

JOHN OAKLEY AND MOHAN LIMITED

63RD ANNUAL REPORT AND ACCOUNTS

2024-25



John Oakley & Mohan Limited
AN ISO 9001 : 2008 Company
www.oakeymohan.com
CIN: L15549DL1962PLC003726

MOHAN NAGAR, GHAZIABAD-201007
(U.P.) INDIA

CIN: L15549DL1962PLC003726

BOARD OF DIRECTORS

MANAGING DIRECTOR

SHRI SURENDRA KUMAR SETH

DIRECTORS

SHRI RAJAN DATT – INDEPENDENT DIRECTOR

SHRI ASHUTOSH DEOGAR

SMT. CHITRANSHI SHUKLA

SHRI SATYANARAYAN GUPTA – INDEPENDENT DIRECTOR

SHRI YASH KUMAR SEHGAL

COMPANY SECRETARY&COMPLIANCE OFFICER

SHRI ABHISHEK JHA

AUDITORS

JAGDISH CHAND & CO.

CHARTERED ACCOUNTANTS

NEW DELHI-110016

BANKERS

PUNJAB NATIONAL BANK

REGISTERED OFFICE

OFFICE NO.4 FF,CSC

POCKET E-MARKET

MAYUR VIHAR, PHASE-2

DELHI-110091

WORKS & ADM.OFFICE

MOHAN NAGAR, GHAZIABAD (U.P.)

Email: oakeymohan@gmail.com

Website:www.oakeymohan.in

Tel.: 0120-2657298,

REGISTRAR & SHARE TRANSFER AGENT:

M/s Beetal Financial & Computer Services (P) Ltd.

Beetal House 3rd Floor 99 Madangir

Behind Local Shopping Centre New Delhi-110062

Phone : 011-29961281-83

Email : beetal@beetalfinancial.com

Invitation to attend the 63rd AGM to be held on Thursday, the 28th August, 2025

Dear Members,

You are cordially invited to attend the 63rd Annual General Meeting of the Company to be held on Thursday, 28th August 2025 at 03.00 p.m. IST through video conferencing. The notice convening the Annual General Meeting is attached herewith. In order to enable ease of participation of the Members, we are providing below the key details regarding the meeting for your reference:

Sl No	Particulars	Details
1	URL for participation through Video Conferencing (VC), evoting during AGM and remote evoting	https://www.evotingindia.com/login_BO.jsp?t=i1
2	Username and password for VC	Same as remote evoting
3	Helpline number for VC participation and e-voting	Please refer instruction for e-voting and Joining Virtual Meetings.
4	Cut-off date for e-voting	Thursday the 21st day of August 2025
5	Time period for remote e-voting	Monday 25 th August 2025 (9.00 AM) and ends on Wednesday 27 th August 2025 (5:00 PM).
6	Book Closure date	Friday, the 22 nd August 2025 to Thursday the 28 th August 2025 (both days inclusive)
7	Link for Members to temporarily update e-mail address	The shareholder may write to Investor@beetalfinancial.com or alternatively they may write to the company secretary at oakeymohan@gmail.com
8	Last date for publishing results of the e-voting	Within 48 hours after closure of the meeting
9	Registrar and Share Transfer Agent contact details	BEETAL Financial & Computer Services Pvt Ltd. BEETAL HOUSE, 3rd Floor, 99, Madangir, Behind LSC, New Delhi-110062 Ph.-011-29961281-283, 26051061, 26051064 Fax 011-29961284
10	Company's contact details	Shareholder may contact company at oakeymohan@gmail.com

We are hopeful that shareholders would find the aforesaid information/details useful and spare their valuable time to participate in 63rd Annual General Meeting of the company through video conferencing on Thursday, the 28th August 2025 at 03.00 p.m.

Thanking you

Yours truly

For John Oakey and Mohan Limited

Surendra Kumar Seth
DIN-10631380
Managing Director & Chief Financial Officer

Date-28-05-2025
Place- Mohan Nagar, Ghaziabad (UP)

NOTICE

NOTICE IS HEREBY GIVEN that the 63rd Annual General Meeting of the members of JOHN OAKEY AND MOHAN LIMITED will be held on Thursday, the 28th August, 2025, at 03.00 p.m. through video conferencing/other Audio-Visual means to transact the following business.

ORDINARY BUSINESS

- 1 To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2025 and the Profit & Loss Statement for the year ended on that date and the report of Directors and Auditors thereon.
- 2 To elect a director in place of Mrs. Chitranshi Shukla (DIN- (10510510) who retires by rotation and being eligible offers herself for re-election.

SPECIAL BUSINESS

- 3 Regularization of Additional Director Mr. Yash Kumar Sehgal (Din: 03641168) as Director of the Company who shall be liable to Retire by Rotation.

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

RESOLVED THAT pursuant to provisions of Section 152 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the company, Mr. Yas Kumar Sehgal (DIN-03641168), who was appointed as an Additional Director by the Board of Directors with effect from 11th November 2024 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received the notice of candidature U/s 160 of the Companies Act, 2013, be and is hereby regularized as an ordinary director, who shall be liable to retire by rotation, with immediate effect.

- 4 To appoint M/s. AKP & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit, Risk and Compliance Committee and the Board of Directors of the Company, M/s. AKP & Associates, Practicing Company Secretaries, Greater Noida (Firm Registration Number-S2013UP219300), be and are hereby appointed as Secretarial Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the 68th AGM to be held in the year 2030, at such remuneration and on such terms and conditions as may be determined by the Board of Directors of the Company (including its Committee(s) thereof) in consultation with the Secretarial Auditors.

RESOLVED FURTHER THAT any Director or Company Secretary be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other statutory authorities as may be required.”

Dated: 28 th May 2025	By Order of the Board of Directors
Registered Office: - OfficeNo-4FF, CSC, Pocket E, Market Mayur Vihar Phase-II, Delhi- 110091	John Oakey and Mohan Limited SURENDRA KUMAR SETH (DIN 10631380) Managing Director & Chief Financial Officer

NOTES

1. The Ministry of Corporate Affairs ("MCA"), vide its General circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and 09/2024 dated September 19, 2024 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations"), the 63rd AGM of the Company is being convened and conducted through Video Conference (VC)/ Other Audio-Visual Means (OAVM) on Thursday, the 28th day of August 2025 at 3.00 P.M. (IST). The deemed venue for the 63rd AGM shall be the Registered Office of the Company at Office No-4FF, CSC, Pocket E, Market Mayur Vihar Phase-II, Delhi- 110091.
2. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended ('Act') setting out material facts concerning the business with respect to Item No. 3 forms part of this Notice. Additional information, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard - 2 on General Meetings, issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as Annexure to this Notice.
3. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars Nos 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 ('SEBI Circulars') the Company is providing facility of e-voting to its members in respect of the business to be transacted at the AGM.
5. The Company has enabled the Members to participate at the 63rd AGM through the VC facility provided by Central Depository Services Limited, ("CDSL"). The instructions for participation in the 63rd Annual General Meeting through VC/OAVM Facility and e-Voting during the said Annual General Meeting by the Members are given in the subsequent paragraphs. Participation at the AGM through VC shall be allowed on a first-come-first-served basis.
6. As per the applicable provisions read with the MCA/SEBI Circulars as aforesaid, members attending the 63rd AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting with necessary user id and password is given in the subsequent paragraphs. Such remote e-voting facility is in addition to e-voting that will take place during 63rd AGM being held through VC.
8. Members joining the meeting through VC shall be able to exercise their right to vote through e-voting during the AGM if they have not opted for remote e-voting. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
9. The Company has appointed Mr. Ashutosh Kumar Pandey (FCS-6847:CP-7385), Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
10. Corporate Members are requested send a certified copy of the Board resolution authorizing their representative to attend the AGM through VC and vote on their behalf at oakeymohan@gmail.com . Institutional investors are encouraged to attend and vote at the meeting through VC.
11. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. The Register of Members and Share Transfer books will remain closed from Friday, 22nd August 2025 to Thursday, the 28th August 2025 (both days inclusive).
13. In accordance with the aforesaid MCA Circulars and the Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October

07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Integrated Annual Report for FY 2024-25 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. The Company shall send the physical copy of Integrated Annual Report FY 2024-25 to those Members who request the same at OAKEYMOHAN@GMAIL.COM mentioning their Folio No./DP ID and Client ID at least 15 days in advance. The Notice convening the 63rd AGM along with the Integrated Annual Report FY 2024-25 will also be available on the Company's website at <https://www.oakeymohan.in/investors.html>, websites of the Stock Exchange i.e. MSE at <https://www.msei.in> and on the website of CDSL at <https://www.evotingindia.com> (Notice of AGM only).

14. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, BEETAL Financial & Computer Services Pvt Ltd. Members may note that pursuant to the General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 10/2022 dated December 28, 2022 issued by the MCA, the Company has enabled a process for the limited purpose of receiving the company's annual report and notice for the Annual General Meeting (including remote e-voting instructions) electronically, and Members may temporarily update their email address by writing to RTA of the company or alternatively they may also write to the company secretary of the company at oakeymohan@gmail.com
15. The Details of Director seeking appointment/re-appointment at the 63rd AGM are provided in Annexure A of this Notice. The Company has received the requisite consents/declarations for the appointment/re-appointment under the Companies Act, 2013, and the rules made thereunder.
16. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of Dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialized shares.
17. Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent, BEETAL Financial & Computer Services Pvt Ltd., BEETAL HOUSE, 3rd Floor, 99, Madangir, Behind LSC, New Delhi-110062, Ph.-011-29961281-283, 26051061, 26051064, Fax 011-29961284.
18. Members who are holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or its Registrar and Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the Members after making requisite changes, thereon. Members are requested to use the share transfer form SH-4 for this purpose.
19. In accordance with the proviso to Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2019, transfers of securities of the Company shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized so as to be able to freely transfer them and participate in corporate actions.
20. Non-resident Indian shareholders, if any, are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be: -a) the change in the residential status on return to India for permanent settlement, and b) the particulars of the NRE account with a Bank in India, if not furnished earlier.
21. Members who wish to claim Dividends, matured deposits and interest thereon which remain unclaimed, are requested to either correspond with the Corporate Secretarial Department at the Company's registered office or the Company's Registrar and Share Transfer Agent (BEETAL Financial & Computer Services Pvt Ltd.) for revalidation and encashment before the due dates. The details of such unclaimed dividends/matured deposit and interest thereon are available on the Company's website at www.oakeymohan.in. Members are requested to note that the dividend/ matured deposits and interest thereon remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF). In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF. In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website <http://www.iepf.gov.in/> and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.
22. Pursuant to the Rule 5(8) of the Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is to upload details of unpaid and unclaimed amounts lying with the Company as on the date of last

Annual General Meeting on its website at <https://www.oakeymohan.in> and also on the website of the Ministry of Corporate Affairs.

23. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13 prescribed by the Government can be obtained from the Registrar and Share Transfer Agent or the Secretarial Department of the Company at its registered office.
24. The following documents will be available for inspection by the Members electronically during the 63rd AGM. Members seeking to inspect such documents can send an email to oakeymohan@gmail.com
 - a) Certificate from the Statutory Auditors/Secretarial Auditor relating to the compliance as per SEBI (LODR) 2015.
 - b) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.
25. In case of any queries regarding the Annual Report, the Members may write to oakeymohan@gmail.com to receive an email response.
26. As the 63rd AGM is being held through VC and hence, the route map is not annexed to this Notice.
27. Members may please note that SEBI vide its Circular No. SEBI/ MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate;
28. endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of RTA of the company. It may be noted that any service request received by member can be processed by RTA/the Company only after the folio is KYC Compliant. Please note that as mandated by Securities & Exchange Board of India ('SEBI') the allotment of shares shall be made only in dematerialized form.
29. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the RTA/Company.
30. Members are requested to intimate to the Company queries, if any, regarding Accounts/Notice at least 7 days before the Meeting at its Registered Office address to enable the Management to keep the information ready at the meeting.
31. Your company is offering e-voting facility to all shareholders of the company and accordingly it has entered into an agreement with CDSL for participation in the 63rd AGM through VC/OAVM Facility, remote e-voting and e-Voting during the 63rd AGM with a view to enable the shareholders to cast their vote electronically.
32. The e-voting will commence on Monday 25th August 2025 (9:00 AM) and ends on Wednesday 27th August, 2025 (5:00 PM.) IST. The cut-off date for the purpose of e-voting is Thursday, the 21st day of August 2025. Please read the instructions for e-voting given herein below before exercising your vote electronically.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

1. The voting period begins on Monday, the 25th August 2025 at 9.00 am IST and ends on Wednesday, the 27th August 2025 at 5.00 pm., IST. 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. Thursday, July 21st August 2025, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020 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. 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.

4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 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 abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ul style="list-style-type: none"> • Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. • 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 is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. • If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration • Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin 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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ul style="list-style-type: none"> • 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. • 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 • 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 (DP)	<ul style="list-style-type: none"> You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members 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 non-individual shareholders in demat mode.

5. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
 - i) The shareholders should log on to the e-voting website www.evotingindia.com.
 - ii) Click on "Shareholders" module.
 - iii) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - iv) Next enter the Image Verification as displayed and Click on Login.
 - v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - vi) 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 sent by Company/RTA or contact Company/RTA.
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.
--	--

6. After entering these details appropriately, click on "SUBMIT" tab.
7. 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.
8. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
9. Click on the EVSN for the relevant "John Oakey and Mohan Limited" on which you choose to vote.
10. 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.
11. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
12. 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.
13. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
14. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
15. 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.
16. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
17. Additional Facility for Non-Individual Shareholders and Custodians-For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed 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 will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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 mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ashutosh@akpcs.com, & oakeymohan@gmail.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at oakeymohan@gmail.com . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their

name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

- 1) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- 2) For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 3) For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.
- 4) If you have any queries or issues regarding 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
- 5) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon 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 55 33.

OTHER INSTRUCTIONS

- i) Shareholders can update their mobile numbers and e-mail IDs (which may be used for sending future communication(s)) by writing to RTA/Company
- ii) Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. Thursday, the 18th day of July 2024 may obtain the login ID and password by sending an email to helpdesk.evoting@cdslindia.com by mentioning their Folio No./DP ID and Client ID No.
- iii) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting or voting at the Meeting.
- iv) Mr. Ashutosh Kumar Pandey, Proprietor of AKP & Associates, Company Secretaries (CP No. 7385) has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the meeting in a fair and transparent manner.
- v) The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolutions have been carried or not, and such report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the AGM, who shall then countersign and declare the result of the voting forthwith.
- vi) The results declared along with the report of the Scrutinizer shall be placed on the website of the Company at <https://www.oakeymohan.in> and on the website of CDSL at www.evoting.india.com immediately after the declaration of results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the stock exchange.

