
8.	Mrs. Bijal Yogesh Durgavale	07403891	13/01/2023	-
9.	Mr. Harish Veerappa Kanchan	00615999	13/01/2023	-
10.	Mr. Apurv Bhargava	10175879	30/05/2023	-

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the Management of the Company. My responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR HD AND ASSOCIATES
COMPANY SECRETARIES

HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR

PLACE: MUMBAI
DATE: 26TH AUGUST, 2023
UDIN: A047700E000870016
PEER REVIEW NO: 2208/2022

ACS NO. 47700 C.P.NO.: 21073
FRN: S2018MH634200

CERTIFICATE REGARDING COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

TO THE MEMBERS OF HCKK VENTURES LIMITED

The Corporate Governance Report prepared by **HCKK Ventures Limited (the "Company")** contains details as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the "**Listing Regulations**") with respect to Corporate Governance for the financial year ended on 31st March, 2023. This certificate is required by the Company for annual submission to the Stock Exchange and to be sent to the Shareholders of the Company. I have examined the relevant records of the company in accordance with the Guidance Note on Corporate Governance Certificate issued by The Institute of Company Secretaries of India (the "ICSI").

Pursuant to Regulation 15(2) (a) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Paid up Equity Share Capital and Net Worth of HCKK Ventures Limited ("the Company") for the last three consecutive preceding Financial Years does not exceed Rupees Ten Crore and Rupees Twenty-Five Crore respectively and hence, the provisions of regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) and (t) of sub regulation (2) of regulation 46 and para C, D and E of Schedule V of SEBI (LODR) Regulations are not applicable to the Company.

Brief details of Company's Paid-up Share Capital and Net Worth of preceding financial years are as follows:

Relevant Particulars	As at 31.03.2022	As at 31.03.2021	As at 31.03.2020
Paid up Share Capital	3,71,00,000	3,71,00,000	3,71,00,000
Net Worth	3,61,54,409	4,12,21,746	4,69,61,186

In my opinion and to the best of my information and according to the explanations given to me, and the representations made by the Management, I am of the Opinion that the company has complied with the conditions of Corporate Governance as stipulated in the Listing referred in above paragraph.

The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination has been limited to a review of the procedures and implementations thereof, adopted by the company for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

This Certificate is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

This certificate is addressed to and provided to the members of the Company for the purpose of enabling it to comply with its obligations under the Listing Regulations and should not be used by any other person or for any other purpose. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing. I have no responsibility to update this Certificate for events and circumstances occurring after the date of this Certificate.

**FOR HD AND ASSOCIATES
COMPANY SECRETARIES**

**HARDIK DARJI
PRACTICING COMPANY SECRETARY
PROPRIETOR**

PLACE: MUMBAI

DATE: 26TH AUGUST, 2023

UDIN: A047700E000870051

PEER REVIEW NO: 2208/2022

ACS NO. 47700 C.P.NO.: 21073

FRN: S2018MH634200

PARTICULARS OF EMPLOYEES

The information required pursuant to section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given hereunder:

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year are given hereunder: NIL
- ii. The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year are given hereunder: Nil
- iii. The percentage of increase in the median remuneration of employees in the financial year: Nil.
- iv. The number of permanent employees on the role of company as on 31st March, 2023 is 3 nos., including Executive directors.
- v. Average percentile increase already made in the salaries of employees other than the Managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average percentage increase in salaries of employees other than managerial personnel during 2022-23	NIL
The percentage increase in the Managerial Remuneration	NIL

- vi. Affirmation that the remuneration is as per the remuneration policy of the company: The Board of Directors of the Company affirms that the remuneration is as per the Remuneration Policy of the Company.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
HCKK VENTURES LIMITED**

**SD/-
MR. APURV BHARGAVA
MANAGING DIRECTOR
DIN: 10175879**

**SD/-
MR. RAJENDRAPRASAD TIWARI
CHIEF FINANCIAL OFFICER
PAN: ABGPT9599Q**

**PLACE: MUMBAI
DATE: 25TH AUGUST, 2023**

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF HCKK VENTURES LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of quarterly and year to date Financial Results of **HCKK VENTURES LIMITED** (the "Company") for the quarter and year ended 31st March 2023, which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the 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, 2023 and its loss, and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. During the period under audit, there are no key matters which need to be disclosed.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the 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.

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

Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, 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.

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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

issue an 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.

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit 'in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that

a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the 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.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (1) 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.
 - (2) 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.
 - (3) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (4) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (5) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 from being appointed as a director in terms of Section 164(2) of the Act.
 - (6) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate report in annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal controls over financial reporting.
 - (7) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- (a) The Company has no details regarding pending litigations which would impact its financial position to be disclosed.
 - (b) The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (d)
 - (i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest ill other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - (ii) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (iii) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
 - (e) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
- (8) Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11 (g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023

For DR MEHTA & ASSOCIATES

Chartered Accountants

(Firm's Registration No. 106207W)

Ashok Mehta

Partner

Place: Mumbai

Date: 30/05/2023

UDIN : 23101746BGWLHR1482

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of HCKK VENTURES Limited of even date)

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

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Plant and Equipment. The Company does not own any immovable property
 - (B) The Company has no intangible assets.
 - (b) All Plants and Equipment's were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) There are no immovable properties held in the name of the Company as on the balance sheet date.
 - (d) The Company has not revalued any of its Plant and Equipment during the year.
 - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 20 16) and rules made thereunder.
- ii.
 - (a) The Company has conducted physical verification of inventory of software licenses at reasonable intervals and the coverage and procedure of such verification by the company is reasonable. There is no discrepancy above 10% identified in such verification.
 - (b) The Company has not been sanctioned working capital limits in excess of Rs 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has investments in listed company shares and during the year the company has sold its investments, but has not granted any unsecured loans to other parties, during the year :
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) In our opinion, the investments made by the company are not prejudicial to the Company's interest.
 - (c) There are no loans granted by the Company, in respect of which the schedule of repayment of principal and payment of interest has been stipulated.
 - (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date

- (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year.

The Company has not provided any 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.

