

ASDIS DRINKS INDIA PRIVATE LIMITED

Registered Address: 1205 c/o Riana Business Center, "A" Wing, 12th Floor, Kanakia WallStreet, Chakala,
Andheri-Kurla Road, Andheri East, Mumbai -400093, Maharashtra, India
T- 022 -42505170, E – customercare@asdis.in, CIN: U15100MH2018PTC314792

NOTICE

Notice is hereby given that the **6th Annual General Meeting** of the members of M/s Asdis Drinks India Private Limited will be held on Tuesday, 24th September 2024 at registered address at 1205 c/o Riana Business Center, "A" Wing, 12th Floor, Kanakia Wall Street, Chakala, Andheri (East), Mumbai - 400093, at 10.00 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of the Board of Directors and Auditors thereon.
2. To reappoint and fix remuneration of Statutory Auditors:


"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, M/s. Kalyan Jain and Co., Chartered & Accountants, (FRN No. 104601W), be and are hereby reappointed as Statutory Auditor of the Company, to hold office from the conclusion of 6th Annual General Meeting until the conclusion of 11th Annual General Meeting of the Company, on such remuneration and terms and conditions as may be agreed between the parties."

"RESOLVED FURTHER THAT any Director of the company be and is hereby severally authorized to file necessary e-form with the Registrar of the Company and to do all acts, matters, deeds and things wherever necessary and to take all steps and do all things and give such directions as may be required, necessary, expedient or desirable for giving effect to the aforesaid resolution."

By Order of Board of
Asdis Drinks India Private Limited



Place: Mumbai
Dated: 31.08.2024


Mr. Gautam Matai
Director
DIN: 01784232

NOTES: -

1. Any member entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person (whether a member or not) as his proxy to attend and vote instead of himself but a proxy so appointed shall not have any right to speak at the meeting and shall not be entitled to vote except on a poll.
2. A person shall not act as proxy for more than 50 Members and holding in aggregate not more than 10% of the total share capital of the Company and shall not act as proxy for more than one Member, if that Member holds more than 10% of the total share capital of the Company.
3. Proxies in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

FORM NO: MGT -11**PROXY FORM**

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

CIN	U15100MH2018PTC314792
Name of the Company	Asdis Drinks India Private Limited
Registered Office	1205 c/o Riana Business Center, "A" Wing, 12th Floor, Kanakia WallStreet, Chakala, Andheri (E) Mumbai 400093

Name of the Member (s)	:
Registered Address	:
Email ID	:
Folio No. / Client ID / DP ID	:

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

- 1 Name: _____ Address: _____
Email ID: _____ Signature: _____ Or failing him/her
- 2 Name: _____ Address: _____
Email ID: _____ Signature: _____ Or failing him/her
- 3 Name: _____ Address: _____
Email ID: _____ Signature: _____ Or failing him/her
- 4 Name: _____ Address: _____
Email ID: _____ Signature: _____ Or failing him/her

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 6th Annual General Meeting of the Company, to be held on Tuesday, 24th September, 2024 at 1205 c/o Riana Business Center, "A" Wing, 12th Floor, Kanakia Wall Street, Chakala, Andheri (East), Mumbai 400093, at 10.00 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Resolutions	Options	
		For	Against
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2024, together with the reports of the Board of Directors and Auditors thereon.		
2	To reappoint and fix remuneration of Statutory Auditors.		

Signed this day of, 2024

Signature of Shareholder.....

Signature of Proxy holder(s).....

Affix Revenue
Stamp

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

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DIRECTORS REPORT

To,
The Members of
ASDIS DRINKS INDIA PRIVATE LIMITED

Your directors are pleased to present the **6th ANNUAL REPORT** of the Company together with the audited financial Statements and Auditors' Report of the Company for the financial year ended March 31, 2024.

1. Financial summary:

The highlights of the financial results for the year ended March 31, 2024, are given below:

Particulars	01.04.2023 – 31.03.2024 (Rs. In Lakhs)	01.04.2022 – 31.03.2023 (Rs. In Lakhs)
Revenue	187.25	45.23
Other Income	0.09	0.05
Total Income	187.34	45.28
Net Profit/(Loss) (PBDT)	(194.10)	(114.29)
Less: Depreciation	1.74	3.24
Profit after depreciation but before tax (PBT)	(195.84)	(117.53)
Less: Taxes	(0.18)	(0.53)
Net profit / (loss) for the period	(195.66)	(117.00)
No. of Shares	1,00,000	1,00,000
Earnings Per share (Rs.)	(196)	(117)
Proposed Dividend	Nil	Nil
Dividend tax	Nil	Nil
Balance of Profit Carried to B/S	(195.66)	(117.00)

2. Reserves:

The reserves of the company stands at Rs (402.02/-) (in Lakhs) as on 31.03.2024 against Rs (206.36/-) (in Lakhs) as on 31.03.2023.

3. Dividend:

Your directors do not recommend any dividend for the financial year ended on 31st March, 2024.

4. Transfer of Unclaimed Dividend to Investor Education and Protection Fund:

The provisions of Section 125(2) of the Companies Act, 2013 does not apply as there is no amount to be transferred to Investor Education and Protection Fund.

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5. State of Company's Affairs and Future Outlook:

After considering and evaluating various business opportunities, your Company had availed rights to bottle, market, promote and sell "Scottish Leader The Original Blended Whisky" from Distell International Holdings Ltd and Distell International Limited (Distell Group) vide License and Distribution agreements executed in February, 2020 ("Agreements"). Further, subject to achievement of business plan over the few years, the company had executed a Memorandum of understanding for a potential joint venture with Distell Group in near future.

Pursuant to restructuring within Distell group, in April 2023, Distell International Holdings Ltd was carved out from the said Agreements and all the said agreements were novated in favor of Distell International Limited. Further the name of the "Distell International Limited" has been changed to "CVH Spirits Limited"

Your company is optimistic about the growth of the business in the coming years.