Dated : 28th May 2025
Registered Office:
Office No 4 FF, CSC, pocket E Market
Mayur Vihar Phase 2 Delhi 110091

By Order of the Board of Directors
John Oakey and Mohan Limited

Surendra Kumar Seth
(DIN 10631380)
Managing Director & Chief Financial
Officer

ANNEXURE TO THE NOTICE

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

Item No-3- Regularization of Additional Director Mr. Yash Kumar Sehgal (Din: 03641168) as Director of the Company who shall be liable to Retire by Rotation

TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION (S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION

There is a proposal to appoint Mr. Yash Kumar Sehgal (**DIN-03641168**) as a director of the company liable to be retired by rotation consequent to nomination and recommendation of the Nomination and remuneration committee. The members be informed that said Mr. Yash Kumar Sehgal (DIN-03641168) was originally appointed as an additional director with effect from 11-11-2024 and accordingly, his office comes to an end at commencement of the ensuing Annual General Meeting proposed to be convened on 28-08-2025. The members be informed that said Mr. Yash Kumar Sehgal (DIN-03641168) is an eminent person and is having considerable experience in managing the affairs of the company and the very purpose of the proposed appointment is to strengthen the board. The company has already received a Notice proposing his candidature under section 160 of the Companies Act, 2013 including but not limited to form DIR-2, DIR-8, MBP-1 and other disclosures from the said appointee. The particulars of the Directors seeking appointment/Re-appointment at the ensuing Annual General Meeting as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting are being given in Annexure A annexed with this notice which forms an integral part of the Notice calling 63rd AGM.

The resolution in question is being put before the 63rd Annual General Meeting for necessary consideration and approval of the shareholders. The shareholders are requested to consider the agenda set out at Item No-03 and pass the necessary resolution, if thought fit to pass, with or without modification as an ordinary resolution.

None of the directors except Mr. Yash Kumar Sehgal (DIN-03641168), are in any way, concerned or interested, financially or otherwise in the resolution set out at Item No-03 except and to the extent of their shareholding, if any.

The Board of Directors recommends the resolution as set out in Item No. 3, for approval of the Members of the Company by way of an Ordinary Resolution

Item No-04-To appoint M/s. AKP & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company.

TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION (S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION

Pursuant to Section 204 of the Companies Act, 2013 read with Rules made thereunder and Regulation 24A of the Listing Regulations, a listed entity shall appoint or reappoint an individual as Secretarial Auditor, on the basis of the recommendation of the Board of Directors, for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in the Annual General Meeting.

M/s. AKP & Associates are currently the Secretarial Auditors of the Company and as per Regulation 24A (1C) of the Listing Regulations, any association of the individual or the firm as the Secretarial Auditor of the listed entity before March 31, 2025 shall not be considered for the purpose of calculating the tenure.

Accordingly, pursuant to the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on 28-05-2025, approved the appointment of M/s. AKP & Associates, Practicing Company Secretaries (Firm Registration Number: S2013UP219300), as the Secretarial Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this AGM till the conclusion of the 68th AGM to be held in the year 2030.

M/s. AKP & Associates, are a reputed firm of Company Secretaries in Practice, specialized in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India and has an experience of more than 12 years in providing various corporate law services such as incorporation of companies and Limited Liability Partnerships, secretarial audit for various listed companies, voluntary winding up of companies, acting as scrutinizer and appearances before the National Company Law Tribunal on various matters on behalf of clients, etc. The firm also holds a valid Peer Review Certificate.

M/s. AKP & Associates has given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the limits specified by the Institute of Company Secretaries of India. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors and are in compliance with independence requirements as prescribed under the Auditing Standards issued by the Institute of Company Secretaries of India, and other applicable rules and regulations.

Further, the Company may obtain certifications and avail other permissible services under statutory regulations from M/s AKP & Associates, as may be required from time to time. The remuneration for Secretarial Audit, certifications and other permissible services will be paid on mutually agreed terms.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

The Board of Directors recommends the resolution as set out in Item No. 5, for approval of the Members of the Company by way of an Ordinary Resolution

Annexure A

Particulars of Directors seeking appointment/reappointment at the ensuing Annual General Meeting as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meeting are as follows:

Sl No	Particulars		Detailed Information
1	Name	:	Mr. Yash Kumar Sehgal
	Age	:	79 years
	Qualification	:	Graduate
	Experience	:	54 years
	Other Directorship	:	Yes
	Shareholding in the Company	:	No
2	Name	:	Chitranshi Shukla (DIN-10510510)
	Age	:	36 Years
	Qualification	:	CS
	Experience	:	9 Years
	Other Directorship	:	Yes
	Shareholding in the Company	:	No

Dated : 28th May 2025
Registered Office:

Office No 4 FF, CSC, pocket E Market
Mayur Vihar Phase 2 Delhi 110091

By Order of the Board of Directors
John Oakey And Mohan Limited

Surendra Kumar Seth
(DIN 10631380)
Managing Director & Chief Financial
Officer

TO,

THE MEMBERS

JOHN OAKLEY AND MOHAN LIMITED

Your directors have pleasure in presenting the 63rd Annual Report together with Audited Financial Statement of Accounts for the year ended 31st March 2025.

OPERATIONS

During the financial year 2024-2025, revenue from operations has been lower at Rs.1342.17 lac as compared to last year's figure of Rs. 1344.50 Lakh. Further, during the year under review, Loss before interest, depreciation and taxation was a Rs.68.12 Lakh as compared to Loss of Rs.118.28-in the previous year ended 31st March 2024. The company has a net Loss of Rs.120.05 as compared to Loss of Rs. 182.28Lkh in the previous year.

Your company, despite the stiff competition and challenges, has tried its level best to maintain its position and your board is consistently tried to take all good efforts to make the company operational at positive and improved level. Your Board is continuously working towards betterment of the company, its stakeholders and the general public at large and they are very much positive to make it possible in time to come.

FINANCIAL RESULTS:

The audited financial statements of the Company as on 31st March 2025, are prepared in accordance with the relevant applicable Ind AS and Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the provisions of the Companies Act, 2013 ("Act").

The summarized financial highlight is depicted below:

Particulars	For the Year ended	For the Year ended
	March 31, 2025	March 31, 2024
	Rs.in Lakh	Rs.in Lakh
Income		
Revenue from Operations	1342.17	1344.50
Other Income	43.94	30.98
Total income	1386.11	1375.48
Expenses		
Cost of material consumed	630.74	648.21
Purchase of traded goods	106.44	0

Change in Inventories of finished goods, stock-in-trade and work-in-progress	30.08	165.66
Finance costs	6.05	5.19
Employee benefits expense	288.72	303.66
Depreciation and amortisation expense	45.52	58.40
Other expenses	336.37	357.01
Total expenses	1443.92	1538.13
Profit before exceptional items and tax	(57.81)	(162.65)
Exceptional Items	61.88	19.22
Profit before tax	119.69	181.87
Tax expense		
Current tax expense	--	--
Deferred tax (credit)/charge	4.57	0.41
Total Tax Expense	0.36	0.41
Profit for the year	(120.05)	(182.28)

WORKING RESULT

Although Company has not achieved the desired and planned results during the year under review but we expect an uplift specially in sales and product quality maintenance during current year. We will be able to achieve improved sales. The members be informed that your factory is having all good potential to be utilised at a great extent. Your directors are making all good efforts to improve the situation further and to achieve the better result in year to come.

TRANSFER TO RESERVE

Your Board has not recommended any transfer to the Reserve during the year under consideration.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is nothing to report under this head as company has not changed its nature of Business during the financial year under consideration.

Also, there are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year and the date of this report.

SHARE CAPITAL

There is no change in the share capital of the company during the year and hence no comment is required.

DIVIDEND

The Board has not recommended any dividend for the year under report.

PUBLIC DEPOSITS

There is nothing to report under this head

DETAILS OF SUBSIDIARY/JOINT VENTURES COMPANIES

There are no subsidiary/Joint Ventures Companies and hence no comment is required.

THE NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

There are no subsidiary/Joint Ventures Companies and hence no comment is required.

AUDITORS

As per Section 139 of the Act, read with rules made thereunder, as amended, the first term of M/s Jagdish Chand & Co, Chartered Accountants (ICAI Firm Registration Number: 000129N), as the Statutory Auditors of the Company, expired at the conclusion of the 60th AGM and they have been re-appointed for second consecutive term of 5 (five) years to hold office from the conclusion of the 60th AGM till the conclusion of 65th AGM of the Company to be held in the calendar year 2027.

In compliance with Regulation 24A of the SEBI Listing Regulations and Section 204 of the Act, the Board at its meeting held on April 28, 2025, based on recommendation of the Audit Committee, has approved the appointment of M/s AKP & Associates, Practising Company Secretaries, a peer reviewed firm (Firm Registration No. S2013UP219300) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members at the ensuing AGM

AUDITORS' REPORT

The Audit Report does not contain any adverse remarks. The Notes forming part of the Accounts, being self-explanatory, the comments made by the Auditors in their report are not being dealt separately.

DIRECTORS

Based on the recommendation of Nomination and Remuneration Committee ("NRC"), and in terms of the provisions of the Act, the board of directors appointed Mr. Yash Kumar Sehgal (DIN-03641168) as an additional director with effect from 11-11-2024. His term expires at the ensuing Annual General Meeting. A resolution is proposed to be moved at the ensuing Annual General Meeting to appoint him as a director to be retired by rotation.

DISCLOSURE ABOUT COST AUDIT AND COST RECORDS

The provisions pertaining to Cost Audit are not applicable to your company. However, the company is required to maintain the cost record which has been complied with properly.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of Section 204 of the Act, and the rules made thereunder, the Company has appointed M/s. AKP & Associates, Company Secretaries to undertake the Secretarial Audit of the Company. Secretarial Audit Reports for FY 2024-25 of the Company is annexed, which forms an integral part of this report. The audit report contains remarks regarding holding of dual post by Mr. Surendra Kumar Seth (DIN-10631380) which is very much allowed as per applicable provisions. Further, regarding related party transactions, all related party transactions were in ordinary course of business and at arm's length price and more Particularly, were already approved by the Audit Committee, hence, not falling under purview of section 188 of the Companies Act, 2013. There are no other qualifications, reservation or adverse remarks given by Secretarial Auditors of the Company.

SECRETARIAL STANDARDS

During the year under review, the Company has complied with all the applicable provisions of Secretarial Standard-1 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India.

REPORTING OF FRAUD BY THE AUDITORS

During the year under review neither the statutory auditors nor secretarial auditors has reported to the Audit Committee, under section 143(12) of the Companies Act, 2013, any instances of fraud committed against the company by its officers and employees, the details of which would need to be mentioned here in the Board Report.

COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER

There is no qualification, reservation or adverse remark or disclaimer made by the auditor in his report; and by the company secretary in practice in his secretarial audit report, hence no comment is required.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

There is nothing to report under this head.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013, including certain arm's length transactions under third proviso thereto is being disclosed in Form No-AOC-2 which forms an integral part of this report.

TRANSACTIONS WITH RELATED PARTIES

All transactions with related parties are placed before the Audit Committee for its approval. An omnibus approval from Audit Committee is obtained for the related party transactions which are repetitive in nature. All transactions with related parties entered into during the financial year were at arm's length basis and in the ordinary course of business and in accordance with the provisions of the Act and the rules made thereunder, the SEBI Listing Regulations and the Company's Policy on Related Party Transactions. Your Company has not entered into any transactions with related parties which could be considered material in terms of Section 188 of the Act and SEBI Listing Regulations. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Act, in Form AOC 2, is not applicable, however, based on internal policies of the company, details of contract with related parties meant for transaction at arm's length basis is being given elsewhere which form an integral part of this report. The Policy on Related Party Transactions is available on the Company's website and can be assessed using the link <https://www.oakeymohan.in>.

DETAILS OF THE BOARD MEETING

The Board met Five-times during the year under review. The details of board meetings and the attendance of the Directors are provided in the Corporate Governance Report, which forms part of this Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

As of 31st March 2025, your Company's Board had -SIX- members comprising of 3 Non-Executive and Non-Independent Directors, one woman director and two Independent Director. The details of Board and Committee composition, tenure of Directors, areas of expertise and other details are available in the Corporate Governance Report, which forms part of this Annual Report.

In accordance with the provisions of Section 152 of the Act, read with rules made thereunder and Articles of Association of the Company, Mrs. Chitranshi Shukla (DIN:10510510) liable to retire by rotation at the ensuing AGM and being eligible offers herself for reappointment.

Mr Yash Kumar Sehgal (Din 03641168) who was appointed as an Additional Director in the Board Meeting held on 11.11.2024 and whose term is being expired at the ensuing Annual General Meeting, is proposed to be appointed as a director to be retired by rotation.

Mr. Rajan Datt (DIN-00229664), Independent Director of the company, was initially appointed as an Independent Director with effect from 09/01/2020 and accordingly, his tenure of first five years is accomplished. As per the applicable provisions of the Companies Act, 2013, read with rules and regulations made thereunder, he will cease to be an Independent Director of the company unless re-appointed for the second term of five consecutive years. Your board vide a resolution passed at its meeting held on 28-05-2025 has decided not to re-appoint him for a second terms, however, he shall be continuing as an ordinary director, liable to be retired by rotation.

STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR

There is nothing to report under this head.

POLICY ON APPOINTMENT OF DIRECTORS, THEIR REMUNERATION AND OTHER RELATED THINGS

The Company is having its Policy on Directors' appointment and remuneration and other matters (Remuneration Policy) in conformity with section 178 (3) of the Act, read with rules and regulations made there under. We affirm that the remuneration paid to the Directors is as per the terms laid out in the said Remuneration Policy

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2015 are annexed to this report.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2015, a statement showing the names and other particulars of employees drawing remuneration in excess of the limits set out in the said Rules forms part of the Report.

However, having regard to the provisions of the first proviso to Section 136(1) of the Companies Act, 2013, the Annual Report excluding the aforesaid information is being sent to the Members of the Company. The said information is available for inspection at Registered Office of the Company during working hours. Any member interested in obtaining such

information may write to the Company Secretary, at the registered office and the same will be furnished on request. Further the details are also available on the Company's website:

www.oakeymohan.in

COMMITTEES OF BOARD

The company has got all requisite committees of the board during the year under review and as of 31st march 2025, with an objective of further strengthen the governance standards so as to match with internationally accepted better practices. Most of the committees has been constituted with majority of the independent directors. Details of various Committees constituted by the Board, including the Committees mandated pursuant to the applicable provisions of the Act and SEBI Listing Regulations, are given in the Corporate Governance Report, which forms part of this Annual Report.