- iv. There are no loans, investments, guarantees and security in respect of which compliance with section 185 and 186 of Companies Act 2013 is required hence reporting under clause 3(iv) of Order is not required.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause (vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix.
 - a. The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
 - b. The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
 - c. The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
 - d. The Company has not raised any funds during the year and hence reporting on clause 3(ix)(d) of the Order is not applicable.
 - e. The Company does not have any subsidiaries, associates or joint ventures hence reporting on clause 3(ix)(e) of the Order is not applicable
 - f. The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable

- x. a. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b. No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- c. No whistle blower complaint has been received by the company during the year hence reporting under clause 3(xi)(c) of the Order is not required.
- xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors. and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit but has incurred cash loss immediately preceding financial year The details are given as follows :

Financial Year	Amount (Rs)
2021-22	960433/-

- xviii. There has been no resignation of the previous statutory auditors during the year.
- xix. 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 and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty

exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on-the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.
- xxi. Consolidation of financial statements is not applicable to the company. Hence reporting under clause 3(xxi) of Order is not required.

For DR MEHTA & ASSOCIATES

Chartered Accountants

(Firm's Registration No. 106207W)

Ashok Mehta

Partner

Place: Mumbai

Date: 30/05/2023

UDIN : 23101746BGWLHR1482

ANNEXURE- “B” TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph- under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of HCKK VENTURES Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of subsection 3 of Section 143 of the Companies Act, 2013 (the “Act”)

We have audited the internal financial controls over financial reporting of **HCKK VENTURES LIMITED** (the “Company”) as of March 31, 2023 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Management of the Company 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 (the “ICAP”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting of the Company 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”) issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the 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, to the best of our information and according to the explanations given to us, 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, 2023, based on the criteria for internal financial control over financial reporting 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 ICAI.

For D R MEHTA & ASSOCIATES

Chartered Accountants

(Firm's Registration No. 106207W)

Ashok Mehta

Partner

M. No.: 101746

Place : Mumbai

Date : 30/05/2023

HCKK VENTURES LTD
Balance Sheet as on 31.3.2023

Amount in thousands

	Particulars	Note No.	Figures as at the end of current reporting period 31.3.2023	Figures as the end of previous reporting period 31.3.2022
	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment			
	(i) Tangible Assets	1	19.88	129.08
	(b) Financial Assets			
	(i) Investments		0.00	0.00
	(ii) Trade receivables		0.00	0.00
	(iii) Loans		0.00	0.00
	(c) Deferred tax assets (net)	2	-0.98	1199.88
	(d) Other non- current assets		0.00	0.00
2	Current assets			
	(a) Inventories	3	0.00	385.00
	(b) Financial Assets			
	(i) Investments	4	35000.00	16081.34
	(ii) Trade receivables	5	1296.00	22.20
	(iii) Cash and cash equivalents	6	2328.99	17852.51
	(iv) Loans	7	30.00	52.63
	(v) Others		0.00	0.00
	(c) Current Tax Assets (Net)		0.00	0.00
	(d) Other current assets	8	832.13	724.64
	Total Assets		39506.02	36447.26
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	9	37100.00	37100.00
	(b) Other Equity	10	1983.49	-945.59
	Liabilities			
2	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings			
	(ia) Lease liabilities			
	(ii) Trade Payables:-			
	(A) total outstanding dues of micro enterprises and small enterprises; and		0.00	0.00
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	11	370.38	274.48
	(iii) Other financial liabilities (other than those specified in item (c))		0.00	0.00
	(b) Other current liabilities	12	52.16	18.38
	(c) Provisions			
	(d) Current Tax Liabilities (Net)			
	Total Equity and Liabilities		39506.02	36447.26

For D R Mehta and Associates
Chartered Accountants
Firm Registration No. 106207W

For HCKK Ventures Limited

Ashok Mehta
(Partner)
M. No.: 101746
UDIN: 23101746BGWLHR1482

Apurv Bhargava
Managing Director
DIN: 10175879

Rajendraprasad Bhagirathi Tiwari
Chief Financial officer
PAN: ABGPT9599Q

Place: Mumbai
Date: May 30, 2023

HCKK VENTURES LTD
Statement of Profit and Loss for the period ended as on 31.3.2023

Amount in thousands except EPS

	Particulars	Note No.	Figures as at the end of current reporting period 31.3.2023	Figures as the end of previous reporting period 31.3.2022
I	Revenue From operations	13	1660.00	876.00
II	Other Income	14	1262.32	690.00
III	Total Income (I+II)		2922.32	1566.00
IV	EXPENSES			
	Cost of materials consumed			
	Purchases of Stock-in- Trade	15	56.25	290.25
	Changes in inventories of finished goods, Stock-in - Trade and work-in-progress	16	385.00	2.00
	Employee benefits expense	18	446.98	1020.98
	Finance costs		0.00	0.00
	Depreciation and amortization expenses	1	20.04	78.85
	Other expenses	19	1346.00	1498.32
	Total expenses (IV)		2254.27	2890.41
V	Profit/(loss) before exceptional items and tax (I-IV)		668.04	-1324.41
VI	Exceptional Items		0.00	0.00
VII	Profit / (loss) before exceptions items and tax(V- VI)		668.04	-1324.41
VIII	Tax expense:			
	(1) Current tax		0.00	0.00
	(2) Deferred tax		1200.85	-203.65
	(3) Tax of previous years		-35.19	-81.47
XI	Profit / (Loss) for the period from continuing operations (VII-VIII)		-497.62	-1039.28
X	Profit/(loss) from discontinued operations			
XI	Tax expenses of discontinued operations			
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)			
XIII	Profit/(loss) for the period (IX+XII)		-497.62	-1039.28
XIV	Other Comprehensive Income			
	A. (i) Items that will not be reclassified to profit or loss			-4028.06
	(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		-497.62	-5067.34
XVI	Earnings per equity share (for discontinued operation):			
	(1) Basic			
	(2) Diluted			
XVIII	Earning per equity share (for discontinued & continuing operation)			
	(1) Basic		-0.13	-0.28
	(2) Diluted		-0.13	-0.28