6. Change in the nature of business, if any:

There are no significant changes made in the nature of business of the company during the financial year.

7. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of financial year of the company to which financial statement relate and the date of report:

There are no significant material changes and commitments affecting the financial position of the company which have occurred between the end of financial year of the company to which financial statement relate and the date of report.

8. The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:

There are no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operation in future between the end of the financial year of the company to which Financial Statement relates and the date of Report.

9. Holding / Subsidiary/ Associate / Joint Ventures Company:

a) M/s Aspri Spirits Private Limited is the Holding company of the Company.

b) As on 31st March 2024, the company does not have any subsidiaries, associates and joint venture companies.

10. Deposits:

Your Company did not invite or accept deposits from the public during the year under review.

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11. Statutory Auditors:

M/s. Kalyan Jain and Co, Chartered Accountant, (FRN No. 104601W), have been proposed to be re-appointed as Statutory Auditor of the Company for a period of 5 year from conclusion of 6th Annual General Meeting until the conclusion of 11th Annual General Meeting.

12. Explanation to Auditors qualification:

Auditors have not made any qualification or any adverse remark in their report regarding financial statements. Therefore, there is no need for any clarification or any comment on Auditor's report.

13. Share Capital:

The Company has only one type of share i.e., Equity Shares of face value of Rs. 10/- each. The authorized share capital of the Company is Rs. 10,00,000/- (Rupees Ten Lakh only) divided into 1,00,000 Equity Shares of face value of Rs. 10/- each. During the financial year, the Company did not issue any securities. The Company has neither bought back any of its securities, nor issued any shares by way of Sweat equity and bonus shares. The Company has not provided any Stock Option Scheme to the employees.

14. Disclosure as to maintenance of Cost Records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013

The provisions of section 148 of the Companies Act, 2013 pertaining to maintenance of cost records are not applicable to the Company.

15. Reporting of Fraud by Auditors

During the financial period under review, there were no instances of fraud committed against the Company by its officers or employees, reported by auditors under section 143(12) of the Companies Act, 2013.

16. Extract of Annual Return

The details forming part of extract of the Annual Return in form MGT 9 is annexed herewith as "ANNEXURE A".

17. Directors and Key Managerial Personnel:

The composition of Board of Directors is as below:

1. Mr. Gautam Matai
2. Mr. Sumedh Singh Mandla

In the terms of the provisions of the Articles of Association of the Company, none of the Directors are liable to retire by rotation.

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a. Changes in Directors and Key Managerial Personnel:

There is no change in Directors by way of appointment, re-designation, resignation, death, disqualification and variations made or withdrawn, etc., of the company during the financial year. The appointment of Key Managerial Personnel under section 203 of Companies Act, 2013, is not applicable to the Company.

b. Declaration by an Independent Director(s) and re-appointment, if any:

The provisions of Section 149 of the Companies Act 2013 pertaining to the appointment of Independent Director is not applicable to the Company.

18. Number of Meetings of Board of Directors:

Sr. No	Attendance at Board Meeting held on	Name of the Director & category	
		Mr. Gautam Matai Director	Mr. Sumedh Singh Mandla Director
1	04-04-2023	✓	✓
2	12-06-2023	✓	✓
3	18-08-2023	✓	✓
4	02-12-2023	✓	✓
5	30-03-2024	✓	✓

During the year Five Board meetings were convened and held. The intervening gap between meetings was within the period prescribed under the Companies Act, 2013.

19. Company's Policy Relating to Directors' Appointment, Payment of Remuneration and Discharge of Their Duties

The Company is not required to constitute a Nomination and Remuneration Committee as the provisions of Section 178(1) of the Companies Act 2013 are not applicable to the Company.

20. Disclosure of Composition of Audit Committee and Providing Vigil Mechanism

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

21. Particulars of Loan, Guarantees or Investments Under Section 186:

Your company has not made any investment or given any guarantee or security under section 186 of the Companies Act, 2013.

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22. Related party transactions:

All the contracts/ arrangements/ transactions entered into by the Company during the financial year with related party were in ordinary course of business and on arm's length basis. The details of the material transactions with related parties under form AOC-2 is provided herewith under "**ANNEXURE B**"

23. Risk Management policy:

The Company believes that robust Risk Management ensure adequate controls and monitoring mechanism for smooth and efficient operations of the business. The Company has reviewed the major risks which affect it, from both external and the internal environment perspective and appropriate actions have been mitigated and monitors risks on a regular basis.

24. Conservation of energy, technology absorption, foreign exchange earnings and outflow:

- a) Conservation of Energy: Nil
- b) Technology Absorption: Nil
- c) Foreign Exchange Earned & Used

Particulars	01.04.2023 - 31.03.2024 12 months Amount (Rs.)	01.04.2022 - 31.03.2023 12 months Amount (Rs.)
Foreign Exchange Earned	1,14,74,133	73,89,140
Foreign Exchange Outgo	-	-

25. Adequacy of Internal Financial Controls with reference to the Financial Statements:

The Company has taken care of the adequacy of internal financial controls which are implemented with reference to the Financial Statements.

26. Particulars of Employees:

The Company has no employee who was in receipt of remuneration, during the year under review which in aggregate was equal to or more than such sum as prescribed under Rule 5 (2) of Chapter XIII, Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014.

27. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Presently the strength of Company is less than 10 employees, thus Internal Complaint Committee is not applicable to the Company.

28. Compliance of Secretarial Standards:

The Company has complied with applicable Secretarial Standards prescribed by the Institute of Company Secretaries of India.