INDEPENDENT DIRECTORS' MEETING

The Independent Directors met on 14th **February 2025**, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of Non-Independent Directors and the Board as a whole; the performance of the Chairman of the Company, considering the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

BOARD EVALUATION

The Board evaluated the effectiveness of its functioning and that of the Committees and of individual directors by seeking their inputs on various aspects of Board/Committee Governance. The aspects covered in the evaluation included the contribution to and monitoring of corporate governance practices, participation in the long-term strategic planning and the fulfillment of Directors' obligations and fiduciary responsibilities, including but not limited to, active participation at the Board and Committee meetings. The Managing Director had one-on-one meetings with the Independent Directors and the Chairman of the Audit Committee had one-on-one meetings with the Non-Executive Directors. These meetings were intended to obtain Directors' inputs on effectiveness of Board/Committee processes. The Board considered and discussed the inputs received from the Directors. Further, the Independent Directors at their meeting reviewed the performance of Board, Managing Director and of Non-Executive Directors.

DECLARATION BY INDEPENDENT DIRECTORS

The independent Directors of the company, in opinion of the Board, are the person of integrity and possess relevant expertise and experience. They are or were not a promoter of the company or its holding, subsidiary or associate company and they are not related to promoters or directors in the company, its holding, subsidiary or associate company. They including their relatives have or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year. They are not related with the company in any manner or aspect except being Independent Director. The relevant declaration has been obtained.

INTERNAL CONTROL SYSTEM

This Forms an integral part of the Management Discussion and Analysis Report.

RISK MANAGEMENT POLICY

Company's Risk Management Framework is designed to help the organization to meet its objective through alignment of the operating controls to the mission and vision of the company. The Board of the Company has an established risk management process with a view to frame, implement and monitor the risk management plan for the Company. The risk management process is meant for reviewing the risk management plan and ensuring its effectiveness including but not limited to the financial risks and controls. The process strives to ensure a holistic, mutually exclusive and collectively exhaustive, allocation of risks by identifying risks relating to key areas such as operational, regulatory, business and commercial, financial, people, etc. Using this framework, we aim to achieve key business objectives, both in the long term and short term, while maintaining a competitive advantage.

A standard 3-step approach has been defined for risk management -

- 1) Risk Identification
- 2) Risk Assessment & Prioritization and
- 3) Risk Mitigation

Following review mechanism is in place for periodic review of the compliance to the risk policy and tracking of mitigation plans:

- Review compliance to Risk Policy, resolve bottlenecks to mitigate risk.
Advise the board on risk tolerance and appetite.

- Prioritise risk from stations / departments, track mitigation plan and escalate to steering committee; prepare steering committee document and coordinate meeting.
- Review and update risk list; track mitigation plan and share status update with Board every month.

Once risks have been prioritized, comprehensive mitigation strategies are defined for each of the prioritized risks. These strategies take into account potential causes of the risk and outline leading risk mitigation practices. In order to ensure the efficacy of this approach, a robust governance structure has also been set in place. Clear roles and responsibilities have been defined at each level of management.

All associated frameworks (risk categorization & identification); guidelines & practices (risk assessment, prioritization and mitigation) and governance structure have been detailed out in the “Risk Management Process” and approved by the Board.

To further strengthen the risk management processes, the Board of the Company has, during the year, reviewed its process so as to ensure complete safeguard and risk mitigation.

BOARD POLICIES

The details of the policies approved and adopted by the Board as required under the Act and SEBI Listing Regulations are provided elsewhere which forms an integral part of this report.

CORPORATE GOVERNANCE

The Company is committed to good corporate governance practices and based on internal policy of the company, the Corporate Governance Report as stipulated by SEBI Listing Regulations, forms part of this Annual Report along with the required certificate from a Practicing Company Secretary regarding compliance of the conditions of Corporate Governance as stipulated.

It is worth noting that as per the revised parameter of paid-up capital and reserves, the applicability of corporate governance on the company has been waived off by the Metropolitan Stock exchange of India Ltd as the company has lower capital and reserve base. However, as per internal policy of the company, your Company has formulated and implemented a Code of Conduct for all Board members and senior management personnel of the Company (Code of Conduct), who have affirmed the compliance thereto. The Code of Conduct is available on the official website of the company at <https://www.oakeymohan.in>.

Further, a declaration by the Managing Director pursuant to Listing Agreement with Stock Exchange read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 stating that all the Board Members and senior Management of the Company have affirmed compliance with the code of conduct, during the financial year ended 31st March 2025 is also attached with this report.

HEALTH, SAFETY & WELFARE (HSW)

Safety, occupational health and welfare of the employee has been the prime concerns of the John Oakey and Mohan Limited and accordingly your company has worked upon implementation of various provisions and facilities in this regard and continuously working for betterment of the same.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March 2025.

INSURANCE

Your Company has taken appropriate insurance for all assets against foreseeable perils

INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the applicable provisions of the Companies Act, 2013, read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules 2016, all unclaimed and unpaid dividends are required to be transferred to the Investor and Education Protection Fund after expiry of Seven Years. Further, according to the rules, the shares on which dividend has not been paid or claimed by the shareholders for seven consecutive years or more shall also be transferred to the DEMAT account of IEPF Authority. The company, during the year, has made below transfer to the IEPF/Demat Account of IEPF Authority: -

Sl No	Particulars	Amount/No of shares
1	Unpaid and Unclaimed Dividend	Rs.196210 (2016-17)
2	Corresponding shares on which Dividends were unclaimed for seven consecutive years	NIL

ANNUAL RETURN

Pursuant to Section 134(3)(a) of the Act, the draft annual return as on 31st March 2025, prepared in accordance with Section 92(3) of the Act, is made available on the website of the Company and can be assessed using the link <http://www.oakeymohan.in/others.html>.

DISCLOSURE AS PER RULE 5 (1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2015

The disclosure as per rule 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is being attached separately as an integral part of this report.

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

No such changes and commitments have taken place during the year under consideration.

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

There is nothing to report under this head.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committees (ICs), to consider and resolve the complaints related to sexual harassment. The ICs includes external members with relevant experience. The ICs, presided by senior women, conduct the investigations and make decisions at the relevant location. The ICs also work extensively on creating awareness on relevance of sexual harassment issues, including while working remotely.

During the year under review, the Company has not received any complaint pertaining to sexual harassment. All new employees go through a detailed personal orientation on anti-sexual harassment policy adopted by the Company

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with rule 8 of the Companies (Accounts) Rules, 2014, as amended is provided hereunder.

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

1	Power and Fuel Consumption		
	1	Electricity	
	a	Purchased	
	Units		484091
	Amounts (INR)		3985898
	Rate per unit (INR)		Rs. 8.23
2	Others		
	H.S.D.		Biomass brigutes
Quantity Liters/kg	2918 ltr		823027kg
Total Cost (INR)	261677		7465306
Rate per Unit (INR)	89.68		9.07

FOREIGN EXCHANGE EARNING AND OUTGO

Initiatives are being taken to increase exports, development of new export markets for products and services. The Company is continuously exploring possibilities of exporting new and enhanced quantities of existing product mix to existing and new prospective markets.

Particulars	Current Year (Rs.)	Previous Year (Rs.)
Expenditure in Foreign Currency		
a) Purchase of Raw Materials, Spare Parts and Trading Goods	NIL	4771577
b) Travelling	NIL	NIL
Earnings in Foreign Exchange		
a) Export	NIL	NIL
b) Others	NIL	NIL

CORPORATE SOCIAL RESPONSIBILITY

It is not applicable to your Company hence Company has not implemented any policy for Corporate Social Responsibility.

HUMAN RESOURCE

This forms part of the Management and Discussion Analysis Report annexed with the Board Report.

LISTING

The Company's Shares are listed at Metropolitan Stock Exchange of India Ltd. The company has also tied up with NSDL and CDSL for Dematerialization of shares of the company.

VIGIL MECHANISM

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The purpose is to strengthen its policy of corporate policy of corporate transparency; the company has established an innovative and empowering mechanism for employees. Employees can report to the management their concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy.

DIRECTORS' RESPONSIBILITY STATEMENT AS PER SECTION 134 OF THE COMPANIES ACT, 2013

The financial statements are prepared in accordance with the Indian Generally Accepted Accounting principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting standard) Rules 2006, the provisions of the Companies Act, 2013, and the guidelines issued by the SEBI. The Board accept responsibility for integrity and objectivity of these financial statements. The Accounting policy used in preparation of the financial statements has been constantly applied except otherwise mentioned in the Notes. The Board has taken sufficient care to maintain adequate accounting records in accordance with the provisions of the Companies Act, 2013, to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Pursuant to the requirement under Section 134 (3) read with 134 (5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and

- e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f) 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.

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

The declaration regarding compliance by board members and senior management personnel with the code of conduct of the company has been obtained and forms part of this Annual Report.

BUSINESS RESPONSIBILITY REPORT (BRR)

The BRR is applicable only to the top 500 companies and hence no comment is required.

GO-GREEN INITIATIVE AND

Due to Go_ green Initiative, only Electronic Copies of the Annual Report for the year 2024-25 and the notice of the 63rd Annual General Meeting are sent to members whose email addresses are registered with company/depository participant(s). However, the Annual Reports 2024-25 and Notice are available at Company' website at www.oakeymohan.in.

CAUTIONARY STATEMENT

Statements in this Directors' Report and Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make difference to the Company's operations includes raw material availability and its prices, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, Tax regimes, economic developments within India and the countries in which the Company conducts business and another ancillary factor.

APPRECIATION

Your directors wish to thank and deeply acknowledge the co-operation, assistance and support extended by Bankers, Statutory Auditors, Practicing Company Secretaries. Your directors also wish to place on record their appreciation for the sincere and dedicated services rendered by Employees at all levels, and also thank, Government Authorities, business associates for their continued support and co-operation.

The Directors also take this opportunity to thank the fraternity of shareholders for their continued confidence & trust reposed in the company.

For and on behalf of the Board

Surendra Kumar Seth	Rajan Datt
DIN-10631380	DIN-00229664
Managing Director &	Director
Chief Financial Officer	

Date: 28-05-2025

**Place: Mohan Nagar, Ghaziabad
(U.P.)**

Annexure to the Directors' Report

REPORT ON CORPORATE GOVERNANCE

1 PHILOSOPHY

The company's philosophy of corporate governance is preserving promoting core values and ethical business conduct, and is committed in maximizing the expectations of all stakeholders viz customers, patients, employees, associates and shareholders on a sustained basis, which are critical to the company's success. The basic objective of corporate governance policies adopted by the company is to attain the highest levels of transparency, accountability and integrity. This objective extends not merely to comply with statutory requirements but also to go beyond them by putting into place procedures and systems which are in accordance with the best practices of governance. Your company recognizes that good governance is an ongoing exercise and reiterates its commitment to pursue highest standards of corporate governance in the overall interest of all its stakeholders.

2 BOARD OF DIRECTORS

A Composition of the Board

The Board of Directors is at the core of the company's Corporate Governance practices and oversees how management serves and protects the long-term interest of its stakeholders. It brings in strategic guidance, leadership and an independent view to the company's Management while discharging its fiduciary responsibilities, thereby, ensuring that management adheres to highest standards of ethics, transparency and disclosure.

The present strength of the Board is 6 directors. The Board comprises of executive, non-executive directors who bring a broad perspective to the Board's deliberations and decisions.

The size and composition of the Board is in accordance of the requirements of the Corporate Governance code under the Listing Agreement with the Stock Exchanges read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The details relating to the directors as on 31st March 2025 are as follows

Name of the Director	Position held in the company	Number of other directorships in companies Incorporated in India excluding Private Companies	Committee memberships in other companies*	Committee chairmanship in other companies *
Sh. Surendra Kumar Seth	Managing Director	0	NIL	NIL
Sh. Rajan Datt	Independent Director	3	NIL	NIL
Sh. Ashutosh Doegar	Director	0	NIL	NIL
Sh. Satya Narayan Gupta	Independent Director	0	NIL	NIL
Sh. Yash Kumar Sehgal	Director	6	NIL	NIL

None of the directors on the Board is a member in more than 10 committees and / or act as chairman as more than 5 committees across all the companies in which he is a director. The company does not have any direct pecuniary relationship / transaction with any of its Non-Executive Director.

Change in Director

1. Mrs. Chitranshi Shukla (Din (10510510) is the director who is liable to be retired by rotation at the ensuing Annual General Meeting. She being eligible offers herself for reappointment.
2. Mr. Yash Kumar Sehgal (DIN-03641168) was appointed as an Additional Director w.e.f. 11-11-2024 and he is proposed to be appointed as a director who shall be liable to be retired by rotation.

B Remuneration Policy for Directors

The remuneration paid to Executive Director is recommended by Remuneration Committee and approved by Board of Directors subject to the approval of shareholders in General Meeting.

Non-Executive Directors are paid sitting fees for the meetings of the Board and committees, if any, attended by them.

The details of the Remuneration paid to the Directors for the year ended 31st March 2024 is detailed below:

	Name of the Director	Relationship with other directors	Remuneration paid/ payable for the year ended 31st March 2025 (In Rs. Lakh)			
			Sitting Fee	Remuneration	Commission	Total
1	Sh. Surendra Kumar Seth (till 03-11-23)	Not related to others	NIL	22.67	NIL	22.67
2	Sh. Ashutosh Doegar	Not related to others	0.25	NIL	NIL	0.25
3	Sh. Satya Narayan Gupta	Not related to others	0.33	NIL	NIL	0.33
4	Shri Rajan Datt	Not related to others	0.40	NIL	NIL	0.40
5	Smt. Pushpa Mohan	Not related to others	0.35	NIL	NIL	0.35
6	Smt. Chitranshi Shukla	Not related to others	0.15	NIL	NIL	0.15
7	Sh. Yash Kumar Sehgal	Not related to others	0.05	NIL	NIL	0.05
8	Mr. Rahul Maurya	Not related to others	NIL	1.20	NIL	1.20

C Board Procedures

- a) Number of Board meetings held and dates on which held

Number of Board Meetings : 5
Held

Dates on Which Held : 30.04.24 27.05.24 13.08.24 11.11.24, and 14.02.25.

- b) Attendance details of each director at the Board Meetings and at the last AGM are set out below:

Name of the Director	Number of Board Meetings Held	Number of Board Meetings Attended	Last AGM attendance (Yes/ No)
Sh. Surendra Kumar Seth	5	5	Yes
Sh. Ashutosh Doegar	5	3	Yes
Sh. Satya Narayan Gupta	5	4	Yes
Sh. Rajan Datt	5	5	Yes
Smt. Chitranshi Shukla	5	2	Yes
Shri Yash Kumar Sehgal	5	1	NO

- c) Availability of information to the members of the Board

As required under applicable clause of the listing agreement read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, following information is placed before the Board.

- ❖ Annual operating plans and budgets and any updates thereto.
- ❖ Capital expenditure plan and any updates.