For D R Mehta and Associates
Chartered Accountants
Firm Registration No. 106207W

For HCKK Ventures Limited

Ashok Mehta
(Partner)
M. No.: 101746
UDIN: 23101746BGWLHR1482

Apurv Bhargava
Managing Director
DIN: 10175879

Rajendraprasad Bhagirathi Tiwari
Chief Financial officer
PAN: ABGPT9599Q

Place: Mumbai
Date: May 30, 2023

HCKK VENTURES LTD
Cash Flow statement for the year ended March 31, 2023

Amount in thousand

Particulars	Year ended 31-Mar-2023		Year ended 31-Mar-2022	
	₹	₹	₹	₹
A. Cash flow from Operating Activity				
Net profit / (loss) before extraordinary items and Tax		668.04		-1324.41
Adjustments for				
Income tax	0.00			
Depreciation and amortisation	20.04		78.85	
(Profit) / Loss on sale of assets	-21.59	-1.55		78.85
		666.49		-1245.56
Changes in working capital				
Adjustments for (Increase) / decrease in operating assets :				
Inventories	385.00		2.00	
Trade receivables	-1273.80		-22.20	
Short term Loans and advances	22.63		12.07	
Other current assets	-107.49		7.81	
Long term Loans other non current assets			3451.50	
Adjustments for Increase / (decrease) in operating liabilities :				
Trade payables	75.90		113.88	
Current liabilities and other long term liabilities	33.78		1.56	
Short term provisions			-134.20	
Long term provisions	0.00	-863.98	0.00	3432.42
Cash flow from extraordinary items				
Cash generated from operations				
Income tax (paid) refunds		35.19		81.47
Net cash flow from / used in operating activities (A)		-162.30		2268.33
B. Cash flow from Investing activity				
Capital expenditure on Fixed assets , including capital advances		0.00	0.00	0.00
Sale of assets / investments		19658.78		
Increase of investment / Purchase of assets		-35020.00		-7744.12
Net income tax (paid) refunds		0.00		0.00
Net cash flow from / (used in) Investment activity (B)		-15361.22		-7744.12
C. Cash flow from Financing activity				
Finance cost				
Net cash flow / (used in) Financing activities (C)		0.00		0.00
Net increase / (decrease) in cash and cash equivalents (A+B+C)		-15523.52		-5475.79
Cash at the beginning of the year		17852.51		23328.30
Cash and cash equivalents at the end of the year		2328.99		17852.51
Net increase / (decrease) in cash and cash equivalents		-15523.52	0.00	-5475.79
Reconciliation of Cash and cash equivalents with the Balance Sheet				
Cash and cash equivalents as per Balance sheet (refer note no 6)		2328.99		17852.51
Less : bank balances not considered as cash and cash equivalents as defined in AS3 cash flow statements (give details)				
Net cash and cash equivalents as defined in AS3 included in note 6				
Add : Current investments considered as part of cash and cash equivalents (as defined in AS3 cash flow statement)				
Cash and cash equivalents as at the end of the year *				
*Comprises				
(a) Cash on hand	30.56		20.77	
(b) Cheques , drafts om hand				
(c) Balances with banks	2298.43		17831.75	
(i) In current accounts				
(ii) In EEFC accounts				
(iii) In deposits a/c with original maturity of less than 3 months				
(iv) In earmarked accounts (give details) 9(refer note ii (below)				
(d) Others (specify nature)				
(e) Current investments considered as part of cash and cash equivalents (refer note ii) to note no 16 current investments)				
		2328.99		17852.51

For D R Mehta and Associates
Chartered Accountants
Firm Registration No. 106207W

For HCKK Ventures Limited

Ashok Mehta
(Partner)
M. No.: 101746
UDIN: 23101746BGWLHR1482

Apurv Bhargava
Managing Director
DIN: 10175879

Rajendraprasad Bhagirathi Tiwari
Chief Financial officer
PAN: ABGPT9599Q

Place: Mumbai
Date: May 30, 2023

HCKK VENTURES LTD

Statement of changes in Equity for the year ended 31 March 2023

Current Period

Amount in thousands

Balance at beginning of the current reporting period	Changes in ESC due to prior period errors	Restated balance at the beginning of current reporting period	Changes in ESC during current year	Balance at end of current reporting period
37100.00	0.00	0.00	0.00	37100.00

Previous Period

Balance at beginning of the current reporting period	Changes in ESC due to prior period errors	Restated balance at the beginning of current reporting period	Changes in ESC during current year	Balance at end of current reporting period
37100.00	0.00	0.00	0.00	37100.00

Amount in thousands

(1) Current reporting period

	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus			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 Comprehensive Income (specify nature)	Money received against share warrant	Total
			Capital Reserve	Securities Premium	Other Reserves (specify nature)								
Balance at the beginning of current reporting period			9300.00	617.98	-6835.51		-4028.06						-945.59
Changes in accounting policy or prior period errors													0.00
Restated balance at the beginning of the current reporting period													0.00
Total Comprehensive Income for the current year					-497.62	3426.70							2929.08
Dividends													0.00
Transfer to retained earnings					-601.36	601.36							0.00
Any other change (to be specified)													0.00
Balance at the end of the current reporting period	0.00	0.00	9300.00	617.98	-7934.49	0.00	0.00	0.00	0.00	0.00	0.00	0.00	1983.49

(2) Previous Reporting Period

	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus			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 Comprehensive Income (specify nature)	Money received against share warrant	Total
			Capital Reserve	Securities Premium	Other Reserves (specify nature)								
Balance at the beginning of the previous reporting period			9300.00	617.98	-5796.23								4121.75
Changes in accounting policy or prior period													
Restated balance at the beginning of the previous reporting period													
Total Comprehensive Income for the previous year					-1039.28	-4028.06							-5067.34
Dividends													
Transfer to retained earnings													0.00
Any other change (to be specified)													
Balance at the end of the previous reporting period			9300.00	617.98	-6835.51	0.00	-4028.06	0.00	0.00	0.00	0.00	0.00	-945.59

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 1 Disclosure pursuant to Para I (i), (ii), (iii); Para J (i),(ii) of Schedule III to the Companies Act, 2013

Amount in thousands

Fixed Assets	Gross Block				Accumulated Depreciation				Net Block	
	As at 31-Mar-2022	Additions	(Disposals)	As at 31-Mar-2023	As at 31-Mar-2022	Depreciation charge for the year	On disposals	As at 31-Mar-2023	As at 31-Mar-2023	As at 31-Mar-2022
1 Tangible Assets										
1 Furniture & Fittings	49.94	0.00	49.94	0.00	26.12	2.50	28.61	0.00	0.00	23.82
2 Office Equipment	53.10	0.00	53.10	0.00	50.45		50.45	0.00	0.00	2.66
3 Computer & Data Processing Units	179.09	20.00	179.09	20.00	134.10	7.97	141.95	0.12	19.88	44.99
4 Plant & Machinery	114.92	0.00	114.92	0.00	57.30	9.58	66.88	0.00	0.00	57.62
Total	397.04	20.00	397.04	20.00	267.97	20.04	287.89	0.12	19.88	129.08
Previous Year	397.04	0.00	0.00	397.04	189.12	78.85	0.00	267.97	129.08	207.93