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29. Directors Responsibility Statement:

Pursuant to the requirement under Clause (c) of sub-section (3) of section 134 of the Companies Act, 2013 with respect to the Director's Responsibilities Statement, it is hereby confirmed:

- i. that in the preparation of the Annual Accounts for the financial year ended 31st March 2024; the applicable Accounting Standards had been followed along with proper explanation relating to material departures.
- ii. that the Directors had selected such accounting policies and applied them consistently and made judgment and estimates that were reasonable and prudent so as to give a true and fair view of state of affairs of the Company at the end of the year and of loss of the Company for the year under review.
- iii. that the Directors had taken proper and sufficient care for maintenance of adequate accounting records in accordance with provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. that the Directors had prepared the accounts for the financial year ended 31st March 2024 on a going concern basis.
- v. That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

30. Acknowledgement:

The Directors place on record their sincere appreciation for the co - operation received by the Company from our Bankers, Shareholders, Government Agencies, Business Associates and Customers and for the valuable contribution extended and is looking forward to their continued support. Your directors also wish to place on record their deep sense of appreciation for the committed services of the employees at all levels of the Company.

For and on behalf of the Board of
Asdis Drinks India Private Limited



Mr. Gautam Matai
Director
DIN: 01784232

Mr. Sumedh Singh Mandla
Director
DIN: 08239594

Place: Mumbai
Date: 31.08.2024

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ANNEXURE "A" to Board's Report

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2024

[Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

FORM NO. MGT-9

I. REGISTRATION AND OTHER DETAILS:

CIN	U15100MH2018PTC314792
Registration Date	26.09.2018
Name of Company	ASDIS DRINKS INDIA PRIVATE LIMITED
Category/ Sub-Category of the Company	Private Limited
Address of the Registered office and contact details	1205 c/o Riana Business Center, "A" Wing, 12 th Floor, Kanakia Wallstreet, Chakala, Andheri East, Mumbai 400093.
Whether Listed company	No
Name, Address and Contact details of Registrar and Transfer agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:

Sr No	Name and Description of Main product/ services	NIC Code of the product / service under NIC 2008	% of total turnover
1.	Wholesale of intoxicants like wines and liquors	46308	100%

III. PRINCIPAL OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN /GLN	Holding / Subsidiary / Associate	% of shares held	Applicable section
1.	Aspri Spirits Private Ltd	U15500MH2004PTC148284	Holding	99.99	2(46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	99,999	99,999	99.99	-	99,999	99,999	99.99	-
e) Banks /FI	-	-	-	-	-	-	-	-	-
f) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):	-	99,999	99,999	99.99	-	99,999	99,999	99.99	-

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(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other...	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter	-	99,999	99,999	99.99	-	99,999	99,999	99.99	-
(A)=(A)(1) + (A)(2)									
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks /FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1):	-	-	-	-	-	-	-	-	-
(2) Non- Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	-	1	1	0.01	-	1	1	0.001	-
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (2):	-	1	1	0.01	-	1	1	0.001	-
Total Public Shareholding	-	1	1	0.01	-	1	1	0.001	-
(B)= (B)(1) + (B)(2)									
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total	-	1,00,000	1,00,000	100.00	-	1,00,000	1,00,000	100.00	-
(A) + (B) + (C)									

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(ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged/encumbered to total shares	
1.	M/s Aspri Spirits Private Limited	99,999	99.99	-	99,999	99.99	-	-
2.	M/s Aspri Spirits Private Limited through Nominee Shareholder Mr. Jaikishan Matai	1	0.01	-	1	0.01	-	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sr. No.	For Each of Promoter	Shareholding at beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	M/s Aspri Spirits Private Limited				
	At the beginning of the year	1	0.01	1	0.01
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,)	-	-	-	-
	At the end of the year	1	0.01	1	0.01
2	M/s Aspri Spirits Private Limited through Nominee Shareholder Mr. Jaikishan Matai				
	At the beginning of the year	1	0.01	1	0.01
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,)	-	-	-	-
	At the end of the year	1	0.01	1	0.01

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No.	For Each of the Top 10 Shareholders	Shareholding at beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,)	-	-	-	-
	At the end of the year	-	-	-	-

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(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors	Name of the Directors			
		Shareholding at beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1.	Mr. Gautam Matai, Director				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,)	-	-	-	-
	At the end of the year	-	-	-	-
2.	Mr. Sumedh Singh Mandla, Director				
	At the beginning of the year	-	-	-	-
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,)	-	-	-	-
	At the end of the year	-	-	-	-

Sr. No.	For Each of Key Managerial Personnel	Name of the Key Managerial Personnel			
		Shareholding at beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
	At the beginning of the year	Not Applicable			
	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g., allotment/ transfer/ bonus/sweat equity etc.,)	Not Applicable			
	At the end of the year	Not Applicable			

V. INDEBTEDNESS:

Indebtedness of the Company including interest outstanding /accrued but not due for payment				
	Secured Loan	Unsecured Loan	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal amount	30,40,188	8,87,29,000		9,17,69,188
ii) Interest due but not paid				0
iii) Interest accrued but not due		7,22,002		7,22,002
Total (i + ii + iii)	30,40,188	8,94,51,002	0	9,24,91,190
Change in indebtedness during the financial year				0
• Addition	5,60,217	1,55,00,000		1,60,60,217
• Reduction		30,00,000		0
Net Change	5,60,217	1,25,00,000	0	1,30,60,217
Indebtedness at the end of financial year				0
i) Principal amount	36,00,405	10,12,29,000		10,48,29,405
ii) Interest due but not paid				0
iii) Interest accrued but not due		0		0
Total (i + ii + iii)	36,00,405	10,12,29,000	0	10,48,29,405

ASDIS DRINKS INDIA PRIVATE LIMITED

Registered Address: 1205 c/o Riana Business Center, "A" Wing, 12th Floor, Kanakia Wallstreet, Chakala, Andheri East, Mumbai -400093, Maharashtra, India.