- ❖ Quarterly results for the Company and its operating divisions or business segments.
- ❖ Minutes of meetings of audit, risk & controls committee and other committees of the Board.
- ❖ The information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- ❖ Show cause, demand, prosecution notices and penalty notices, which are materially important.
- ❖ Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- ❖ Any material default in financial obligations to and by the company, or substantial non-payment for services rendered by the company.
- ❖ Any issue, which involves possible public liability claims of substantial nature, including any judgment or order which, may have passed strictures on the conduct of the company or taken an adverse view regarding another enterprise that can have negative implications on the company.
- ❖ Details of any joint venture or collaboration agreement.
- ❖ Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- ❖ Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- ❖ Sale of material nature, of investments, subsidiaries, assets, which is not in normal course of business.
- ❖ Quarterly details of foreign exchange exposures and the steps taken by Management to limit the risks of adverse exchange rate movement, if material.
- ❖ Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

d) Statutory Compliances

The Board periodically reviews the mechanism put in place by the Management to ensure the compliances with Laws and Regulations as may be applicable to the Company as well

as the steps taken by the Company to rectify the instances of non-compliances, if any.

e) Code of Conduct

The Board has prescribed a Code of Conduct ("Code") for all employees of the Company including Senior Management and Board Members, which covers the transparency, behavioral conduct, a gender friendly work place, legal compliance and protection of the Company's property and information.

All employees including Senior Management and Board Members have confirmed the compliance with the Code for the financial year 2024-25. A declaration to this effect signed by the Chairman & Managing Director of the Company is provided elsewhere in this Report.

3 BOARD COMMITTEES

The company has constituted various committees in order to comply with applicable Laws, Rules and Regulations made thereunder.

a) Audit Committee

The Company has an Audit Committee, the terms of reference of which includes the matters specified under the Listing Agreement entered into with the Stock Exchanges read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable, as well as those in section 177 of the Companies Act, 2013 and include the reviewing of quarterly, half-yearly and annual financial statements before submission to the Board, ensure compliance of internal control systems and internal audit, timely payment of statutory dues and other matters.

During the year under review, 4 meetings of the committee were held on 30.05.23, 12.08.23, 13.11.23 and 14.02.24. The composition of committee and attendance at its meetings is given below:

Name of Director	Category	Number of Meetings Attended
Ashutosh Doegar	Director	3
Satya Narayan Gupta	Independent director	3
Rajan Datt	Independent director	4

The meetings of the Audit Committee are attended by internal auditors, Chief Financial Officer and operation heads as an invitee. The Company Secretary acts as Secretary to the Committee.

Powers of the Audit Committee

The powers of the Audit Committee include the following:

- ❖ To investigate any activity within its terms of reference.
- ❖ To seek information from any employee.
- ❖ To obtain outside legal or other professional advice.
- ❖ To secure attendance of outsiders with relevant expertise, if it considers necessary

Functions of the Audit Committee

The role of the Audit Committee includes the following:

- Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
- Approval of payment to the statutory auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to;
 - Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of Section 134 of the Companies Act, 2013.
 - Changes, if any, in accounting policies and practices and reasons for the same and major accounting entries involving estimates based on the exercise of judgment by management.
 - Significant adjustments made in the financial statements arising out of audit finding and Compliance with listing and other legal requirements relating to financial statements.
 - Disclosure of any related party transactions and Qualifications in the draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- Reviewing, with the management, performance of the statutory and internal auditors and adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any including the structure of the internal audit department, staffing and seniority of the officials

heading the department, reporting structure coverage and frequency of internal audit.

- Discussing with internal auditors any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- Discussion with statutory auditors before the audit commences about nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To look into the reasons for substantial defaults in payments to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- To review the functioning of the Whistle Blower Mechanism and Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- The Audit Committee shall mandatorily review the following information.
 - Management discussion and analysis of financial condition and results of operations.
 - Statement of significant related party transactions (as defined by the audit committee and submitted by management)
 - Management letters / letters of internal control weaknesses issued by the statutory auditors.
 - Internal audit reports relating to internal control weaknesses; and
 - The appointment/removal and terms of remuneration of the Internal Auditors shall be subject to review by the Audit Committee.

In addition to the areas noted above, the audit committee looks into controls and security relating to the Company's critical IT applications, the internal and control assurance audit reports of all major divisions and profit centers and deviations from the code of business principle, if any.

b) Nomination & Remuneration Committee

The Scope of the Nomination & Remuneration Committee includes the following

- 1) To submit recommendations to the Board with regard to: -
 - a) Filling up of vacancies in the Board that might occur from time to time and appointment of additional Non-Executive Directors. In making these recommendations, the Committee shall take into account the special professional skills required for efficient discharge of the Board's functions;
 - b) Retirement of Directors liable to retire by rotation; and
 - c) Appointment of Executive Directors
- 2) To determine and recommend to the Board from time to time
 - a) The amount of commission and fees payable to the Directors within the applicable provisions of the Companies Act, 2013.
 - b) The amount of remuneration, including performance or achievement bonus and perquisites payable to the Executive Directors

The Board of Directors of the company have reconstituted Nomination & Remuneration Committee of Directors mainly for the purposes of recommending the Company's policy on Remuneration Package for the Managing/Executive Directors, reviewing the structure, design and implementation of remuneration policy in respect of key management personnel.

As on 31st March, 2024, the Nomination & Remuneration Committee consisted of 3 Directors. The name of members, Chairman and their attendance at the Remuneration Committee Meeting are as under:

Members			Meeting held	Meeting attended
Satya Narayan Gupta	Non-Executive-Independent Director		2	2
Rajan Datt	Independent Director		2	2
Ashutosh Doegar	Non-Executive Director		2	1

c) Share Transfer and Shareholder Grievance Committee

The Board has reconstituted Share Transfer and Shareholder Grievance Committee comprising of Rajan Datt Chairman of the Committee, and Smt. Usha Mohan. & Shri Satya Narayan Gupta as member. The Committee approves and monitors transfers, transmissions, splits and consolidation of shares and investigates and directs redressal of shareholder grievance. Share transfers are processed well within the period stipulated by SEBI.

The committee oversees the performance of M/s. Beetal Financial and Computer Services Private Limited, the Registrars and Share Transfer Agents of the company and recommends measures to improve the level of investor related services. Though the powers to approve share transfer/transmission are delegated to the Registrar and Share Transfer Agents, all the share transfer/transmission cases approved by the Registrars are reported to the Committee. During the year under review, no investor complaint was received directly from the shareholder and no complaints were pending as on 31st March 2025. The company is taking all measures to improve investor relations through its Registrars and Share Transfer Agents.

d) CSR Committee

Not applicable and hence not constituted.

e) Risk Management Committee:

The Board has not constituted the risk management committee, however, adopted appropriate policies in due compliance of the applicable Laws, Rules and Regulations made thereunder.

4 Subsidiaries

The company has no subsidiary company

5 Disclosures

There were no transactions of a material nature with the promoters, the Directors or the Management, or relatives, subsidiaries, etc. that may have potential conflict with the interest of the Company at large.

There were no instances of non-compliance nor have any penalties, strictures been imposed by Stock Exchange or SEBI or any other statutory authority during the last three years on any matter related to the capital markets.

A Compliances with Governance Framework

The Company is in compliance with all mandatory requirements under the Listing Regulations.

B Related Party Transactions

There were no materially significant related party transactions, pecuniary transactions or relationships between the Company and its directors, promoters or the management that may have potential conflict with the interests of the Company at large.

The details of related party transactions are disclosed in Notes forming part of the

Accounts as required under Accounting Standard 18 of the Institute of Chartered Accountants of India, and all related party transactions are negotiated on an arm's length basis.

All details relating to financial and commercial transactions, where directors may have the potential interest, are provided to the Board and the interested Directors neither participate in the discussion, nor do they vote in such matters. The Audit Committee of the Company also reviews related party transactions periodically.

C Details of non-compliance by the Company, penalties, and strictures imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during last three Financial Years

There is nothing to report under this head.

D Vigil Mechanism / Whistle Blower Policy

This forms part of the Board Report.

E Accounting Treatment

The Company follows Accounting Standards issued by the Institute of Chartered Accountants of India and in preparation of financial statements, the Company has not adopted a treatment different from that prescribed by any Accounting Standard.

F Risk Management

The Business risk evaluation and management is an ongoing process within the Company. The assessment is periodically examined by the Board.

G Commodity price risk and Commodity hedging activities

The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out. Therefore, there is no disclosure to offer in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018.

H Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A)

Not Applicable

I A certificate from a Company Secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or

any such statutory authority

The company obtained the required certificate that none of the directors on the board of the company have been debarred or disqualified as aforesaid.

J Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year-Not Applicable

K Total fees for all services paid by the listed entity to the statutory auditor – This forms an integral part of the Notes to Accounts

L Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013- This forms an integral part of the Board Report.

C Management Discussion and Analysis Report

The Management Discussion and Analysis Report is appended to this report

D Shareholders

1) Disclosures regarding appointment or re-appointment of Directors

This is already there in the Directors' Report. The resumes of all these directors are provided as part of the Notice of the Annual General Meeting.

2) Communication to shareholders

The unaudited quarterly/half yearly financial statements are announced within forty-five days from the end of the quarter. The aforesaid financial statements are taken on record by the Board of Directors and are communicated to the Stock Exchanges where the Company's securities are listed. Once the Stock Exchanges have been intimated, these results are communicated by way of a Press Release to various news agencies/analysts and published within 48 hours in two leading daily newspapers-one in English and one in Hindi.

The quarterly/half yearly and the annual results of the company are put on the Company's website <http://www.oakeymohan.in>

3) Share Transfer and Share Grievances

As mentioned earlier, the company has a board level Share Transfer and Share Grievances Committee to examine and redress shareholders and investors' complaints. The status on complaints and share transfers is reported to the Committee.

For matters regarding shares transferred in physical form, share certificates, change

of address etc., shareholders should send in their communications to M/s. Beetal Financial and Computer Services Private Limited, our Registrar and Share Transfer Agent. Their address is given in the section on Shareholder Information.

4) Details of non-compliances

This is mentioned elsewhere in this report.

5) General Body Meetings

The date, venue and time of the Annual General Meetings held during the preceding three years are given below: -

Financial Year	Location	Date	Time	Special Resolution
2021-2022	VC/OAVM	19.09.2022	3.00 PM	YES
2022-2023	VC/OAVM	30.09.2023	3.00 PM	NO
2023-2024	VC/OAVM	25.07.2024	3.00PM	YES

6) Postal Ballots

During the year no ordinary or special resolutions were required to be put through postal ballot.

7) CEO/CFO Certification

Certificate from CFO for the financial year ended 31st March 2025 is annexed to the Directors' Report and the Management Discussion and Analysis Report.

9) Compliance with Corporate Governance Norms

a) Mandatory Requirements

The Company is not required to comply with the applicable requirements of Corporate Governance norms as enumerated in the Listing Agreement with the Stock Exchange read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, however, as per internal policy of the company endeavor has been made to comply with the same.

b) Non-Mandatory Requirements

The status of compliance in respect of non-mandatory requirements of the Listing Agreement read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as follows: -

The Board: -

- a) There is no permanent chairman for the Company.
- b) Specific tenure has been specified for the Independent Directors

Remuneration Committee: -

Details are given under the heading 'Nomination & Remuneration Committee'.

Audit Qualifications: -

During the year under review, there was no audit qualification in the Company's financial statements.

The Company has also adopted other non-mandatory requirements up to certain extent. However, the Company has fully complied with SEBI guidelines relating to Corporate Governance in respect of compliance of mandatory requirements.

6 Compliance Certificate of the Auditors

Though not required, however, a Certificate from the Secretarial Auditors, conforming compliance with all the conditions of corporate governance as stipulated in the Listing Agreement of the Stock Exchanges has been obtained.

7 Means of Communication

- ❖ Quarterly Results are published in Financial Express (English) and Naya India (Hindi version).
- ❖ The Quarterly results are sent to Stock Exchanges on which the Company shares are listed in the prescribed format and time.
- ❖ During the period no presentation were made to any institutional Investors or analysts.
- ❖ The Management Discussion and Analysis Report (MD&A) is attached and forms a part of the Annual Report

8 General Shareholders' Information

Annual General Meeting: -

a) Date, Time and Venue of AGM

As per Notice Calling Annual General Meeting for the Financial Year 2024-25. The Annual General Meeting for the year 2025 shall be held on Thursday the 28th August, 2025 at 03.00 p.m. IST through video conferencing.

b) Financial Calendar 2025-2026 (tentative & subject to change)

Tentative Schedule	Tentative Schedule	Tentative Date
Financial Reporting for the quarter ending 30th June 2025	14/08/2025	13/08/2024

Financial Reporting for the quarter ending 30th September, 2025	14/11/2025	14/11/2025
Financial Reporting for the quarter ending 31st December, 2025	14/02/2026	14/02/2026
Financial Reporting for the quarter ending 31st March 2026	30/05/2026	30/05/2026
Annual General Meeting for the year ending 31st March, 2026	30/09/2026	30/09/2026

c) **Book Closure Date**

The Share Transfer Books and Register of Members of the Company will remain closed from Friday, the 22nd August, 2025 to Thursday, 28th August 2025 (both days inclusive).

d) **Dividend Payment date**

No Dividend has been recommended by the board for the year 2024-2025.

e) **Listing on Stock Exchanges**

Metropolitan Stock Exchange of India Ltd

Add: 4th Floor, Vibgyor Tower, Plot No. C-62

Opp. Trident Hotel, BandraKorla Complex,

Bandra East Mumbai-400098

Phone:# 22-61129000

Fax : # 22-61129009

f) **Listing Fee**

Paid within Time

Demat ISIN in NSDL & CDSL-INE353T01015

g) **Registrar and Transfer Agents**

M/s. Beetal Financial and Computer Services Private Limited

Add: Beetal House, 3rd Floor, 99 Madangiri

Behind Local shopping complex

Near Dada Harshukhdas Mandir, New Delhi-110062

Phone:# 011-29961281

Fax : #011-29961284

h) **Distribution of Shareholding as on 31st March 2025**

Shareholding of nominal value of Rs. 10 each	No. of Shares	% of Total	No. of Shareholders	% of Total In value
0-5000	55339	90.37	469	11.44
5001-10000	19490	4.62	24	4.03
10001-20000	17750	2.31	12	3.67
20001-30000	6900	0.58	3	1.43
30001-40001	3500	0.19	1	0.72
40001-50000	9650	0.39	2	1.99
50001-100000	0	0	0	0
100001 and above	371151	1.54	8	76.72
Total	483780	100	519	100

i) **Category of Shareholders as on 31st March 2025**

S.No.	CATEGORY	NO. OF SHARES HELD	SHAREHOLDING
1	Promoters	268381	55.48%
2	Private Bodies Corporate	10025	2.07%
3	Indian Public	124094	25.65%
4	NRI/OCBS	1780	0.37%
5	Others	79500	16.43%

j) **Dematerialization of Shares**

The company's shares are in the process of dematerialization both for promoters and public and are being traded in both the form i.e., physical and Demat. The shares are being dematerialized both through National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). Shareholders can open account with any of the depository-participants registered with any of these depositories. As on 31st March, 2025, 90.0445 % of the Company's shares were held in dematerialized form.

k) **Location of the Factory-** Mohan Nagar, Ghaziabad.

l) **Address for Investors' Correspondence**

M/s. Beetal Financial and Computer Services Private Limited

Add: Beetal House, 3rd Floor, 99 Madangiri, Behind Local shopping complex, Near Dada HarshukhdasMandir, New Delhi-110062, Phone:# 011-29961281, Fax : #011-29961284

Or

The Managing Director
John Oakey and Mohan Limited
Mohan Nagar, Ghaziabad UP

m) **Go Green Initiative**

The ministry of corporate affairs, New Delhi (“MCA”) has taken a “Green Initiative” in the Corporate Governance by permitting paperless compliances by companies, vide Circular No. 17/2011 dated April 21, 2011 and Circular No. 18/2011 dated April 29, 2011 which validates the sending of documents through electronic mode and clarified that the service of documents by a company can be made through electronic mode instead of sending the physical copy of the document(s).