Footnotes -

- 1 The depreciation is charged as per Straight Line Method on the estimated useful life of assets
- 2 Number of years of the assets are as per Companies Act 2013

NOTE 2 Disclosure pursuant to Accounting Standard AS 22

Deferred tax (liability) / asset		As at 31-Mar-2023	As at 31-Mar-2022
1	<u>Tax effect of items constituting deferred tax assets</u>	1199.88	996.22
	If Tax balance of fixed assets is higher than Net block as per books		
	Books		
	Disallowances under Section 40(a)(i), 43B of the Income Tax Act, 1961	0.00	0.00
	Unabsorbed depreciation carried forward		
	Others		203.65
	Tax effect of items constituting deferred tax assets	1199.88	1199.88
2	<u>Tax effect of items constituting deferred tax liability</u>		
	If Net block as per books is higher than Tax balance of fixed assets	0.00	
	Others	1200.85	
	Tax effect of items constituting deferred tax liability	1200.85	0.00
	Net deferred tax (liability) / asset	-0.98	1199.88

The Company has recognized deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognized deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company. The Company has also recognized deferred tax asset on Other Comprehensive Income due to change in fair value of investment in equity shares.

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 3: DISCLOSURE PURSUANT TO PARA O (I), (II) AND (II) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Inventories (All Valuation at lower of cost and net realisable value)	As at 31-Mar-2023	As at 31-Mar-2022
Stock-in-trade	0.00	385.00
Grand Total	0.00	385.00

NOTE 4: DISCLOSURE PURSUANT TO PARA N (I) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Current Investments	As at 31-Mar-2023	As at 31-Mar-2022
Other Current Investments (Other than Current Portion on Long-term Investments)		
1. Investment in Equity instruments	0.00	16081.34
i) Castrol India	0.00	16081.34
Unquoted Investments		
2. Investments in Fixed Deposits	35000.00	
Total (B)	35000.00	16081.34
Less: Provision for dimunition in the value of Investments	0.00	0.00
Total	35000.00	16081.34

NOTE 4A: DISCLOSURE PURSUANT TO PARA N (II) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Aggregate amount of Market value of quoted investments	0.00	16081.34
Total	0.00	16081.34

NOTE 5: TRADE RECEIVABLES

Trade Receivables	As at 31-Mar-2023	As at 31-Mar-2022
Over 6 months		
Considered Good		
Others	0.00	0.00
Total	0.00	0.00
Less than 6 months		
Considered Good		
Others	1296.00	22.20
Total	1296.00	22.20

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 6: DISCLOSURE PURSUANT TO PARA Q (I), (II), (III), (IV) AND (V) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Cash & cash equivalents and Bank Balances	As at 31-Mar-2023	As at 31-Mar-2022
1. Balances with banks		
i. In current accounts	2298.43	17831.75
2. Cash on hand	30.56	20.76
Total	2328.99	17852.51

NOTE 7: DISCLOSURE PURSUANT TO PARA R (I), (II) AND (III) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Short-term loans and advances	As at 31-Mar-2023	As at 31-Mar-2022
1. Others short-term Loans & Advances (specify nature)		
Unsecured, considered good		
Sandeep Chogtu	--	2.63
2. Security Deposit	30.00	50.00
Total	30.00	52.63

NOTE 8: DISCLOSURE AS PER PARA 6S OF SCHEDULE III TO THE COMPANIES ACT, 2013

Other Current Assets (specify nature)	As at 31-Mar-2023	As at 31-Mar-2022
Other Current Assets		
Others -		
1. GST Input Credit Available	437.80	598.03
2. Interest accrued on deposits	102.93	0.00
3. MAT Credit receivable	9.52	9.52
4. Tax refund due	281.88	117.10
Total	832.13	724.64

NOTE 09: DISCLOSURE PURSUANT TO PARA 6(A) (A, B & C) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Share Capital	As at 31-Mar-2023	As at 31-Mar-2022
1 Authorised	50000.00	50000.00
5000000 Equity Shares of Rs 10 each.		
2 Issued	37100.00	37100.00
3710000 Equity Shares of Rs 10 each.		
3 Subscribed & Paid up	37100.00	37100.00
3710000 Equity Shares of Rs 10 each.		
Total	37100.00	37100.00

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 09A: DISCLOSURE PURSUANT TO PARA 6(A)(D) OF SCHEDULE III TO THE COMPANIES ACT, 2013 (FOLLOWING DISCLOSURE SHOULD BE MADE FOR EACH CLASS OF SHARES)

Particulars	Equity Shares	
	Number	₹
Shares outstanding at the beginning of the year	3710.00	37100.00
Shares Issued during the year	0.00	0.00
Shares bought back during the year	0.00	0.00
Shares outstanding at the end of the year	3710.00	37100.00

Terms/rights attached to equity shares: The company has only one class of share capital namely Ordinary Shares having par value of Rs.10 per share. Each holder of Ordinary Shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. In the event of liquidation of the company, the holders of Ordinary Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Ordinary Shares held by the shareholders.

NOTE 09B: DISCLOSURE PURSUANT TO PARA 6(A)(M) OF SCHEDULE III TO THE COMPANIES ACT, 2013 (IF MORE THAN 5%)

Sr No	Name of Shareholder	As at 31-Mar-2023			As at 31-Mar-2022	
		No. of Shares held	% of total shares	% change during the year	No. of Shares held	% of Holding
1	Amit Maheshwari	18,66,917	50.32%	100.00%	-	0.00%
2	Kunal Amit Maheshwari	3,71,148	10.00%	100.00%	-	0.00%
3	Harish Veerappa Kanchan	-	0.00%	-100.00%	24,74,631	66.70%
4	Patel Ruzbeh Dhum	-	0.00%	-100.00%	2,00,000	5.39%
	Total	22,38,065	60.33%		26,74,631	72.09%

NOTE 09C: PROMOTER'S SHAREHOLDING

Sr No	Name of Shareholder	As at 31-Mar-2023			As at 31-Mar-2022	
		No. of Shares held	% of total shares	% change during the year	No. of Shares held	% of Holding
1	Amit Maheshwari	18,66,917	50.32%	100.00%	-	0.00%
2	Kunal Amit Maheshwari	3,71,148	10.00%	100.00%	-	0.00%
3	Harish Veerappa Kanchan	-	0.00%	-100.00%	24,74,631	66.70%
	Total	22,38,065	60.33%		24,74,631	66.70%