TEL.: 022-42505170, E - customercare@asdis.in, CIN: U15100MH2018PTC314792

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

A. Remuneration to Managing Director, Whole-time Directors and /or Manager: NOT APPLICABLE

Sr. No.	Particulars of Remuneration	Amount
1.	Gross Salary	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-
	(b) Value of perquisites u/s 17 (2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission	-
	- as % of profit	-
	- others, please specify...	-
5.	Others: Variable Income	-
	TOTAL (A)	-
	Ceiling as per the Companies Act, 2013	-

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Mr. Gautam Matai Director	Mr. Sumedh Singh Mandla Director
1.	Gross Salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17 (2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit	-	-
	- others, please specify...	-	-
5.	Others: Variable Income	-	-
	Total (1)	-	-
	Ceiling as per the Companies Act, 2013	-	-

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTM: - NOT APPLICABLE

Sr. No.	Particulars of Remuneration	Key Managerial Personnel
1.	Gross Salary	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-
	(b) Value of perquisites u/s 17 (2) Income-tax Act, 1961	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2.	Stock Option	-
3.	Sweat Equity	-
4.	Commission	-
	- as % of profit	-
	- others, please specify...	-
	TOTAL C	-

ASDIS DRINKS INDIA PRIVATE LIMITED

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Andheri East, Mumbai -400093, Maharashtra, India.

TEL.: 022-42505170, E - customercare@asdis.in, CIN: U15100MH2018PTC314792

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD/NCLT /COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	None				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	None				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	None				
Punishment					
Compounding					

ASDIS DRINKS INDIA PRIVATE LIMITED

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TEL.: 022-42505170, E - customercare@asdis.in, CIN: U15100MH2018PTC314792

ANNEXURE "B" to Board's Report

Disclosure of particular contracts/ arrangements entered into by the Company with related parties.

FORM NO. AOC-2

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


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


2. Details of contracts or arrangements or transactions at arm's length basis:

Name of related party	Nature of relationship	Nature of Transaction	Duration of Contract/ arrangement/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Aspri Spirits Private Limited	Holding Company	Unsecured Loan	-	-	15.04.2019	-
Aspri Spirits Private Limited	Holding Company	Sales Promotion	-	-	15.04.2019	-

For and on behalf of the Board of
Asdis Drinks India Private Limited




Mr. Gautam Matai
Director
DIN: 01784232


Mr. Sumedh Singh Mandla
Director
DIN: 08239594

Place: Mumbai
Date: 31.08.2024



KALYAN JAIN & CO. [CHARTERED ACCOUNTANTS]

PARTNER: K. C. JAIN [B.COM, FCA]

N. K. JAIN [ACA, LCS, LLB, DISA, DTM, B.COM]

S. K. JAIN [B.COM, FCA]

Head Office: 108, A. S. DIAS BLDG, [Aacharya Aadiasgar Karyashala], 1st FLR, 268/272 Dr. C.H. STREET, MARINE LINES, MUM - 2.

Tel.: 22061232 / 22001972, Tel Fax: 22092614, Mobile: 9821216424, 9820949687, E-mail: sanmatikrupa@yahoo.com / kcjain_co@yahoo.co.in

Mumbai Central Branch Office: GROUND FLR, SHOP NO. 3, 71/73, DINESH BHUVAN, MUMBAI CENTRAL EAST, MUM 08.

INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS OF ASDIS DRINKS INDIA PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **ASDIS DRINKS INDIA PRIVATE LIMITED**, which comprise the Balance Sheet as at 31/03/2024, the Statement of Profit and Loss, the cash flow statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Auditor's Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31/03/2024, and its Loss and its cash flows for the year ended on that date.

Basis for Opinion

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

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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



RESIDENCE: FLAT NO. 1003-A, GHASWALA TOWER (SANMATI KUTIR), P.G. SOLANKI PATH, OFF LAMINGTON ROAD, MUMBAI - 400007. TEL.: 23015263

उत्तम आहार शाकाहार

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.

When we read such other information as and when made available to us and if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance

Responsibility of Management and Those Charged with Governance (TCWG)

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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 management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

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

Report on Other Legal and Regulatory Requirements

This report doesn't include a statement in the matters specified in paragraphs 3 and 4 of the of the Companies (Auditors' 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. Since in our opinion and according to the information and explanation given to us, the said order is not applicable to the company.

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



- (c) The Balance Sheet, the Statement of Profit and Loss, and the cash flow statement dealt with by this Report are in agreement with the books of account.
- (d) 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.
- (e) On the basis of the written representations received from the directors as on 31/03/2024 taken on record by the Board of Directors, none of the directors is disqualified as 31/03/2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A".
- (g) The provisions of Section 197 read with Schedule V of the Act are not applicable to the Company for the period ended 31 March 2024 since the Company is not a public company as defined under section 2(71) of the Act. Accordingly, reporting under section 197(16) is not applicable
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. Company has no pending litigation.
 - ii. The Company did not have any long term contracts including derivative contract for which there were any material foreseeable losses. .
 - iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company..
 - iv. The company has not declared or paid any dividend during the year. Hence there is no contravention of the provisions of section 123 of the Companies Act, 2013.
 - v. Based on our examination, which includes test checks, the company has used an accounting software for maintaining its books of account for the period ended 31st March, 2024, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.
As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2024, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the period ended as on 31st March, 2024.



FOR KALYAN JAIN and CO
(Chartered Accountants)
Reg No. :0104601W



Date: 31/08/2024
Place : Mumbai

K.C. JAIN
Partner
M.No.: 037128
UDIN : 24057128BKEJZD4568.

"Annexure A" to the Independent Auditor's Report of even date on the Standalone Financial Statements of ASDIS DRINKS INDIA PRIVATE LIMITED.