Accordingly, the Annual Report for the year 2024-25, Notice for the Annual General Meeting, etc., each being sent in electronic mode to the members of the company who have registered their email id to their respective depository participant(s) RTA and the company. The members, who have not furnished their e mail to the RTA/ company can send the email ID to the company or RTA so that annual reports, Notice and other communication can be sent to them. However, the documents are also placed at the website of the company at www.oakeymohan.in for the facility of the shareholders., The company is providing e-voting facility to all members to enable them to cast their votes electronically on all resolutions set forth in the Notice. This is pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rule, 2014. The instruction for e-voting is provided in the Notice.

9 Declaration

The Board of the Company has laid down a Code of Conduct for the directors and employees of the company. A declaration dated 28th May 2025, signed by the Managing Director to the effect is produced herein below:

Declaration as required under the Listing Agreement read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, Surendra Kumar Seth, Managing Director of the Company, hereby declare that the Board of Directors has laid down a Code of Conduct for its Board Members and Senior Management Personnel of the Company and the Board Members and Senior Management Personnel have affirmed compliance with the said code of conduct

For and on behalf of the Board

	Surendra Kumar Seth	Rajan Datt
Date: 28-05-2025	DIN-10631380	DIN-00229664
Place: Mohan Nagar,	Managing Director & Chief Director	
Ghaziabad (U.P.)	Financial Officer	

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE & DEVELOPMENT

Coated abrasives are the abrasive products manufactured by gluing synthetic and natural abrasive grains such as aluminum oxide, silicon carbide, zirconia alumina, emery and garnet. These abrasive grains are supported by materials such as paper, cloth, fiber and polyester film. Coated abrasives are manufactured in the form of jumbo rolls, which are then cut into various shapes that include belts, discs, sheets and rolls for polishing and surface-treatment applications.

Coated abrasives are used to grind, scour, clean, abrade or remove solid material by rubbing action or by impact. Coated abrasives market is the second-largest market for abrasives products and is expected to record a strong growth in the near future. Growing demand for coated abrasives from several industries, such as the welding, furniture, jewelry, automotive, foundry and do-it-yourself markets, is expected to drive the coated abrasives market across the globe.

The coated abrasive products find applications in several industries such as auto OEM, auto ancillaries, general engineering, fabrication, furniture and flooring among others. The use of coated abrasives in abrasion applications is rapidly increasing as their use results in better surface finishes with higher productivity. Owing to such striking benefits, majority of the industrial abrasive users consider coated abrasive as a better option over their counterparts.

The higher productivity offered by the coated abrasive systems is anticipated to drive the demand for coated abrasive products in the coming years. Due to the rising popularity of coated abrasives, the manufacturers of cutting tools are designing and developing equipment and machines suitable for coated abrasive systems. Apart from the conventional products, the manufactures of coated abrasive products are focusing their attention on recently introduced products such as nonwoven fabric abrasives, flexible belts, seeded gel abrasives, polyester backed abrasives and wide belts. These recently developed products are expected to provide lucrative opportunities for the manufacturers of coated abrasives in the next few years.

In terms of percentage, Rest of the World (RoW), which comprises South America, Africa and the Middle East, accounts for a single digit share in the global coated abrasives. However, growing demand from the Middle East and African countries along with Latin American nations is predicted to drive the coated abrasives market in the RoW region in the coming years.

The global abrasives market is segmented based on region. Asia Pacific represents the largest and the fastest growing market for the abrasives industry and China is the largest producer of abrasive materials and abrasive products.

KEY OPPORTUNITIES

- The growing demand for various types of abrasives from transportation, building & construction and other durable goods industries is expected to drive the Asia Pacific abrasives market in the near future. Europe was the second largest market for abrasives followed by North America and Rest of World. Asia Pacific is expected to be the most attractive market for abrasives in the future. Europe and North America are expected to exhibit sluggish growth as compared to Asia Pacific and Rest of World.
- Asia Pacific is the largest regional market for coated abrasives and accounts for almost half of the global market. Growing demand from developing nations in Asia, especially China and India, is expected to drive the demand for coated abrasives in the Asia Pacific market.
- The rapid growth in industries such as automotive, machinery and fabrication in Asia is anticipated to drive the Asia Pacific market for coated abrasives in the next six years. Asia Pacific is followed by North America and Europe in the global coated abrasives market.
- India is the second largest populated country in the world and is expected to see its population expand from 1.2 billion people currently to 1.5 billion people in 2026. This will result in an increase in the industry as a whole and is expected to grow demand for all kinds of abrasive products.

THREATS & CHALLENGES

The major challenge today for Indian abrasive Sector is that on one hand it is poised for growth and better standards of amenities and on the other hand there exist poor infrastructure, demand-supply, geographical accessibility and availability of cheaper funds etc.

There has been arisen in the number of corporate groups with heavy pockets foraying into this sector through green field activities, JVs and acquisitions. Some of the major companies operating in the global coated abrasives market are Saint-Gobain Abrasives, 3M, Robert Bosch GmbH, DuPont, Cabot Microelectronics Corp., Hermes Abrasives Ltd., VSM

Abrasives Corp., Henkel AG & Co. KGaA, Asahi Diamond Industrial Co., Ltd., Almatiss GmbH, Fujimi Inc., Carborundum Universal Ltd. and Jason Inc.

Increasing inflation in India is depleting the purchasing power of parties and is intensifying the cost of living. There is also upward pressure on other costs such as transportation, supplies, equipment and other expenses, and an inability to manage costs or pass increased costs onto parties will lead to compressed returns.

OUTLOOK

The Coated Abrasive sector in India is undergoing a phase of reform propelled by rapid economic growth. The future looks bright and promising keeping in view the initiatives being taken for Infrastructure Reforms. Automobile Reforms etc.

Joan Oakey and Mohan Limited is committed to deliver quality products through the use of cutting-edge technology to the utmost satisfaction and well-being of the users.

SEGMENT-WISE PERFORMANCE

There is nothing to Report under this head as company is engaged in only one segment i.e. Coated Abrasive.

RISKS & CONCERNS

Joan Oakey and Mohan Limited recognizes that risk is an intrinsic part of the business which covers various aspects viz operational, financial, legal & regulatory etc. These risks can adversely impact the functioning of the company through their effect on operating performance, cash flows, financial performance and over all sustainability of the company. The risks that may affect the functioning of the company viz. inflationary pressures, increasing cost of raw material, transport and storage, competitive market conditions, compliance & regulatory pressures including change of tax laws, technological obsolescence in medical equipment. The company has been trying hard to mitigate these risks by taking adequate measures.

QUALITY ASSURANCE

Joan Oakey and Mohan Limited has always been in the forefront of providing quality products, continual improvement and technological upgradation, ensuring maximum satisfaction of the users. The company is also fully committed to provide eco-friendly environment thereby complying with all applicable environmental legislations and regulations.

INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

Your Company has a well-established and efficient internal control system and procedures. The Company has a well-defined delegation of the financial powers to its various executives through a well-designed system of delegation. To ensure internal controls, the company has appointed independent firm of chartered accountants for reviewing the effectiveness of operations, systems and procedures. In addition, the audit committee of the Board of Directors reviews, advises and suggests internal auditors to continuously improve upon on their reporting process to ensure inter-alia compliance of various rules and regulations.

FINANCIAL OPERATIONS VERSUS OPERATIONAL PERFORMANCE

This forms part of the Board Report

HUMAN RESOURCE

This forms part of the Board Report.

CAUTIONARY NOTE

This forms part of the Board Report

For and on behalf of the Board

Surendra Kumar Seth	Rajan Datt
DIN-10631380	DIN-00229664
Managing Director &	Director
Chief Financial Officer	

Date: 28-05-2025

**Place: Mohan Nagar, Ghaziabad
(U.P.)**

To,
The Members
John Oakey and Mohan limited
Office No-4FF, CSC,
Pocket E Market MayurVihar Phase 2
Delhi 110091

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by John Oakey and Mohan limited (hereinafter called the "Company"). The 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.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2025, according to the 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'): -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **[Not Applicable as the Company has not issued any further capital under the regulations during the period under review]**

- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; ***[Not Applicable as there is no scheme for direct or indirect benefit of employees involving dealing in or subscribing to or purchasing securities of the company, directly or indirectly]***
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 ***[Not Applicable as the Company has not issued and listed any debt securities during the financial year under review];***
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client ***[Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent during the financial year under review];***
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ***[Not applicable as the Company has not delisted and there was no proposal of delisting of its equity shares from any Stock Exchange during the financial year under review];***
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 ***[Not applicable as the Company has not bought back and there was no proposal for buy-back of its securities during the financial year under review].***

Apart from other applicable laws, the Management has identified and confirmed the following laws as specifically applicable to the Company: -

- 1) The Employees' provident funds and Miscellaneous Provisions Act, 1952.
- 2) Employees' State Insurance Act, 1948.
- 3) The minimum wages Act, 1948
- 4) The Payment of wages Act, 1936.
- 5) The Negotiable Instrument Act, 1881.
- 6) The Income Tax Act, 1961

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

- a) Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India;
- b) The Listing Agreements entered into by the Company with The Metropolitan Stock Exchange of India Limited (MSE) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc., mentioned above and other applicable Acts.

I further report that, based on the information provided and the representation made by the Company and also on the review of the internal compliance reports taken on record by the Board of Directors of the Company, in my opinion, adequate systems and processes exist in the Company to monitor and ensure compliance with provisions of applicable industry specific Acts, general laws like labour laws and environmental laws etc. The management has also represented and confirmed that all the laws, rules, regulations, orders, standards and guidelines that are specifically applicable to the Company have been duly complied with.

I further report that, the compliance by the Company of applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory auditor and other designated professionals.

During the audit period, there were no major events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc. I also report that during the period under consideration, the Company in compliance with the provisions of Sections 108 and Section 110 and other applicable provisions of the Act, read with the Rules framed thereunder and the General Circulars issued by the Ministry of Corporate Affairs from time to time, has not passed any resolutions through Postal Ballot via remote e-voting

I further report that: -

- I have relied upon the explanation of the company, its officers and agents, to the effect that the company does not have any foreign direct investment nor it has any overseas direct investment.
- In respect of other laws specifically applicable to the Company, I have relied on the representation made and information/records produced by the company during the course of my audit and the reporting is limited to that extent only.
- I have relied upon the representation of the company, its officers and agents, to the effect that the company has complied with provisions of PF/ESI and there is no proceeding having material effect with regards to PF/ESI initiated and/or pending during the year under review.
- I have relied upon the representation of the company, its officers and agents, to the effect that the company has complied with provisions of Income Tax/TDS and there is no proceeding having material effect with regards to Income Tax/TDS initiated and/or pending during the year under review.
- As represented, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. The changes, during the year, in composition of Board and/or KMPs are being given hereunder-

Name	Designation	Appointment/ Cessation	Effective Date
Mrs. Chitranshi Shukla (DIN-10510510)	Woman Director	Appointment	She was appointed as an Additional Director with effect from 20-04-2024 and later on regularized by the shareholders as the woman director in 62 nd AGM with immediate effect.
Mr. Surendra Kumar Seth (PAN-AAAPS6078G)	Erstwhile company Secretary and compliance officer	Cessation due to resignation	01-05-2024
Mr. Surendra Kumar Seth (DIN-10631380)	Managing Director	Appointment	Appointed as an Additional Director by the board on 17-05-2024 and later on regularized by the shareholders as Managing Director with effect from 17-05-2024 only.
Mr. Rahul Maurya (ACS-73819)	Erstwhile Company Secretary	Appointment	Mr. Rahul Maurya (ACS-73819) was appointed as the Company Secretary on 11-11-2024. According to Section 203 of the Companies Act, 2013, any vacancy in the position of a Key Managerial Personnel (KMP) must be filled by the Board of Directors within six months from the date of the vacancy. It appears that office of the company secretary was vacant for more than 6 month during the year under consideration.

- f) As represented, Mr. Surendra Kumar Seth (DIN-10631380) is holding dual position/office such as managing director and CFO with effect from 17-05-2024.
- g) As represented, the company had regularized the appointment of Additional Director-Mrs. Chitranshi Shukla (DIN-10510510) as a "Woman Director" to be retired by rotation in 62nd AGM of the company on receipt of notice of candidature in due compliance of section 160 of the Companies Act, 2013, read with rules and regulations made thereunder. However, we as the secretarial auditor have the limited means to comment on the same.
- h) As represented, the company had regularized the appointment of Additional Director-Mr. Surendra Kumar Seth (DIN-10631380) as the "Managing Director" not to be retired by rotation in 62nd AGM of the company on receipt of notice of candidature in due compliance of section 160 of the Companies Act, 2013, read with rules and regulations made thereunder. However, we as the secretarial auditor have the limited means to comment on the notice of candidature received by the company.
- i) As represented, the appointment of Mrs. Chitranshi Shukla (DIN-10510510) and Mr. Surendra Kumar Seth (DIN-10631380) were duly recommended by the Nomination and Remuneration Committee in due compliance of the provisions of the Companies Act, 2013, read with rules and regulations made thereunder. However, we as the secretarial auditor have the limited means to comment on the notice of candidature received by the company.
- j) As represented, all the related party transaction(s) was/were in ordinary course of business and at arm's length price and hence approval of the shareholders was not required. We as the secretarial auditor have limited means to comment on the same.
- k) While going through the minutes of the board meeting held on 27-05-2024, we have taken note of few related party transactions which were said to be in the ordinary course of business and at arm's length price. However, we have limited means to comment on the same. The details of those related party transaction are being given hereunder: -

Name of Related Parties	Relationship	Nature of Transaction	Quantum of Transaction	Remarks
Mr. Surendra Kumar Seth (DIN-10631380)	Managing Director (Erstwhile Company Secretary & KMP)	Salary	Rs.20.30 Lakhs	Salary of said Mr. Surendra Kumar Seth (DIN-10631380) has been duly approved by the shareholders in 62 nd AGM of the company. No other approval of members is seen Prior to 62 nd AGM
Mr. Sanjeev Bawa	Erstwhile Managing Director	Salary	Rs. 20.58 Lakhs	No approval of shareholders is seen during the year under consideration.
Mr. Surendra Kumar Seth	Managing Director (Erstwhile Company Secretary & KMP)	Rent	Rs. 1.62 Lakhs	No approval of shareholders is seen during the year under consideration.
Late Pushpa Mohan	Erstwhile Director Promoter and relative of the promoters	Legal & Professional Charges	Rs. 4.20 Lakhs	No approval of shareholders is seen during the year under consideration.
M/s V P Batra & Co	Partner of the Firm (M/s V P Batra & Co) is a director	Legal & Professional Charges	Rs. 0.50 Lakhs	No approval of shareholders is seen during the year under consideration.

	on board of the company			
JOML Employees PF Trust	Employees PF Trust	PF Contribution	Rs. 10.78 Lakhs	No approval of shareholders is seen during the year under consideration.
All Directors other than MD	Directors on board of the company	Sitting Fee	Rs. 1.20 Lakhs	No approval of shareholders is seen during the year under consideration.