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 10: DISCLOSURE PURSUANT TO PARA 6(B) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Other Equity	As at 31-Mar-2023	As at 31-Mar-2022
1 Securities Premium Account		
Opening Balance	9300.00	9300.00
Add : Securities premium credited on Share issue		
Closing Balance	9300.00	9300.00
2 Other Reserves (Specify the nature and purpose of each reserve)		
Opening Balance	617.98	617.98
(+) Current Year Transfer		
Closing Balance	617.98	617.98
3 Surplus of Profit & Loss A/c		
Opening balance	-6835.51	-5796.23
(+) Net Profit/(Net Loss) For the current year	-497.62	-1039.28
(+) Transfer from OCI	-601.36	
Closing Balance	-7934.49	-6835.51
4 Other Comprehensive Income		
Opening Balance	-4028.06	0.00
(+) Current Year Transfer	3426.70	-4028.06
(+) Transfer to Profit & Loss A/c	601.36	
Closing Balance	0.00	-4028.06
Total	1983.49	-945.59

NOTE 11: DETAILS OF TRADE PAYABLES

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
1 a) Trade Creditors outstanding for more than one year	0.00	0.00
Other Trade Creditors	26.46	26.73
b) 1 Purva Shareregistry (I) Pvt Ltd	26.46	14.58
2 EQ Biomechanics Private Limited		12.15
2 Creditors for Expenses	343.92	247.75
1 Internal Audit Fees payable	9.00	182.50
2 Audit Fees Payable	58.10	65.25
3 Professional Fees payable	101.82	0.00
4 Other expense payable	73.02	
5 Salary Payable	27.61	0.00
6 Telephone expenses Payable	4.84	
7 Sitting Fees Payable	69.53	
(Of the above ₹ Nil is outstanding for more than 1 year)	0.00	0.00
Total	370.38	274.48

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 12: DISCLOSURE PURSUANT TO NOTE NO. 6(G) OF SCHEDULE III TO THE COMPANIES ACT, 2013

Other Current Liabilities *	As at 31-Mar-2023	As at 31-Mar-2022
1 Current maturities of long-term debt		
2 Other payables (specify nature)		
Statutory Liabilities payable		
1 Professional Tax	4.10	0.00
2 Professional Tax	48.06	18.38
Total	52.16	18.38

NOTE 13: DISCLOSURE PURSUANT TO PARA 2A OF GENERAL INSTRUCTION FOR PREPARATION OF PROFIT & LOSS A/C (GIPPL) IN SCHEDULE III TO THE COMPANIES ACT, 2013

Sales/ Revenue	As at 31-Mar-2023	As at 31-Mar-2022
1 Sale of Goods/ License	542.80	461.38
Sale of Hardware	0.00	
Sale of Software Licence	542.80	461.38
2 Sale of services	1416.00	572.30
Hardware rental Service		59.00
Software Consultancy Service	1416.00	513.30
3 Less: GST	-298.80	-157.68
Total	1660.00	876.00

NOTE 14: DISCLOSURE PURSUANT TO PARA 4(D),(F),(G),(H) & (I) OF GIPPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Other Income	As at 31-Mar-2023	As at 31-Mar-2022
1 Dividend Income	955.80	681.00
2 Net gain/loss on sale of investments / assets	21.59	
3 Other non-operating income (net of expenses directly attributable to such income)		
(1) Exchange Gains		
(2) Liabilities/ Provisions not required written-back		
3 Excess Provision Reversed	0.00	
4 Interest Income	284.92	9.00
Total	1262.32	690.00

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 16: CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
Inventories at the end of the year:		
Finished goods		
Stock-in-trade	0.00	385.00
	0.00	385.00
Inventories at the beginning of the year:		
Finished goods		
Stock-in-trade	385.00	387.00
	385.00	387.00
Equipment transferred to PPE		
Net (increase) / decrease	385.00	2.00

NOTE 17: DIRECT OVERHEADS- DISCLOSURE PURSUANT TO NOTE NO. 5(VI) OF GIPPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
1 Software Development Charges	-	-
Total	-	-

NOTE 18: DISCLOSURE PURSUANT TO NOTE NO. 5(I)(A) OF GIPPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Particulars	As at 31-Mar-2023	As at 31-Mar-2022
1 Salaries and incentives	439.11	1020.98
(i) Salary & Wages	439.11	1020.98
(ii) Bonus	0.00	0.00
2 Staff welfare expenses	7.87	0.00
Total	446.98	1020.98

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 19: DISCLOSURE PURSUANT TO PARA 5(I)(C) OF GIPPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Other expenses		As at 31-Mar-2023	As at 31-Mar-2022
1	Repairs to machinery or equipment	0.00	-
2	Rates & taxes	478.12	427.72
(1)	Fees to SE & Custodial Fees	356.62	353.00
	Annual Listing	300.00	300.00
	BSE Listing	0.00	0.00
	CDSL Fees	9.00	9.00
	CDSL Monitoring exp	10.00	10.00
	CDSL E-voting	27.20	25.00
	NSDL fees	10.42	9.00
(2)	Fees to RoC	119.00	72.22
(3)	Professional Tax	2.50	2.50
(4)	GST	0.00	0.00
(5)	Other Taxes	0.00	0.00
3	Legal & Professional Fees	330.58	225.60
(1)	Fees paid to Residents		
	Internal Audit Fees	77.50	90.00
	Secretarial Fees	0.00	0.00
	Prof Fees	155.00	76.00
	RTA Fees	98.08	59.60
(2)	Fees paid to Non-Residents	0.00	0.00
4	Telephone & Internet Charges	12.30	16.46
(1)	Land-line Charges	12.30	16.46
(2)	Mobile Line Charges	0.00	0.00
5	Travelling & Conveyance Expense	100.02	238.26
(1)	Travelling - Inland Fare	0.00	0.00
(2)	Travelling - Inland Hotel Lodging & Boarding	0.00	0.00
(3)	Conveyance	100.02	230.22
(4)	Motor Car Expenses	0.00	8.05
6	Business Promotion	113.91	75.32
(1)	Advertisement	113.91	75.32
(2)	Entertainment	0.00	0.00
(3)	Publicity & Sales Promotional	0.00	0.00
7	Rent	115.00	217.50
8	Other Expenses	116.06	111.36
(1)	Printing and Stationery	2.82	3.94
(2)	Postage & Courier Charges	0.00	5.69
(3)	Office Exps	4.50	2.83