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

We have audited the internal financial controls over financial reporting of ASDIS DRINKS INDIA PRIVATE LIMITED as of March 31, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence amount the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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



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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, 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 issues by the Institute of Chartered Accountants of India.

FOR KALYAN JAIN and CO
(Chartered Accountants)
Reg No. :0104601W



Date: 31/08/2024
Place : Mumbai

K.C. JAIN
Partner
M.No.: 037128
UDIN : 240371288KEJZD4568.

ASDIS DRINKS INDIA PRIVATE LIMITED

CIN : U15100MH2018PTC314792

Balance Sheet As On 31st March, 2024

Particulars	Note No.	(Figures in lakhs)	(Figures in lakhs)
		As on 31.03.2024	As on 31.03.2023
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	1	10.00	10.00
(b) Reserves and surplus	2	(402.02)	(206.36)
(b) Money Received against share warrents		-	-
2 Share application money pending allotments		-	-
3 Non-current liabilities			
(a) Long-term borrowings	3	1,012.29	894.51
(b) Deferred tax liabilities (net)		-	-
(c) Other Long Term Liabilities		-	-
(d) Long term provision		-	-
4 Current liabilities			
(a) Short Term Borrowings	4	36.00	30.40
(b) Trade payables	5		
(A) total outstanding dues of micro enterprises and small enterprises		10.56	11.36
(B) total outstanding dues of Creditors other than micro enterprises and small enterprises			
(c) Other current liabilities	6	71.82	(49.41)
(d) Short-term provisions	7	(17.77)	(20.18)
		-	-
TOTAL		720.88	670.32
B ASSETS			
1 Non-current assets			
(a (i) Property, Plant and Equipment	8	2.00	3.74
(ii) Intangible assets		-	-
(iii) Capital Work in progress		-	-
(iv) Intangible Assets under Development		-	-
(b) Non-current investments	9	7.57	9.53
(c) Deferred Tax Assets		0.94	0.75
(d) Long term loans and Advances			
(e) Other Non Current Assets			
2 Current assets			
(a) Current Investments	10	-	-
(b) Inventories	11	-	-
(c) Trade receivables	12	708.19	584.88
(d) Cash and cash equivalents	13	0.64	0.75
(e) Short-term loans and advances	14	0.66	0.52
(f) Other Current Assets	15	0.88	70.15
HO-Branch		-	-
TOTAL		720.88	670.32

See accompanying notes forming part of the financial statements

In terms of our report attached.

For Kalyan Jain & Co.

Chartered Accountants

FRN No.104601W

(K. C. JAIN)

PARTNER

(M No.37128)

Place: Mumbai

Date: 31.08.2024

UDIN:24037128BKEJZD4568



For and on Behalf of the Board

For Asdis Drinks India Private Limited

Mr. Gautam Matai

Director

DIN -01784232

Place: Mumbai

Date: 31.08.2024

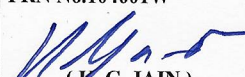
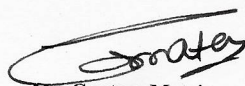

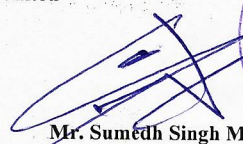
Mr. Sumedh Singh Mar

Director

DIN: 08239594

Place : Mumbai

Date: 31.08.2024

ASDIS DRINKS INDIA PRIVATE LIMITED				
CIN : U15100MH2018PTC314792				
STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH 2024				
		(Figures in lakhs)		(Figures in lakhs)
Particulars	Note No.	As on 31.03.2024	As on 31.03.2023	
		Rs.	Rs.	
I Revenue from operations (gross)	16	187.25	45.23	
Less: Excise Duty				
Revenue from operations (net)		187.25	45.23	
II Other Income	17	0.09	0.05	
III Total Income (I+II)		187.35	45.28	
IV Expenses				
(a) Cost of materials consumed		-	-	
(b) Purchase of Stock in Trade	18	109.26	49.52	
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	19	-	-	
(d) Employee benefits expenses	20	38.42	21.71	
(e) Finance costs	21	118.42	90.71	
(f) Depreciation and amortisation expenses		1.74	3.24	
(g) Other expenses	22	115.35	(2.36)	
Total Expenses		383.19	162.81	
V Profit before exceptional and extraordinary item and tax		(195.84)	(117.53)	
VI Exceptional Items		-	-	
VII Profit before extraordinary item and tax		(195.84)	(117.53)	
VIII Extraordinary Items		-	-	
IX Profit before Tax		(195.84)	(117.53)	
X Tax Expense:				
(a) Current tax expense		-	-	
(b) Deferred tax		(0.18)	(0.53)	
XI Profit / (Loss) for the period from continuing operations		(195.66)	(117.00)	
XII Profit / (Loss) from discontinuing operations		-	-	
XIII Tax from discontinuing operations		-	-	
XIV Profit/ (Loss) from discontinuing operations		-	-	
XV (Loss) for the Period		(195.66)	(117.00)	
XVI Earning per equity share:				
(1) Basic		(195.66)	(117.00)	
(2) Diluted		(195.66)	(117.00)	
In terms of our report attached. For Kalyan Jain & Co. Chartered Accountants FRN No.104601W		For and on Behalf of the Board For Asdis Drinks India Private Limited		
 (K. C. JAIN) PARTNER (M No.37128)		 Mr. Gautam Matai Director DIN -01784232 Place: Mumbai Date: 31.08.2024		
 K. C. JAIN PARTNER M.No. 37128		 Mr. Sumedh Singh Mandla Director DIN: 08239594 Place : Mumbai Date: 31.08.2024		
Place: Mumbai Date: 31.08.2024 UDIN : 24037128BKE5LD4568.				