- l) Adequate notice is given to all Directors to schedule the Board / Committee Meetings, agenda and detailed notes on agenda are sent generally seven days in advance.
- m) 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.
- n) All decisions of the Board and Committees are carried with requisite majority

I further report that based on review of compliance mechanism established by the Company, I am of the opinion that there are adequate systems and processes in place in the Company which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines except and to the extent of the report mentioned herein above.

I further report that during the audit period there were no instances of:

- a) Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
- b) Redemption / buy-back of securities
- c) Merger / amalgamation / reconstruction, etc.
- d) Foreign technical collaborations

For AKP & Associates
Company Secretaries
Firm Unique Code
S2013UP219300

Ashutosh Kumar Pandey
FCS-6847: CP-7385
Proprietor
Peer Review Certificate No. 4115/2023
UDIN- F006847G000840724

Place: Noida
Date: 23.07.2025

Note: -

- 1) Final draft of this Report was already submitted to the Board for their consideration on 28-05-2025.
- 2) This report is to be read with our letter of even date which is annexed as Annexure 1 and forms an integral part of this report.
- 3) This report should also be read along with the Annual Secretarial Compliance Report which has already been issued as per Reg. 24A of SEBI(LODR),2015.

Annexure 1

To,
The Members
John Oakey and Mohan limited
Office No-4FF, CSC,
Pocket E Market Mayur Vihar Phase 2
Delhi 110091

Our Secretarial Audit Report for the financial year 31st March, 2025 is to be read along with this letter.

Management's Responsibility

- a) It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.
- b) It is the responsibility of the management of the Company to file all e-forms and returns with the concerned authority and to ensure that the delay, if any, is duly condoned unless specifically reported.
- c) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on a test basis

Auditor's Responsibility

- a) I have conducted the Audit as per the applicable Auditing Standards issued by the Institute of Company Secretaries of India.
- b) My responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
- c) 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 a test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion
- d) I believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
- e) Wherever required, I have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.
- f) Wherever required, I have obtained reasonable assurance about whether the statements prepared, documents or Records, in relation to Secretarial Audit, maintained by the Auditee, are free from misstatement.

Disclaimer

- a) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
- b) I have not verified the correctness and appropriateness of financial records and books of account of the Company.

For AKP & Associates
Company Secretaries
Firm Unique Code
S2013UP219300

Ashutosh Kumar Pandey
FCS-6847: CP-7385
Proprietor
Peer Review Certificate No. 4115/2023
UDIN- F006847G000840724

Place: Noida
Date: 23.07.2025

To,

The Members
John Oakey and Mohan limited
Office No-4FF, CSC,
Pocket E Market Mayur Vihar Phase 2
Delhi 110091

We have examined the compliance of conditions of Corporate Governance by John Oakey and Mohan Limited ("the Company"), for the year ended on March 31, 2025 as stipulated in Regulations 17 to 27, clauses (b) to (i) of Regulation 46 (2) and Para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us, and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended March 31, 2025.

We further state that the company has claimed exemption under regulation 15(2) of SEBI(LODR) Regulations, 2015 from compliance with the provisions of Corporate Governance for the year ended March 31, 2025.

We further state that such compliance 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 AKP & Associates
Company Secretaries
Firm Unique Code
S2013UP219300

Ashutosh Kumar Pandey
FCS-6847: CP-7385
Proprietor
Peer Review Certificate No. 4115/2023
UDIN- F006847G000840735

Place: Noida
Date: 23.07.2025

JAGDISH CHAND & CO.
CHARTERED ACCOUNTANTS

H-20, LGF, GREEN PARK (MAIN), NEW DELHI- 110 016, INDIA
Phones: 26533626, 41759467 email: mail@jcandco.org

INDEPENDENT AUDITOR'S REPORT

To The Members of John Oakey and Mohan Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of John Oakey and Mohan Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements including a summary of material accounting policies and other explanatory information (hereinafter referred to as the financial statements).

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 and its Loss, Total Comprehensive Income, Changes in Equity and its Cash Flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act ("SAs"). Our responsibilities under those Standards are further described in the Auditor's Responsibility 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Emphasis of Matter

We draw attention to Note No. 5 of the Financial Statements. The Deferred Tax Asset of Rs. 82.79 Lakhs is carried in the financial statements in view of the reasons stated therein, the realization of which would depend on generation of sufficient profits in future as anticipated/ projected by the management.

Our opinion on the Audit of Financial Statements for the year ended March 31, 2025 is not modified in respect of this matter.

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

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the

OFFICES AT NOIDA, BHIWADI, PATNA, AHMEDABAD



financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 Responsibility for the Financial Statements

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

In preparing the financial statements, Management and Board of Directors are 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 for the Audit of the Financial Statements

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income),



Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of the written representations received from all the directors as on March 31st 2025, and, taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the Internal Financial Control over Financial Reporting of the Company and the operating effectiveness of such control, refer to our separate Report in **"Annexure B"**.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act read with Schedule V of the Companies Act, 2013.

- 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigation as on March 31, 2025.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under



- (a) and (b) above, contain any material mis-statement.
- v. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the Audit Trail has been preserved by the Company as per statutory requirements for record retention.
- vi. The company has not declared or proposed any dividend for the year, and therefore, Rule 11(f) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.

For **JAGDISH CHAND & CO.**

Firm Registration Number: 000129N

Chartered Accountants

(Ravi Goel)

Partner

Membership Number: 078748

UDIN : **25078748BMJKJP3089**

Place of signature: New Delhi

Date: 28th May 2025

JAGDISH CHAND & CO.
CHARTERED ACCOUNTANTS

H-20, LGF, GREEN PARK (MAIN), NEW DELHI- 110 016, INDIA
Phones: 26533626, 41759467 email: mail@jcandco.org

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

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

i	a	(A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. (B) The Company has maintained proper records showing full particulars of intangible assets.
	b	The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
	c	According to the information and explanations given to us and the records examined by us, we report that immovable properties being buildings are held in the name of the Company as at the balance sheet date.
	d	The Company has not revalued any of its Property, Plant and Equipment and intangible assets during the year.
	e	No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
ii	a	As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its business. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with the books of account.
	b	According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. Hence, reporting on the quarterly returns or statements filed by the Company with such banks or financial institutions is not applicable.
iii		The Company has not made any investment in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.
iv		In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
v		According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (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		According to the information and explanations given to us and the records of the Company

OFFICES AT NOIDA, BHIWADI, PATNA, AHMEDABAD



		<p>examined by us, in our opinion,</p> <p>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, customs duty, excise duty, Value Added Tax, Cess and other material statutory dues as applicable to it with the appropriate authorities though there have been slight delays in few cases.</p>
	a	There were no undisputed amounts payable in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Customs duty, Excise duty, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
	b	According to the information and explanations given to us, there are no statutory dues in respect of sub-clause (a) above which have not been deposited on account of any disputes as on March 31, 2025.
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	In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
	b	According to information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
	c	According to the records of the Company examined by us and the information and explanation given to us during the year no term loan was taken by the company.
	d	On an overall examination of the financial statements of the Company, no funds were raised on short-term basis during the year and have, prima facie, not been used for long-term purposes during the year by the Company.
	e	The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix) (e) & (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	Based on examination of the books and records of the company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
	b	According to the information and explanations given to us, 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 up to the date of this report.
	C	As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
xii		The Company is not a Nidhi Company and hence reporting under clause 3 (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 financial statements as required by the applicable accounting standards. (Refer Note No. 38 of the financial Statements)



Xiv	a	In our opinion, the Company has an adequate internal audit system commensurate with the size and nature of its business.
	b	We have considered the reports of the internal auditors for the period under audit.
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, 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 2024-25 and Rs 83.01 lakhs in the immediately preceding financial year 2023-24.
xviii		There has been no resignation of the statutory auditors of the Company during the year.
xix		On the basis of 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 at the date of the balance sheet indicating that the Company is not capable of meeting its liabilities existing at the date of the 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 assurance that all liabilities falling due within a period of one year from the balance sheet date, would get discharged by the Company as and when they fall due.
xx		The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of sec 135 of the Act are not applicable to the company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **JAGDISH CHAND & CO.**

Firm Registration Number: 000129N

Chartered Accountants

Ravi Goel

(Ravi Goel)

Partner

Membership Number: 078748

UDIN: 75078748BMJKJP3089

Place of signature: New Delhi

Date: 28th May 2025



JAGDISH CHAND & CO.
CHARTERED ACCOUNTANTS

H-20, LGF, GREEN PARK (MAIN), NEW DELHI- 110 016, INDIA
Phones: 26533626, 41759467 email: mail@jcandco.org

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 2(f) of the Independent Auditors' Report of even date to the members of **JOHN OAKEY AND MOHAN LIMITED** on the financial statements for the year ended March 31, 2025

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

1. We have audited the internal financial controls over financial reporting of **JOHN OAKEY AND MOHAN LIMITED** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

2. 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. 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 prescribed under section 143(10) of the Act 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 internal

OFFICES AT NOIDA, BHIWADI, PATNA, AHMEDABAD



financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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

6. 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

7. 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

8. 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, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For JAGDISH CHAND & CO.
Firm Registration Number: 000129N
Chartered Accountants

(Ravi Goel)
Partner

Membership Number: 078748

UDIN: 25078748-BMJKJP3089

Place of signature: New Delhi

Date: 28th May 2025



JOHN OAKLEY AND MOHAN LIMITED
CIN : L15549DL1962PLC003726
Balance Sheet As at March, 31, 2025

(Rs. In Lakhs)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024
Assets			
1 Non-Current Assets			
a. Property, Plant and Equipment	3	147.33	191.74
b. Capital work in progress	3	-	2.99
c. Financial assets			
i. Investments	4	110.61	105.28
d. Deferred tax assets (net)	5	82.79	82.79
e. Other non-current assets	6	0.84	0.71
		341.57	383.51
2 Current Assets			
a. Inventories	7	527.50	668.63
b. Financial Assets			
i. Trade Receivables	8	428.00	330.77
ii. Cash and Cash Equivalents	9	50.71	57.96
iii. Other Bank balances	10	266.53	280.14
iv. Other Financial Assets	11	4.20	4.16
c. Current Tax Assets (net)	12	4.68	7.54
d. Other Current Assets	13	50.46	34.27
		1,332.08	1,383.47
Total Assets		1,673.65	1,766.98
Equity and Liabilities			
1 Equity			
a. Equity Share Capital	14	48.38	48.38
b. Other Equity	15	1,424.91	1,541.69
Total Equity		1,473.29	1,590.07
2 Liabilities			
Non-Current Liabilities			
a. Financial Liabilities			
i. Borrowings	16	-	-
ii. Other Financial Liabilities	17	25.91	25.43
b. Provisions		-	-
		25.91	25.43
Current Liabilities			
a. Financial Liabilities			
i. Borrowings	16	-	10.88
ii. Trade Payables			
(A) Total Outstanding dues of Micro and small enterprises	18	29.13	26.45
(B) Total outstanding dues of creditors other than Micro and small enterprises		88.35	73.52
iii. Other Financial Liabilities	17	36.38	25.89
b. Other Current Liabilities	19	20.59	14.74
		174.45	151.48
Total Liabilities		200.36	176.91
Total Equity and Liabilities		1,673.65	1,766.98

Summary of Material Accounting Policies and Other Explanatory Information Note 1 to 44

As per our Report of even date attached

For Jagdish Chand & Co

Chartered Accountants

Firm's Registration No. 000129N

(RAVI GOEL)

Partner

Membership No. : 078748

Place: New Delhi

Date: May 28, 2025



For and on behalf of the Board of Directors

Ashutosh Doegar

Director

(DIN 00256627)

Rajan Datt

Director

(DIN 00229664)

Chitranshi Shukla

Director

(DIN 10510510)

Surendra Kumar Sethi

Chief Financial Officer

Managing Director

(DIN 10631386)

Place: New Delhi

Date: May 28, 2025



Yash Kumar Sehgal

Director

(DIN 03641168)

JOHN OAKEY AND MOHAN LIMITED
CIN : L15549DL1962PLC003726
Statement of Profit and Loss For the year ended on March,31 2025

(Rs. In Lakhs)

Particulars	Note No.	For the Year Ended March 31, 2025	For the Year ended March 31, 2024
Income			
I Revenue from Operations	20	1,342.17	1,344.50
II Other Income	21	43.94	30.98
III Total income		1,386.11	1,375.48
IV Expenses			
Cost of material consumed	22	630.74	648.21
Purchase of traded goods	23	106.44	-
Change in Inventories of finished goods, stock-in-trade and work-in-progress	24	30.08	165.66
Employee benefits expense	25	288.72	303.66
Finance costs	26	6.05	5.19
Depreciation and amortisation expense	27	45.52	58.40
Other expenses	28	336.37	357.01
Total expenses (IV)		1,443.92	1,538.13
V Profit / (Loss) before exceptional items and tax (III-IV)		(57.81)	(162.65)
VI Exceptional items	29	61.88	19.22
VII Profit / (Loss) before tax (V-VI)		(119.69)	(181.87)
VIII Tax expense	30		
Current tax expense		-	-
Taxation relating to earlier year		4.57	0.41
Deferred tax (credit)/charge		(4.21)	-
Total Tax Expense		0.36	0.41
IX Profit/(Loss) for the year (VII-VIII)		(120.05)	(182.28)
X Other Comprehensive Income/Expenses	31		
A. Items that will not be reclassified to profit or loss			
Income tax relating to items that will not be reclassified to profit or loss		7.48	15.80
		4.21	-
B. Items that will be reclassified to profit or loss			
Income tax relating to items that will be reclassified to profit or loss		-	-
		-	-
Other Comprehensive Income for the year, net of taxes		3.27	15.80
XI Total Comprehensive Income for the year (IX+X)		(116.78)	(166.48)
XII Earning per equity share	32		
Basic earnings /(loss) per Equity Shares of face value Rs. 10 each (in Rs.)		(24.82)	(37.68)
Diluted earnings /(loss) per Equity Shares of face value Rs. 10 each (in Rs.)		(24.82)	(37.68)