Notes forming part of the financial statements Year ended 31-March-2023

Particulars		As at 31-Mar-2023	As at 31-Mar-2022
(4)	AGM Expenses	0.00	0.00
(5)	Miscellaneous Exps	15.20	12.75
(6)	Service Charges	0.04	0.04
(7)	Web Hosting Charges	0.00	32.43
	Demat Account Charges	1.25	1.18
	Sales Commission	0.00	52.50
(10)	Repairs and maintenance - Others		0.00
(11)	Brokerage for rent	15.00	0.00
(12)	Director Sitting Fees	77.25	0.00
9	Preliminary Expenses written-off	0.00	0.00
10	Payment to Auditors	80.00	80.00
11	Rebates, Claim, Discounts, Write-off & Bad-debts	0.00	106.10
	Write-offs above 1 lac without PAN	0.00	0.00
	Other Write-offs	0.00	106.10
13	Foreign Exchange Losses	0.00	0.00
Total		1346.00	1498.32

NOTE 20: EARNINGS PER SHARE

Particulars		As at 31-Mar-2023	As at 31-Mar-2022
1	Basic		
	Net profit / (loss) for the year from continuing operations	(4,97,620)	(10,39,283)
	Less: Preference dividend and tax thereon		
	Net profit / (loss) for the year from continuing operations attributable to the equity shareholders	(4,97,620)	(10,39,283)
	Weighted average number of equity shares	37,10,000	37,10,000
	Par value per share	Rs. 10	Rs. 10
	Earnings per share from continuing operations - Basic	(0.13)	(0.28)

22.0 Corporate information:

HCKK VENTURES LTD is a Company engaged in the activity of Realty developers, software consultancy services along with manufacturing, marketing, distributing and supporting a patented sports & healthcare solution using wearable sensors and artificial intelligence to optimize performance, prevent injuries and expedite rehabilitation.

The Company is listed in Bombay Stock Exchange.

22.01 Basis of accounting and preparation of financial statements:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standard (Ind AS) under the historical cost convention on the accrual basis except for certain financial

Notes forming part of the financial statements Year ended 31-March-2023

instruments which are measured at fair value and the provisions of the Companies Act, 2013. The Indian Accounting Standards (Ind AS) are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Rules, 2016.

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

22.02 Basis of accounting and preparation of financial statements:

The preparation of the financial statements in conformity with Indian AS requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

22.03 Functional & presentation Currency:

Company's Financial Statements are presented in Indian Rupees (Rs.), which is also its functional currency.

22.04 Cash and cash equivalents (for purposes of Cash Flow Statement):

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

22.05 Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

23.00 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

23.01 Depreciation and amortization:

"Property, plant and equipment are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is revised if there are significant changes from previous estimates."

23.02 Revenue recognition:

Sale of goods:

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers. Sales include excise duty but exclude sales tax and value added tax.

Notes forming part of the financial statements Year ended 31-March-2023**Income from services:**

Revenues from contracts priced on a time and material basis are recognised when services are rendered and related costs are incurred. Revenues from turnkey contracts, which are generally time bound fixed price contracts, are recognised over the life of the contract using the proportionate completion method, with contract costs determining the degree of completion. Foreseeable losses on such contracts are recognised when probable.

23.03 Other income:

Interest income is accounted on accrual basis. Dividend income is accounted for when the right to receive it is established.

23.04 Tangible fixed assets:

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. In case of land, the Company has availed fair value as deemed cost on the date of transition to Ind AS. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Property, Plant and Equipment which are significant to the total cost of that item of Property, Plant and Equipment and having different useful life are accounted separately.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets.

The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Projects under which assets are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

23.05 Investments:

“Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.

Investment properties are carried individually at cost less accumulated depreciation and impairment, if any. Investment properties are capitalised and depreciated (where applicable) in accordance with the policy stated for Tangible Fixed Assets. Impairment of investment property is determined in accordance with the policy stated for Impairment of Assets.”

Notes forming part of the financial statements Year ended 31-March-2023**23.06 Employee benefits:**

Employee benefits include provident fund, superannuation fund, gratuity fund, compensated absences, long service awards and post-employment medical benefits.

Defined contribution plans:

The Company's contribution to provident fund and superannuation fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made.

Defined benefit plans:

For defined benefit plans in the form of gratuity fund and post-employment medical benefits, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

Short-term employee benefits:

"The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under :

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur."

Long-term employee benefits:

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date less the fair value of the plan assets out of which the obligations are expected to be settled. Long Service Awards are recognised as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

23.07 Borrowing costs:

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing

Notes forming part of the financial statements Year ended 31-March-2023

costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

23.08 Leases:

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis.

23.09 Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

23.10 Taxes on income:

“Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.”

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred

Notes forming part of the financial statements Year ended 31-March-2023

tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

23.11 Impairment of assets:

The carrying values of assets / cash generating units at each Balance Sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, except in case of revalued assets.

23.12 Provisions and contingencies:

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

23.13 Segment Reporting:

The company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole. During the reporting period the company operates only in single type of product and in a single geographical area and therefore there is no need for segment reporting.

23.14 Goods & Service Tax input credit:

GST input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilising the credits.

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 24: DISCLOSURE PURSUANT TO PARA 6T OF SCHEDULE III TO THE COMPANIES ACT, 2013

Contingent liabilities and commitments (to the extent not provided for) Amount in 000's	Year ended 31-Mar-2023	Year ended 31-Mar-2022
	Amount in 000's	Amount in 000's
1 Contingent Liabilities		
(1) Claims against the company not acknowledged as debt	0.00	0.00
(2) Guarantees	0.00	0.00
(3) Other money for which the company is contingently liable - GST ITC excess claimed and output tax short paid in GSTR 3B	25.56	0.00
	25.56	0.00
2 Commitments		
(1) Estimated amount of contracts remaining to be executed on capital account and not provided for	0.00	0.00
(2) Uncalled liability on shares and other investments partly paid	0.00	0.00
(3) Other commitments (specify nature)	0.00	0.00
	0.00	0.00
TOTAL	25.56	0.00

NOTE 25: DISCLOSURES UNDER INDIAN ACCOUNTING STANDARDS 24

Description of relationship	Names of related parties
Key Management Personnel (KMP)	(1) Amit Maheshwari
	(2) Anthony Thomas
	(3) Nitin Rammurthy
	(4) Chitra Phadke
	(5) Ruzbeh Patel
	(6) Suresh Salian
	(7) Bijal Durgavale
	(8) Antoo Kallan
	(9) Rajendraprasad Tiwari
	(10) Prashant Agarwal
Relatives of KMP	(1) Kajol Kanchan
Company in which KMP / Relatives of KMP can exercise significant influence	(1)
	(2)
	(3)

Note: Related parties have been identified by the Management.