ASDIS DRINKS INDIA PRIVATE LIMITED

Statement of Cash Flows

For the Years Ending March 31, 2023 and March 31, 2024

		2024	2023
Cash Flows from Operating Activities			
Net Income		-195.66	-117.00
Add: Expenses Not Requiring Cash:			
Depreciation		1.74	3.24
Income Tax		-	-
Differed Tax		-0.18	-0.53
Less Tax of Previous year	-	-	-
Other		<u>1.55</u>	<u>2.71</u>
Add:- Decrease in Current Assets :-			
Inventories		-	-
Trade receivables		-123.31	24.63
Short-term loans and advances		-0.14	-2.60
Other Current Assets		69.27	-64.78
		<u>-54.18</u>	<u>-42.75</u>
Less :- Increase in Current Assets :-			
Inventories		-	-
Short-term loans and advances		-	-
Trade receivable		-	-
Short-term loans and advances		-	-
Other current assets		-	-
		<u>-</u>	<u>-</u>
Add:- Increase in Current Liability :			
Short Term Borrowings		5.60	-37.05
Trade payables		-0.80	-37.66
Other current liabilities		121.23	10.17
Short-term provisions		2.41	-31.28
		<u>128.44</u>	<u>-95.81</u>
Less:- Decrease in Current Liabilities-			
Short Term Borrowings		-	-
Trade payables		-	-
Short Term Provision		-	-
Short-term provisions		-	-
Other current liabilities		-	-
		<u>-</u>	<u>-</u>
Net Cash from Operating Activities		<u><u>-119.85</u></u>	<u><u>-252.86</u></u>
Cash Flows from Investing Activities			
Add:- Sale of Fixed Assets			
Less:- Purchase of New Equipment		-	0.11
Add:- Investments Decreased		1.96	
Less:- Investments Increased			
Other			
Net Cash Used for Investing Activities		<u>1.96</u>	<u>-0.11</u>
Add Share Capital		-	-
Add Long-term borrowings		117.78	252.75
Less:- Long-term borrowings		-	-
Add Other			
Net Cash from Financing Activities		<u>117.78</u>	<u>252.75</u>



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NET INCREASE/(DECREASE) IN CASH	-0.11	-0.21
CASH, & CASH EQUIVALENT AT THE BEGINNING OF YEAR	0.75	0.71
CASH, & CASH EQUIVALENT AT THE END OF YEAR	0.64	0.50

For Kalyan Jain & Co.
Chartered Accountants
FRN No.104601W



(K. C. JAIN)
PARTNER
(M No.37128)
Place: Mumbai
Date: 31.08.2024
UDIN:- 24037128BKEJZD4568.

For and on Behalf of the Board
For Asdis Drinks India Private Limited



Mr. Gautam Matai
Director
DIN -01784232
Place: Mumbai
Date: 31/08/2024

Mr. Sumedh Singh Mandia
Director
DIN: 08239594
Place : Mumbai
Date: 31/08/2024

ASDIS DRINKS INDIA PRIVATE LIMITED
NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET

Note -1. SHARE CAPITAL

Particulars	As on 31.03.2024		As on 31.03.2023	
	Number of shares	Rs.	Number of shares	Rs.
(a) Authorised				
100000 Equity shares of Rs.10/- each with voting rights	1,00,000	10	1,00,000	10
(b) Issued, Subscribed and Paid up	1,00,000	10	1,00,000	10
100000 Equity shares of Rs.10 each with voting rights	1,00,000	10	1,00,000	10
Total	1,00,000	10	1,00,000	10
List of Shareholders holding more than 5% share capital				
Name of Shareholders	No. of Shares	%	Value/Share	Total Value
Aspri Spirits Pvt Ltd	1,00,000	100	10	10
TOTAL	1,00,000	100		10

NOTE 1A. SHARES HELD BY PROMOTORS

Current Reporting Period				
Sr No.	Promotor's Name	No of shares	% of total shares	% Change during the year
1	Aspri Spirits Pvt Ltd	99999	99.99	0
2	Jaikishan Matai (Nominee Shareholder of Aspri Spirits Pvt Ltd)	1	0.01	0

Previous reporting Period				
Sr No.	Promotor's Name	No of shares	% of total shares	% Change during the year
1	Aspri Spirits Pvt Ltd	99999	99.99	0
2	Jaikishan Matai (Nominee Shareholder of Aspri Spirits Pvt Ltd)	1	0.01	

NOTE- 1B. STATEMENTS OF CHANGES IN EQUITY

Current Reporting Period				
Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period error	Related Balance at the beiginning of the current	Changes in Equity Share Capital during	Balance at the end of the current reporting period
10	-	10	-	10

Previous reporting Period				
Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period error	Related Balance at the beiginnaing of the previous reporting periouod	Changes in Equity Share Capital during the previous year	Balance at the end of the previous reporting period
10	-	10	-	10



ASDIS DRINKS INDIA PRIVATE LIMITED
NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET
Note 2 RESERVES AND SURPLUS

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs. (Figures in lakhs)	Rs. (Figures in lakhs)
(A) Securities premium account		
Opening balance	-	-
Closing balance	-	-
(B) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	(206.36)	(89.35)
Add: Profit / (Loss) for the year	13.50	(117.00)
Less:- Loss Due to Change in Rate of Depreciation as per Company Act 2013	(209.16)	
Closing balance	(402.02)	(206.36)
Total	(402.02)	(206.36)

Note 3 LONG TERM BORROWINGS

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs. (Figures in lakhs)	Rs. (Figures in lakhs)
UNSECURED LOANS		
Aspri Spirits Pvt Ltd (Loan From Parent Company)	1,012.29	894.51
Loan from Director & Relatives	-	-
TOTAL	1,012.29	894.51

Note 4 SHORT TERM BORROWINGS

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs. (Figures in lakhs)	Rs. (Figures in lakhs)
SECURED LOANS		
OD A/C	-	-
CASH CREDIT	36.00	30.40
(Secured against hypothecation of Stocks and Debtors)	-	-
TOTAL	36.00	30.40