Summary of Material Accounting Policies and Other Explanatory Information Note 1 to 44

As per our Report of even date attached

For Jagdish Chand & Co

Chartered Accountants

Firm's Registration No. 000129N

(RAVI GOEL)

Partner

Membership No. : 078748

Place: New Delhi

Date: May 28, 2025

For and on behalf of the Board of Directors

Ashutosh Doegar
Ashutosh Doegar
Director
(DIN 00256627)

Rajan Datt
Rajan Datt
Director
(DIN 00229664)

Chitranshi Shukla
Chitranshi Shukla
Director
(DIN 10510510)

Surendra Kumar Seth
Surendra Kumar Seth
Chief Financial Officer
Managing Director
(DIN 10631380)

Yash Kumar Sehgal
Yash Kumar Sehgal
Director
(DIN 03641168)

Place: New Delhi

Date: May 28, 2025

JOHN OAKEY AND MOHAN LIMITED

CIN : L15549DL1962PLC003726

Statement of Cash Flow for the Year ended March 31, 2025

(Rs. In Lakhs)

Particulars	For the Year Ended March- 31, 2025	For the Year Ended March 31, 2024
A. Cash flows from Operating Activities		
Profit before tax	(119.69)	(181.87)
Adjustments for :		
Depreciation and amortization	45.52	58.40
Loss / (Profit) on sale of property, plant and equipment	(1.56)	(10.20)
Fixed Asset written off	1.72	
Write down of Inventories of finished goods	61.88	13.50
Provisions/liabilities no longer required, written back	(2.20)	(2.74)
Provision for doubtful debts / ECL	19.13	29.70
Interest Expenses	6.05	5.19
Dividend Received	(0.50)	(0.50)
Interest Income	(16.82)	(13.54)
Operating profit before working capital changes	(6.47)	(102.06)
Adjustments for (increase)/decrease in Assets:		
Inventories	79.25	178.74
Trade receivables	(116.36)	20.32
Other financial assets	0.32	(0.06)
Other current assets and non current assets	(14.16)	0.60
Adjustments for increase/(decrease) in operating liabilities:		
Other financial liabilities	12.98	(2.55)
Trade Payable	19.71	25.22
Other current liabilities	5.85	(11.29)
Cash generated from / (used in) operations	(18.88)	108.92
Income taxes paid (net)	(1.71)	3.14
Net cash generated from / (used in) operations	(20.59)	112.06
B. Cash Flows from Investing Activities		
Purchase of Property, Plant and Equipment and Capital Work in Progress including capital advances	(0.53)	(20.63)
Proceeds from sale of Property, Plant and Equipment	2.24	19.13
Dividend Received	0.50	0.50
Movement in bank deposits not considered as cash and cash equivalents	13.61	(75.38)
Interest Received	16.46	12.05
Net cash generated from/(used in) investing activities	32.28	(64.33)
C. Cash flows from Financing Activities		
Increase/(Decrease) in Non current Borrowing	-	(10.88)
Increase/(Decrease) in Current Borrowing	(10.88)	(33.14)
Unpaid dividend paid	(1.96)	(1.22)
Interest paid	(6.10)	(5.32)
Net cash generated from/(used in) financing activities	(18.94)	(50.56)



Handwritten signature: Dyash

Net increase/(decrease) in cash and cash equivalents (A+B+C)	(7.25)	(2.83)
Cash and cash equivalents at the beginning of year	57.96	60.79
Cash and cash equivalents at the end of year (refer note 9)	50.71	57.96

1) The statement of cash flow has been prepared under the indirect method as set out in Ind AS 7 on statements of cash flow.

2) Cash and cash equivalent includes:		
a) Cash in hand	0.55	1.55
b) Balance with banks	50.16	56.41
Total	50.71	57.96

3) Reconciliations of liabilities from financing activities:		
Balance at the Beginning of the year	10.88	54.90
Proceeds	-	-
Repayments	(10.88)	(44.02)
Balance at the end of the year	-	10.88

4) Figures in brackets indicate cash outflow.

Summary of Material Accounting Policies and Other Explanatory Information Note 1 to 44

As per our Report of even date attached

For Jagdish Chand & Co

Chartered Accountants

Firm's Registration No. 000129N



(RAVI GOEL)

Partner

Membership No. : 078748

Place: New Delhi

Date: May 28, 2025






Ashutosh Doegar

Director

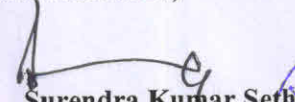
(DIN 00256627)



Rajan Datt

Director

(DIN 00229664)



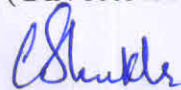
Surendra Kumar Sethi

Chief Financial Officer and

Managing Director

(DIN 10631380)

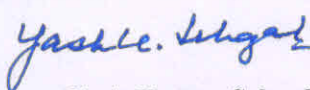




Chitranshi Shukla

Director

(DIN 10510510)



Yash Kumar Sehgal

Director

(DIN 03641168)

Place: New Delhi

Date: May 28, 2025

JOHN OAKEY AND MOHAN LIMITED
Balance Sheet As at March 31, 2025

Statement of Changes in Equity for the year ended March 31, 2025

A. Equity share capital

Particulars	Numbers	Amount (Rs. In Lakhs)
Balance as at April 1, 2023	483,780	48.38
Changes in equity share capital during the year	-	-
Balance as at March 31, 2024	483,780	48.38
Changes in equity share capital during the year	-	-
Balance as at March 31, 2025	483,780	48.38

B. Other equity

(All amounts in Rs. lakhs unless stated otherwise)

Particulars	Reserve and surplus			Items of Other Comprehensive Income	Total
	Capital Reserve	General Reserve	Retained Earning	Equity Instruments Through Other Comprehensive Income	
Balance as at April 1, 2023	0.67	183.71	1,436.22	87.57	1,708.17
Profit / (Loss) for the year	-	-	(182.28)	-	(182.28)
Other comprehensive income / (expense) for the year (net of income tax)	-	-	1.30	14.50	15.80
Balance as at March 31, 2024	0.67	183.71	1,255.24	102.07	1,541.69
Balance as at April 1, 2024	0.67	183.71	1,255.24	102.07	1,541.69
Profit / (Loss) for the year	-	-	(120.05)	-	(120.05)
Other comprehensive income / (expense) for the year (net of income tax)	-	-	2.16	1.11	3.27
Balance as at March 31, 2025	0.67	183.71	1,137.35	103.18	1,424.91

Material Accounting Policies and Other Explanatory Information Note 1 to 44

As per our Report of even date attached

For Jagdish Chand & Co

Chartered Accountants

Firm's Registration No. 000129N

(RAVI GOEL)

Partner

Membership No. : 078748

Place: New Delhi

Date: May 28, 2025



For and on behalf of the Board of Directors

Ashutosh Doegar
Ashutosh Doegar
Director

(DIN 00256627)

Surendra Kumar Seth
Surendra Kumar Seth
Chief Finance Officer and
Managing Director
(DIN 10631380)

Place: New Delhi
Date: May 28, 2025

Rajan Datt
Rajan Datt
Director

(DIN 00229664)

Chitranshi Shukla
Chitranshi Shukla
Director

(DIN 10510510)

Yash Kumar Sehgal
Yash Kumar Sehgal
Director
(DIN 03641168)



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 3

Property, Plant and Equipment and Capital Work in Progress

(All amounts Rs. in Lakhs unless stated otherwise)

Particulars	Freehold Buildings	Plant and equipments	Furniture and Fixtures	Vehicles	Office Equipment	Total Property, Plant and Equipment	Capital work-in-progress
Gross carrying amount (at cost)							
Balance as at April 1, 2023	30.79	182.21	13.93	304.26	9.29	540.48	-
Add: Additions made during the year	-	35.04	-	-	-	35.04	2.99
Less: Disposals /adjustments/capitalised during the year	-	-	-	47.14	-	47.14	-
Balance as at April 1, 2024	30.79	217.25	13.93	257.12	9.29	528.38	2.99
Add: Additions made during the year	-	2.99	-	-	0.53	3.52	-
Less: Disposals /adjustments/capitalised during the year	-	3.18	-	1.56	-	4.74	2.99
Balance as at March 31, 2025	30.79	217.06	13.93	255.56	9.82	527.16	-
Accumulated depreciation							
Balance as at April 1, 2023	15.16	126.19	8.70	157.88	8.52	316.45	-
Add: Additions made during the year	1.52	10.50	1.36	44.57	0.45	58.40	-
Less: Disposals /adjustments during the year	-	-	-	38.21	-	38.21	-
Balance as at March 31, 2024	16.68	136.69	10.06	164.24	8.97	336.64	-
Add: Additions made during the year	1.48	13.89	1.01	28.79	0.35	45.52	-
Less: Disposals /adjustments during the year	-	1.46	-	0.87	-	2.33	-
Balance as at March 31, 2025	18.16	149.12	11.07	192.16	9.32	379.83	-
Net carrying amount							
Balance as at March 31, 2025	12.63	67.94	2.86	63.40	0.50	147.33	-
Balance as at March 31, 2024	14.11	80.56	3.87	92.88	0.32	191.74	2.99

Notes:

For details of Property, Plant and Equipment hypothecated against borrowings Refer note no. 16

* Ageing of Capital Work in Progress is for a period of less than 1 year and includes Plant and Equipments under construction.



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 4

Investments - Non-Current

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025			As at March 31, 2024		
	Face value Per Share (in Rs.)	Numbers of Shares	Amount	Face value Per Share (in Rs.)	Numbers of Shares	Amount
Quoted Investment (fully paid)						
Equity instruments						
Investments at Fair Value Through OCI						
(i) Investment in Others						
Munjial Auto Industries Limited	2	25,000	16.76	2	25,000	19.88
Shivam Autotech Industries Limited	2	25,000	6.43	2	25,000	9.28
			23.19			29.16
Unquoted Investment (fully paid)						
Equity instruments						
Investments at Fair Value Through OCI						
(i) Investment in Others						
Mohan Goldwater Breweries Limited (*Re.1)	10	10,000	*	10	10,000	*
Mohan Carpets (India) Limited (*Re.1)	10	25,650	*	10	25,650	*
Mohan Zupak Limited	10	100	0.57	10	100	0.50
Mohan Closures Limited	10	12,000	1.18	10	12,000	1.69
NU Pack Cartons & Closures Limited	10	15,000	85.67	10	15,000	73.93
			87.42			76.12
Total Non-Current Investments			110.61			105.28

PARTICULARS	As at March 31, 2025		As at March 31, 2024	
	Amount		Amount	
(a) Aggregate Amount of Quoted Investments	23.19		29.16	
(b) Aggregate Amount of Quoted Investments - Market Value	23.19		29.16	
(b) Aggregate Amount of Unquoted Investments	87.42		76.12	
(c) Aggregate Amount of Impairment in Value of Investments	-		-	



JOHN OAKLEY AND MOHAN LIMITED
Notes to financial statements for the year ended March 31, 2025
Note No. 5
Deferred tax assets/ liabilities (net)

The Company has recognized Deferred Tax Assets in previous year amounting to Rs 82.79 Lakhs. In the current year, the Company has continued to carry this balance of Net Deferred Tax Assets and no further amounts have been recognized as a matter of prudence. The deferred tax credit during the year ended March 31, 2025 is recognized to the extent of deferred tax expense recognized in the 'Other Comprehensive Income' in the Statement of Profit and Loss.

The details of the same are given below:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Deferred tax assets		
Loss allowance for trade receivables	16.16	31.98
Difference in book written down value and tax written down value of property, plant and equipment	24.03	30.88
Expected credit loss on trade receivables	3.39	2.80
Business loss and unabsorbed depreciation	43.42	17.13
	87.00	82.79
Deferred tax Liabilities	4.21	-
Net deferred tax assets/ (liabilities)	82.79	82.79

Particulars	As at April 1, 2024	Recognised in profit or loss	Recognised in OCI	As at March 31, 2025
Deferred Tax Assets				
Loss allowance for trade receivables	31.98	(15.82)	-	16.16
Expected credit loss on trade receivables	2.80	0.59	-	3.39
Difference in book written down value and tax written down value of property, plant and equipment	30.88	(6.85)	-	24.03
Business loss and unabsorbed depreciation	17.13	26.29	-	43.42
Remeasurement of Defined Benefit Plan	-	-	-	-
	82.79	4.21	0.00	87.00
Deferred Tax Liabilities				
Fair value changes on equity instruments through other comprehensive income	-	-	4.21	4.21
Net deferred tax	82.79	4.21	(4.21)	82.79

Movement of temporary differences

(All amounts in Rs. Lakhs unless stated otherwise)				
Particulars	As at April 1, 2023	Recognised in profit or loss	Recognised in OCI	As at March 31, 2024
Deferred Tax Assets				
Loss allowance for trade receivables	25.59	6.39	-	31.98
Expected credit loss on trade receivables	1.72	1.08	-	2.80
Difference in book written down value and tax written down value of property, plant and equipment	32.30	(1.42)	-	30.88
Business loss and unabsorbed depreciation	23.18	(6.05)	-	17.13
Remeasurement of Defined Benefit Plan	-	-	-	-
	82.79	(0.00)	0.00	82.79
Deferred Tax Liabilities				
	-	-	-	-
	82.79	(0.00)	-	82.79



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Details of the Total Deferred Tax Assets not recognized as on March 31, 2025:

The Total Deferred Tax Assets (net) available against Depreciation/ Business Losses / Other Disallowances as on March 31, 2025 are Rs. 146.87 Lakhs (Previous Year: Rs 129.19 Lakh). Out of this available Deferred Tax Assets amount, the Company has only recognized Deferred Tax Assets amounting to Rs 82.79 Lakhs (Previous Year: Rs 82.79 Lakhs) as detailed above against Other Temporary Differences, Unabsorbed Depreciation & Business Losses. Accordingly, as at March 31, 2025 the Company still has got total unrecognized Deferred Tax Assets amounting to Rs 64.08 Lakh (Previous Year Rs.46.40 Lakhs), which as a matter of prudence has not been recognized in the books. The details of the unrecognized Deferred Tax Assets balances are given below:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars		
	As at March 31, 2025	As at March 31, 2024
Unabsorbed Depreciation & Business Loss	64.08	46.40

The unused tax losses and unabsorbed depreciation considered above are based on the tax records and returns of the Company.