Notes forming part of the financial statements Year ended 31-March-2023

Details of related party transactions during the year ended 31-Mar-2023 and balances outstanding as at 31-Mar-2023

	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1 Receiving of services / Director Sitting Fees		
<u>A. KMP</u>		
a) Antoo Kallan	27.00	0.00
b) Suresh Salian	20.25	0.00
c) Bijal Durgavale	15.00	
d) Rajendraprasad Tiwari	15.00	
<u>B. Relatives of KMP</u>		
a) Kajol Kanchan		300.10
2 Borrowings		
<u>A. KMP</u>		0.00
<u>B. Relatives of KMP</u>		0.00

NOTE 26: DISCLOSURES UNDER INDIAN ACCOUNTING STANDARDS 116

Details of leasing arrangements		Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	<u>As Lessor</u>		
(1)	The Company has entered into operating lease arrangements for certain surplus facilities. The lease is non-cancellable for a period of ___ years from ___ and may be renewed for a further period of ___ years based on mutual agreement of the parties.	NIL	NIL
	Future minimum lease payments		
	not later than one year		
	later than one year and not later than five years		
	later than five years		
	Contingent rents recognised as income during the year (state basis)		
	Depreciation recognised on the leased assets		
	Impairment losses recognised on the leased assets		
	Impairment losses reversed on the leased assets		

Notes forming part of the financial statements Year ended 31-March-2023

Details of leasing arrangements		Year ended 31-Mar-2023	Year ended 31-Mar-2022
(2)	The Company has entered into finance lease arrangements for certain equipments and vehicles.	NIL	NIL
	Future minimum lease payments and reconciliation of gross investment in the lease and present value of minimum lease payments		
	Future minimum lease payments		
	not later than one year		
	later than one year and not later than five years		
	later than five years		
	Less: Unearned finance income		
	Present value of minimum lease payments receivable		
	not later than one year		
	later than one year and not later than five years		
	later than five years		
	Unguaranteed residual values accruing to the Company as the lessor		
	Accumulated provision for doubtful minimum lease payments		
	Contingent rents recognised as income during the year (state basis)		
2	<u>As Lessee</u>		
(1)	The Company has entered into finance lease arrangements for certain equipments and vehicles, which provide the Company an option to purchase the assets at the end of the lease period.	NIL	NIL
	Reconciliation of minimum lease payments		
	Future minimum lease payments		
	not later than one year		
	later than one year and not later than five years		
	later than five years		
	Less: Unmatured finance charges		
	Present value of minimum lease payments payable		
	not later than one year		
	later than one year and not later than five years		
	later than five years		
	Contingent rents recognised as expense during the year (state basis)		
	Future minimum sublease payments expected to be received under non-cancellable subleases		

Notes forming part of the financial statements Year ended 31-March-2023

Details of leasing arrangements		Year ended 31-Mar-2023	Year ended 31-Mar-2022
(2)	The Company has entered into operating lease arrangements for certain facilities and office premises. The leases are non-cancellable and are for a period of ___ to ___ years and may be renewed for a further period of ___ years based on mutual agreement of the parties. The lease agreements provide for an increase in the lease payments by __ to ___% every ___ years.		
	Future minimum lease payments		
	not later than one year		
	later than one year and not later than five years		
	later than five years		
	Lease payments recognised in the Statement of Profit and Loss		
	Contingent rents recognised as expense during the year (state basis)		
	Future minimum sublease payments expected to be received under non-cancellable subleases		
	Sublease payments received / receivable recognised in the Statement of Profit and Loss		
		-	-

NOTE 27: DISCLOSURES UNDER ACCOUNTING STANDARDS 26

Details of research and development expenditure recognised as an expense	Year ended 31-Mar- 2023	Year ended 31-Mar- 2022
1 Materials	NIL	NIL
2 Employee benefits expense		
3 Professional fees		
4 Consumables		
5 Interest		
6 Travelling expenses		
7 Rent		
8 Depreciation		
9 Others		

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 26: DISCLOSURE REGARDING AUDIT FEES PURSUANT TO NOTE NO. 5(I)(J) OF GIPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Sr. No	Audit fees	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	Payments to the auditor as -		
(1)	for Statutory Audit	50.00	50.00
(2)	for other services	30.00	30.00
(3)	for reimbursement of expenses	0.00	0.00
	<i>*GST credit has been or will be availed</i>		
		80.00	80.00

NOTE 27: DISCLOSURES REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006

Sr. No	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	Principal amount remaining unpaid to any supplier as at the end of the accounting year	NIL	NIL
2	Interest due thereon remaining unpaid to any supplier as at the end of the accounting year		
3	The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day		
4	The amount of interest due and payable for the year		
5	The amount of interest accrued and remaining unpaid at the end of the accounting year		
6	The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid		
		-	-

The above information has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.

NOTE 28: DISCLOSURE REGARDING VALUE OF IMPORTS CALCULATED ON CIF BASIS PURSUANT TO NOTE NO. 5(VIII)(A) OF GIPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Sr. No	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	Raw materials		
2	Components		
3	Spare parts		
4	Total Components and spare parts	NIL	NIL
5	Capital goods		

Notes forming part of the financial statements Year ended 31-March-2023

“@ The following guidance, summarised based on the ICAI Guidance Note on Revised Schedule VI, may be considered in presenting the disclosures under this clause:

(a) The total value of imported components and spare parts may be presented in the aggregate or sub-classified and presented. Where records of raw materials and components are maintained together, the information relating to components may be presented together with raw materials.

(b) The clause requires only disclosure of imported spare parts and not stores. If it is not practical for the Company to segregate imported stores and spare parts, the total value of import of stores and spare parts may be shown clearly describing that the value disclosed relates to imported stores and spare parts.

(c) The disclosure relates to imports of goods and not consumption. The disclosure should be made on accrual basis. Accordingly, the disclosure should include goods in transit. The disclosure should also be made irrespective of whether the imports have resulted in an expenditure in foreign currency. The disclosure should be made in Indian Rupees.