Note 6 OTHER CURRENT LIABILITIES

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs. (Figures in lakhs)	Rs. (Figures in lakhs)
Creditors For Advance	(29.29)	(89.73)
Expenses Payable	101.11	40.32
Total	71.82	(49.41)





Note 7 SHORT TERM PROVISIONS

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs. (Figures in lakhs)	Rs. (Figures in lakhs)
(a) Provision for employee benefits		
Professional Tax	0.00	0.00
(b) Provision - for TAX		
TDS Payable	2.50	1.38
(c) Provision - Others		
GST Payable	(20.48)	(21.64)
VAT payable		
Audit Fees Payable	0.20	0.072
Total	(17.77)	(20.18)



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ASDIS DRINKS INDIA PRIVATE LIMITED STATEMENT OF FIXED ASSETS, AS ON 31ST MARCH 2023									
PARTICULARS	G R O S S ----- B L O C K				DEPRECIATION			N E T -- B L O C K	
	AS ON	ADDITIONS Before	ADDITIONS After 30.09.2023	SALE during the year	AS ON 31.3.2024	UP TO 01.04.2023	FOR THE YEAR	AS ON 31.03.2024	AS ON 31.03.2023
	01/04/2023	30.09.2023	30.09.2023						
Torque Metere	-	1.60	-	-	-	-	0.19	-	-
Laptop	1.23	-	-	-	1.23	0.95	0.18	1.37	0.42
Dia Mould	4.50	-	-	-	4.50	2.16	1.06	1.12	0.28
Semi Auto Sealing Machine	1.80	-	-	-	1.80	1.21	0.27	3.22	2.34
Torque Tester	0.10	-	-	-	0.10	0.00	0.05	1.47	0.59
	-	-	-	-	-	-	-	0.05	0.10
TOTAL	9.23	7.53	-	-	9.23	5.50	1.74	7.23	3.74
PREVIOUS YEAR	1.60	-	-	-	9.13	0.22	2.04	1.99	1.38
As per our report of even date attached For Kalyan Jain & Co. Chartered Accountants FRN No.104601W									
For Asdis Drinks India Private Limited									
 (K. C. JAIN) PARTNER (M No.37128) Place: Mumbai Date: 31.08.2024 UDIN: 24037128BKCE24568									
 Mr. Gautam Matai Director DIN -01784232 Place: Mumbai Date: 31.08.2024					 Mr. Sumedh Singh Mandla Director DIN: 08239594 Place : Mumbai Date: 31.08.2024				

ASDIS DRINKS INDIA PRIVATE LIMITED		
Note 9 NON CURRENT INVESTMENTS		
(Figures in lakhs)		
Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
Deposit	7.57	9.53
Fixed Deposit -HDFC Bank Ltd	1.04	1.00
Security Deposit - Barcode-GSI	0.03	0.03
Security Deposit - J M Baxi & Co	-	2.00
Security Deposit (Riana Advisory Services Pvt Ltd)	1.50	1.50
EMD-Security Deposit-APBCL	5.00	5.00
Total	7.57	9.53
Note 11 INVENTORIES (At lower of cost and net realisable value)		
Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
Finished Goods	-	-
Raw Material (including Packing Material)	-	-
W I P	-	-
Stock with Consignee	-	-
Total	-	-
Note 13 CASH AND CASH EQUIVALENTS		
Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
A) Cash In Hand	0.03	0.27
B) Bank Balance	0.61	0.47
Total	0.64	0.75
Note 14 SHORT TERM LOANS AND ADVANCES		
Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
TDS Receivable P.Y	0.66	0.52
Total	0.66	0.52
Note 15 OTHER CURRENT ASSETS		
Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
A) Preliminary exps. w/off	0.77	0.77
C) other	0.11	69.38
Total	0.88	70.15



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Note 16 REVENUE FROM OPERATIONS			
		(Figures in lakhs)	(Figures in lakhs)
Particulars		As on 31.03.2024	As on 31.03.2023
		Rs.	Rs.
Sale of Goods		187.25	45.23
Total - Sales		187.25	45.23
Note 17 OTHER INCOME			
Particulars		As on 31.03.2024	As on 31.03.2023
		Rs.	Rs.
Other Income		0.09	0.05
Total		0.09	0.05
Note 18 PURCHASE OF STOCK IN TRADE			
Particulars		As on 31.03.2024	As on 31.03.2023
		Rs.	Rs.
Domestic		-	45.35
Purchases-Import		46.56	3.72
Add/Less:-Exchange Rate Fluctuation A/c		(6.16)	0.27
Clearing & Forwarding Charges		0.82	0.18
Custom Duty		68.04	-
State Excise Duty		-	-
Total		109.26	49.52
Note 19 CHANGE IN INVENTORIES			
Particulars		As on 31.03.2024	As on 31.03.2023
		Rs.	Rs.
Inventories at the end of the year:			
Finished goods		-	-
Work-in-progress		-	-
		-	-
Inventories at the beginning of the year:			
Finished goods		-	-
Work-in-progress		-	-
		-	-
Net (increase) / decrease		-	-

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Note 20 EMPLOYEE BENEFIT EXPENSES

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
Salaries and wages	37.75	20.89
DA/TA Expenses	0.64	0.45
Sodexo Allowance Service Charges	0.01	0.02
Staff Welfare	0.02	0.34
Bonus	-	-
Total	38.42	21.71

Note 21 FINANCE COST

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
Bank Charges	3.14	0.41
Interest on Unsecured loan	111.93	85.49
Bank Interest	3.35	4.81
Total	118.42	90.71