(d) Disclosure is with regard to ‘direct’ imports by the Company.”

NOTE 29: DISCLOSURE REGARDING EXPENDITURE IN FOREIGN CURRENCY PURSUANT TO NOTE NO. 5(VIII)(B) OF GIPL IN SCHEDULE III TO THE COMPANIES ACT, 2013

Sr. No	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	Royalty	NIL	NIL
2	Know-how		
3	Professional and consultation fees		
4	Interest		
5	Other matters		

“The following guidance, summarised based on the ICAI Guidance Note on Revised Schedule VI, may be considered in presenting the disclosures under this clause:

(a) The disclosure should be made on accrual basis on the gross amount of expenditure (i.e. the expenditure before withholding taxes, where applicable).

(b) Disclosure should be made only in respect of those items where the Company itself incurs the foreign currency expenditure. Where an expenditure involves foreign currency but the original payment by the Company itself is in Rupees, no disclosure is necessary.”

Notes forming part of the financial statements Year ended 31-March-2023

NOTE 30: DISCLOSURE REGARDING EARNINGS IN FOREIGN CURRENCY PURSUANT TO NOTE NO. 5(VIII)(E) OF GIPL IN SCHEDULE III TO THE COMPANIES ACT, 2013:

Sr. No	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	Export of goods calculated on FOB basis	NIL	NIL
2	Royalty, know-how, professional and consultation fees		
3	Interest and dividend		
4	Other income, indicating the nature thereof:		
	Export of Servicers		

NOTE 31: DISCLOSURE REGARDING AMOUNTS REMITTED IN FOREIGN CURRENCY DURING THE YEAR ON ACCOUNT OF DIVIDEND PURSUANT TO NOTE NO. 5(VIII)(D) OF GIPL IN SCHEDULE III TO THE COMPANIES ACT, 2013:

Sr. No	Particulars	Year ended 31-Mar-2023	Year ended 31-Mar-2022
1	Amount of dividend remitted in foreign currency	NIL	NIL
2	Total number of non-resident shareholders (to whom the dividends were remitted in foreign currency)		
3	Total number of shares held by them on which dividend was due		
4	Year to which the dividend relates		

'## Where dividend has been paid to non-resident shareholders in Indian Rupees or where the dividend has been deposited into their Rupee account in a bank in India, details of the same may be provided as an additional information, if required.

NOTE 32: GENERAL

Previous year's figures have been regrouped/ reclassified wherever necessary to correspond with the current year's classification / disclosure.

For D R Mehta and Associates
Chartered Accountants
Firm Registration No. 106207W

For HCKK Ventures Limited

Ashok Mehta
(Partner)
M. No.: 101746
UDIN: 23101746BGWLHR1482

Apurv Bhargava
Managing Director
DIN: 10175879

Rajendraprasad Bhagirathi Tiwari
Chief Financial officer
PAN: ABGPT9599Q

Place: Mumbai
Date: May 30, 2023

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	L45100MH1983PLC263361
Name of the Company	HCKK Ventures Limited
Registered office	Office No. 514, Roongta Business Center, 5 th Floor, Govind Nagar, Nashik- 422009

Name of the Member	
Registered Address	
E-mail Id	
Folio No./Client Id	
DPID	

I/We, being the member (s) of shares of the above-named company, hereby appoint

- Name:
Address:
Email id:
Signature....., or failing him
- Name:
Address:
Email id:
Signature....., or failing him
- Name:
Address:
Email id:
Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 40th Annual General Meeting of the Company, to be held on the 27th September, 2023 at 03.30 P.M. at Surya Hotel, Mumbai Agra Road, Indira Nagar, Nashik- 422009 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
Ordinary Business:	
1	Adoption of Audited Financial Statements for the year ended 31 st March, 2023
Special Business:	
2	To appoint Mr. Apurv Bhargava as a Managing Director cum Chief Executive Officer of the Company.

Signed this..... day of.....2023

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp of Re.1

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.

HCKK Ventures Limited

CIN-L45100MH1983PLC263361

Registered Office: Office No. 514, Roongta Business Center, 5th Floor, Govind Nagar, Nashik- 422009

Tel: +91 8976707683 Email: info@hckkventures.com Website: www.hckkventures.com

40TH ANNUAL GENERAL MEETING

ATTENDANCE SLIP

Folio No./*DP id and Client id

No of Shares Held

(To be filled in by the Member)

*Applicable for investors holding shares in electronic form.

NAME AND ADDRESS OF THE SHAREHOLDER

I hereby record my presence at the 40th Annual General Meeting to be held in the Surya Hotel, Mumbai Agra Road, Indira Nagar, Nashik- 422009 on Wednesday, 27th September, 2023 at 03.30 P.M.

.....
Member's Signature

Note:-

1) A Member/Proxy attending the meeting must complete this attendance slip and hand it over at the entrance.

.....
Proxy's Signature

HCKK VENTURES LIMITED

Registered Office: Office No. 514, Roongta Business Center, 5th Floor,
Govind Nagar, Nashik- 422009, Maharashtra, India
Tel: +91 8976707683; Email: info@hckkventures.com

FORM MGT-12
BALLOT FORM

*[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies
(Management and Administration) Rules, 2014]*

**FOR 40TH ANNUAL GENERAL MEETING TO BE HELD ON 27TH SEPTEMBER, 2023 AT 03.30 P.M. AT SURYA HOTEL,
MUMBAI AGRA ROAD, INDIRA NAGAR, NASHIK- 422009**

SR NO	PARTICULARS	DETAILS
01	Name of the First Named Shareholder (In block letters)	
02	Postal Address	
03	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
04	Class of Share	Equity

I hereby exercise my vote in respect of Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

Sr No	Item Particulars	No of Shared Held by Me	I assent to the Resolution	I dissent o the Resolution
01	Adoption of Audited Financial Statements for the year ended 31 st March, 2023			
02	To appoint Mr. Apurv Bhargava as a Managing Director cum Chief Executive Officer of the Company.			

Place: Nasik

Date:

(Name & Signature of the PROXY)

(Signature of the Shareholder)

Note: Proxy who are attending and voting in this general meeting on behalf of some members are requested to first write their name before signing it.

if undelivered please return to

HCKK VENTURES LIMITED

Registered Address

**OFFICE NO. 514, ROONGTA BUSINESS CENTER,
5TH FLOOR, GOVIND NAGAR, NASHIK- 422009**