Note 22 OTHER EXPENSES

Particulars	As on 31.03.2024	As on 31.03.2023
	Rs.	Rs.
Audit Fees	0.20	0.07
Business promotional Expenses	79.72	(22.27)
Office Expenses	3.56	3.35
Label Registration Expense	(1.56)	(1.12)
Bottling Charges	24.05	4.00
Transport Expenses	2.44	6.57
Selling & Distribution Expenses	0.39	-
Printing Material	0.12	0.36
Legal & Professional Fees	4.78	4.81
Travelling & Conveyance Expenses	1.05	0.11
Communication Expenses	0.12	0.10
Delivery Charges	-	0.65
Licence Fees	-	0.09
Penal Interest	0.45	0.10
Priliminary Expenses W/off	-	0.81
GST Input P&L	0.02	-
Total	115.35	(2.36)



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(Figures in
lakhs)

Trade Payable			
PARTICULARS	MUMBAI	PUNJAB	TOTAL
Distell International Limited (ASDIS PUNJAB)		1.59	1.59
Distell International Limited	8.96		8.96
GROSS TOTAL	0.00	0.00	0.00

Creditors For Advance			
PARTICULARS	MUMBAI	PUNJAB	TOTAL
CVH Spirits Limited (formerly known as Distell International)	29.29		29.29
GROSS TOTAL	0.00	-	29.29



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Note 12 TRADE RECEIVABLES
Figures For the Current Reporting Period

(Figures in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months -1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods	10.96	316.11	67.80	298.54	14.78	708.19
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-

Figures For Previous Reporting Period

(Figures in lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months -1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods	133.32	129.59	307.18	14.78	-	584.88
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-




ANNEXURE - A

ASDIS DRINKS INDIA PRIVATE LIMITED

Particulars of Depreciation allowable as per the Income Tax Act, 1961 in respect of each asset or block of asset as the case may be.

SL. NO.	PARTICULARS	RATE OF DEP.	WDV as on 01.04.2023	Addition during the year		Deductions during the year	TOTAL AMOUNT	Depreciation allowable	WDV as on 31.03.2024
				More than 180 days	Less than 180 days				
1	Torque Metere	15%	1.07	-	-	-	1.07	0.16	0.91
2	Laptop	40%	0.44	-	-	-	0.44	0.18	0.27
3	Dia Mould	15%	3.54	-	-	-	3.54	0.53	3.01
4	Semi Auto Sealing Machine	15%	1.30	-	-	-	1.30	0.20	1.11
5	Torque Tester	15%	0.10	-	-	-	0.10	0.01	0.08
Current Year Total :-			6.45	-	-	-	6.45	1.08	5.37

Working Note:

Calculation of Deferred Tax

Accounting Income or PBT		
Tax on accounting Income	-	
		1.74
	Add: Dep cos act	1.74
		1.08
	Less: Dep IT Act	0.66
	Prov for I.T	0.18

Since PBT is more than Taxable Income there is Deferred Tax Liability.

Hence Deferred Tax Liability Current Tax

0.18



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Calculation of Deferred Tax

Since PBT is more than Taxable Income there is Deferred Tax Liability.

Hence Deferred Tax Liability

Current Tax

18,398.00

18,398.20

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ASDIS DRINKS INDIA PRIVATE LIMITED.

NOTES: FORMING PART OF FINANCIAL STATEMENT FOR THE YEAR ENDED
31ST MARCH 2024

NOTE-I:

Significant Accounting Policies & Notes on Accounts for the year ended 31st March 2024

1) (A) GENERAL

- a) The accounts are prepared on the historical cost basis and on the accounting principles of going concern.
- b) Accounting policies not specifically referred to otherwise be consistent and in consonance with generally accepted accounting principles
- c) All expenditure and income to the extent considered payable and receivable respectively are accounted for on accrual basis.

(B) INVESTMENT

There are no investment.

(C) REVENUE RECOGNITION

- (1) In appropriate circumstances revenue (Income) is recognized when no significant uncertainty as to determine on realization exists.
- (2) In the opinion of Board of Directors, the Current Assets, Loans & advances have full value of realization in the ordinary course of business at least on the amount stated in the Balance Sheet.
- (3) Provision for the Income Tax has been made as per the Tax applicable to the company.

(D) FIXED ASSETS:

All fixed assets are stated at cost of acquisition.

(E) DEPRECIATION:

Depreciation on fixed assets has been provided on Written down method at the rates specified in Companies' Act 2013.

(F) Valuation of Inventories

Inventories are valued at lower of cost or net realizable value. The stock is verified & certified by the Management

(G) Foreign Exchange Fluctuation

The transactions in foreign exchange are accounted at exchange rate prevailing on the date of transaction. Any exchange gain or losses arising out of subsequent fluctuation are accounted for



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in the Profit & Loss Accounts, except those relating to acquisition of fixed assets which are adjusted to cost of assets.

(H) Deferred Taxation

Deferred Tax provided accordingly to Accounting Standard 22.

7. Additional information pursuant to the provisions of the Companies Act, 2013 (to the extent applicable).

i) Break up of expenditure incurred on employees who are in receipt of remuneration of not less than,	2023-2024	2022-2023
(a) Rs.1,02,00,000/- and employed throughout the year. No. of Employees Salary, Allowance, Perquisites	NIL	NIL
(b) Rs.8,50,000/- per month and employed for part of the year. No. of Employees Salary, Allowance & Perquisites	NIL	NIL
ii) Expenditure in Foreign Currency	NIL	NIL
iii) Earning in Foreign Currency	114,74,132	73,89,140
iv) Value of Imported and Indigenous Raw Material consumed & percentage of each to total consumption.		
Imported	NIL	NIL
Indigenous	NIL	NIL

5) Previous year figure have been regrouped wherever required.

FOR MS KALYAN JAIN and CON & COMPANY
(Chartered Accountants)
Reg No. :104601W



K.C. JAIN
Partner
Membership No: 037128

Date: 31.08.2024
Place: Mumbai



For and on behalf of the Board of
Asdis Drinks India Private Limited

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