Based on the revival plan for operational and financial efficiency of the Company as prepared the management, the Company is hopeful of showing improved performance in the future and accordingly, has reasonable certainty that the deferred tax assets recognised will be realized against future profits. Further, the Deferred Tax Assets have been created against Other Temporary differences and Carry Forward Depreciation Losses & Business Losses only which are available to the Company as per the provisions of the Income Tax Act.

Note No. 6

Other non-current assets

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars		
	As at March 31, 2025	As at March 31, 2024
Prepaid expenses	0.84	0.71
Total	0.84	0.71



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 7**Inventories**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Valued at lower of cost and net realisable value		
Raw material*	104.99	154.12
Work in progress #	58.89	49.20
Finished goods* # (Refer Note 7A)	287.15	385.45
Stock-in-trade*	56.63	59.98
Stores and spares	19.84	19.88
Total	527.50	668.63
Note No. 7A		
Finished Goods and Work In progress held at Net Realisable Value:	As at March 31, 2025	As at March 31, 2024
Finished goods	54.31	105.44
Work In progress	6.54	1.08

* includes goods in transit - Finished Goods Rs. 18.50 Lakhs (Previous year - Rs. 28.85 Lakhs)

Note No.8**Trade receivables**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Current		
(a) Trade Receivables considered good - Secured	8.65	9.48
(b) Trade Receivables considered good - Unsecured	432.80	332.44
(c) Trade Receivables which have significant increase in Credit Risk	-	-
(d) Trade Receivables - credit impaired	64.22	127.06
Gross Trade receivables	505.67	468.98
Less: Allowance for doubtful receivables		
(a) Trade Receivables - credit impaired	(64.22)	(127.06)
(b) Trade Receivables considered good - Unsecured	-	-
- Expected Credit Loss allowance	(13.45)	(11.15)
Trade receivables after loss allowance	428.00	330.77

Trade receivable are usually non interest bearing and are on trade terms of 60 days

Trade receivable ageing schedule - Refer Note 8.1



Note No. 8.1
Trade receivables ageing schedule
As at March 31, 2025

(Amount in Rs.in Lakhs unless stated otherwise)								
Particulars			Outstanding for following periods from due date of payment					
			< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total
(i) Undisputed Trade receivables - secured	Not Due	3.47	4.47	0.61	0.10	0	0	8.65
(ii) Undisputed Trade receivables - unsecured		131.96	207.17	53.41	28.05	12.02	0.19	432.80
(iii) Undisputed Trade receivables - credit impaired				-	0.30	19.27	44.65	64.22
(iv) Disputed Trade receivables - considered good		-	-	-	-	-	-	-
(v) Disputed Trade receivables - which have significant increase in credit risk		-						
(vi) Disputed Trade receivables - credit impaired		-	-	-	-	-	-	-
Total		135.43	211.64	54.02	28.45	31.29	44.84	505.67

Note No. 8.1
Trade receivables ageing schedule
As at March 31, 2024

Particulars			(Amount in Rs.in Lakhs unless stated otherwise)					
			Outstanding for following periods from due date of payment					
	Not Due	< 6 months	6 months - 1 year	1-2 years	2-3 years	> 3 years	Total	
(i) Undisputed Trade receivables - secured	7.15	1.8	0.53	-	0	0	9.48	
(ii) Undisputed Trade receivables - unsecured	108.74	130.07	50.22	38.49	2.27	2.68	332.44	
(iii) Undisputed Trade receivables - credit impaired			-	0.01	2.67	124.39	127.06	
(iv) Disputed Trade receivables - considered good	-	-	-	-	-	-	-	
(v) Disputed Trade receivables - which have significant increase in credit risk	-							
(vi) Disputed Trade receivables - credit impaired	-	-	-	-	-	-	-	
Total	115.89	131.87	50.75	38.50	4.94	127.06	468.98	



Note No. 9**Cash and cash equivalents**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks		
- in current accounts	50.16	56.41
Cash on hand	0.55	1.55
Total	50.71	57.96

Note No. 10**Other bank balances**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Deposits with original maturity of more than three months but up to 12 months	264.32	275.97
Earmarked balances with banks in unpaid dividend accounts	2.21	4.17
Total	266.53	280.14

Note No. 11**Other financial assets - Current**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Interest accrued on bank deposits	3.85	3.49
Advance to employees	0.35	0.67
Total	4.20	4.16

Note No. 12**Current Tax Assets (net)**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance income tax (net)	4.68	7.54
Total	4.68	7.54

Note No. 13**Other Current Assets**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Prepaid expenses	2.38	2.49
Advances to suppliers	20.20	0.39
Balances with gratuity fund / leave encashment plan with LIC	27.88	31.39
Total	50.46	34.27



JOHN OAKEY AND MOHAN LIMITED
Notes to financial statements for the year ended March 31, 2025

Note No. 14
Equity share capital

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Authorised		
800,000 (March 31, 2025: 800,000) equity shares of Rs. 10 each	80.00	80.00
20,000 (March 31, 2025: 20,000) 9% cumulative preference shares of Rs. 100 each	20.00	20.00
	100.00	100.00
Issued		
500,000 (March 31, 2025: 500,000) equity shares of Rs. 10 each fully paid-up	50.00	50.00
	50.00	50.00
Subscribed and fully paid-up		
483,780 (March 31, 2025: 483,780) equity shares of Rs. 10 each fully paid-up	48.38	48.38
Total subscribed and fully paid up share capital	48.38	48.38

b) Reconciliation of the shares outstanding at the beginning and at the end of reporting period:

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount (Rs.in Lakhs)	Number of shares	Amount (Rs.in Lakhs)
Equity shares				
At the commencement of the year	483,780	48.38	483,780	48.38
Add: shares issued during the year	-	-	-	-
At the end of the year	483,780	48.38	483,780	48.38

c) Terms, rights, preferences and restrictions attached to equity shares

The Company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is entitled to one vote per share held.

d) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	% of holding	Number of shares	% of holding
Trade Links Private Limited	87,220	18.03%	87,220	18.03%
Mr. Hemant Mohan	34,043	7.04%	23,688	4.90%
Mr. Vinay Mohan	72,958	15.08%	72,903	15.07%
Mohan Meakin Limited	48,650	10.06%	48,650	10.06%
LIC Limited	27,770	5.74%	27,770	5.74%

e) Shares held by promoters :

Promoter Name	As at March 31, 2025			As at March 31, 2024		
	No of Shares	% of Total Shares	% Change during the Year	No of Shares	% of Total Shares	% Change during the Year
Mrs. Arti Mohan	250	0.05%	-	250	0.05%	-
Mr. Avnish Mohan	400	0.08%	-	400	0.08%	-
Mr. Hemant Mohan	34,043	7.04%	43.73%	23,688	4.90%	-
Mrs. Kaushalya Mohan	300	0.06%	-	300	0.06%	-
Mrs. Prema Mohan	200	0.04%	-	200	0.04%	-
Mrs. Pushpa Mohan	-	0.00%	-100.00%	110	0.02%	-
Mr. Ranjana Mohan	4,750	0.98%	-	4,750	0.98%	-
Mr. Satish Mohan	3,500	0.72%	-	3,500	0.72%	-
Mrs. Upasana Mohan	1,000	0.21%	-	1,000	0.21%	-
Mrs. Usha Mohan	-	0.00%	-100.00%	10,300	2.13%	-
Mr. Vinay Mohan	72,958	15.08%	0.07%	72,903	15.07%	-
Mohan Meakin Ltd	48,650	10.06%	-	48,650	10.06%	-
National Cereals Products Limited	4,900	1.01%	-	4,900	1.01%	-
Trade Links Private Ltd	87,220	18.03%	-	87,220	18.03%	-
Hemant Mohan (beneficiary - Ram Rakhi Mohan Trust)	10,210	2.11%	-	10,210	2.11%	-

f) There were no buy back of shares or issue of shares by way of bonus shares or issue of shares pursuant to contract without payment being received in cash during the previous 5 years.



Note No. 15
Other equity

(All amounts in Rs Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
a) Capital Reserve	0.67	0.67
b) General Reserve	183.71	183.71
c) Retained Earning	1,137.35	1,255.24
d) Items of Other Comprehensive Income	103.18	102.07
Total	1,424.91	1,541.69

(All amounts in Rs Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
a) Capital Reserve		
Balance as at the beginning of the year	0.67	0.67
Add: Addition during the year	-	-
Less: Reversal during the year	-	-
Balance at the end of the year	0.67	0.67
b) General Reserve		
Balance as at the beginning of the year	183.71	183.71
Add: Transferred from Statement of Profit and Loss	-	-
Balance at the end of the year	183.71	183.71
c) Retained Earning		
Balance as at the beginning of the year	1,255.24	1,436.22
Add: Profit/(Loss) for the year	(120.05)	(182.28)
Add: Gain / (loss) on remeasurement of defined benefit obligation, net of tax	2.16	1.30
Balance at the end of the year	1,137.35	1,255.24

d) Items of Other Comprehensive Income

(All amounts in Rs Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Equity instruments through other comprehensive income		
Balance as at the beginning of the year	102.07	87.57
Add: Addition / Deletion during the year	1.11	14.50
Balance at the end of the year	103.18	102.07
Remeasurement of defined benefit obligations		
Balance as at the beginning of the year	-	-
Add: Gain / (Loss) on remeasurement	2.16	(1.30)
Less: Transfer to retained earnings	(2.16)	1.30
Balance at the end of the year	-	-
Total other equity	1,424.91	1,541.69

Nature and purpose of reserve

i. Capital reserve is on account of forfeited shares amount originally paid up.

ii. General reserve

General reserve is created from time to time on transfer of profits from retained earnings.

iii. Retained Earning

Retained earnings are the profits of the company earned till date less any transfers to general reserve, dividends or any other distributions to shareholder.

iv. Other Comprehensive income

Other components of Equity includes Other Comprehensive Income arising due to investments valued through Other Comprehensive income



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 16**Borrowings**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Non-current		
Secured- at amortised cost		
Term Loan		
	-	-
Current		
Secured- at amortised cost		
Current maturities of long term borrowings *	-	10.88
	-	10.88
Total	-	10.88

Repayment terms and security disclosure for the outstanding borrowings :

From banks:

* Term loan from a bank carrying interest @ 7.45% p.a. repayable originally in 36 monthly installments and secured by hypothecation of a vehicle acquired out of the loan.

The company has not defaulted in any loans payable during the year and has satisfied all debt covenants prescribed by lenders.

The Company has unutilized cash credit limit taken from a bank against hypothecation of moveable assets, goods, book debts and guaranteed by a director



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 17**Other Financial Liabilities**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Non-current		
a. Security deposits	25.91	25.43
Total	25.91	25.43
Current		
a. Interest accrued but not due on long term borrowings	-	0.05
b. Unpaid dividend *	2.21	4.17
c. Employee related payables	34.17	21.67
Total	36.38	25.89

*Amount due and outstanding to be credited to Investor Education and Protection fund Rs. Nil (previous year Rs. Nil)

Note No. 18**Trade Payables**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Total outstanding dues of micro and small enterprises*	29.13	26.45
Total outstanding dues of creditors other than micro and small enterprises*	88.35	73.52
Total	117.48	99.97

*For disclosures related to Micro, Small and Medium Enterprises refer note no. 37

Trade Payable aging schedule - Refer Note 18.1



18.1 Trade payables ageing schedule

As at March 31, 2025

Particulars	(Amount in Rs.Lakhs unless stated otherwise)					
	Outstanding for following periods from due date of payment					
	Not due	< 1 Year	1-2 years	2-3 years	> 3 years	Total
(i) MSME	13.95	15.18	-	-	-	29.13
(ii) Others	70.62	17.12	0.61	-	-	88.35
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
Total	84.57	32.30	0.61	-	-	117.48

As at March 31, 2024

Particulars	(Amount in Rs.Lakhs unless stated otherwise)					
	Outstanding for following periods from due date of payment					
	Not due	< 1 Year	1-2 years	2-3 years	> 3 years	Total
(i) MSME	25.60	0.05	0.31	0.49	-	26.45
(ii) Others	63.35	7.83	1.60	0.74	-	73.52
(iii) Disputed Dues - MSME	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-
Total	88.95	7.88	1.91	1.23	-	99.97



Note No. 19**Other Current Liabilities**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
a. Statutory dues	15.28	11.16
b. Advances from customers	4.33	3.53
c. Employees liabilities held in trust	0.11	0.05
d. Others	0.87	-
Total	20.59	14.74



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 20**Revenue From Operations**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Sale of Goods*		
Sale of finished goods (Coated Abrasives)	1,342.17	1,344.26
Sub total (A)	1,342.17	1,344.26
Other operating revenues		
Sale of scrap	-	0.24
Sub total (B)	-	0.24
Total (A) +(B)	1,342.17	1,344.50

* For disclosure related to IND AS 115 "Revenue from Contract with customer refer note no. 34

Note No. 21**Other Income**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest income on financial assets at amortised cost		
- On deposits with banks	16.82	13.37
- On others	-	0.17
Dividend on long-term non trade quoted investments	0.50	0.50
Profit on sale of property, plant and equipment	1.56	10.20
Provisions/liabilities no longer required, written back	2.20	2.74
Net gain on foreign currency transactions and translation	-	0.18
Miscellaneous Income	22.86	3.82
Total	43.94	30.98

Note No. 22**Cost of materials consumed**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Raw material		
Opening stock	154.12	168.93
Add : Purchases	581.61	641.60
Less : Cost of raw material sold *	-	8.20
Less : Closing stock	104.99	154.12
Raw material consumed	630.74	648.21

* Refer note 29 - Exceptional items



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Particulars of materials consumed are as under:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Cloth	65.83	70.19
Glue	20.38	25.90
Paper	197.32	195.25
Grain	118.14	134.55
Rasin and varnish	177.65	164.85
Others	51.42	57.47
Total	630.74	648.21

Note No. 23

Purchase of Traded Goods

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Coated Abrasives	106.44	-
Total	106.44	-

Note No. 24

Changes in inventories of finished goods, stock-in-trade and work-in-progress

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Inventory as the end of the year:		
Finished goods	287.15	385.45
Stock-in-trade	56.63	59.98
Work-in-process	58.89	49.20
	402.67	494.63
Inventory as the beginning of the year:		
Finished goods	385.45	520.27
Stock-in-trade	59.98	98.02
Work-in-process	49.20	55.50
	494.63	673.79
Less : Write down of inventories *	61.88	13.50
Net (increase) / decrease	30.08	165.66

* Refer note 29 - Exceptional items

Particulars of stocks of finished goods and work-in-progress are as under :

(All amounts in Rs. Lakhs unless stated otherwise)



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Finished goods		
Coated abrasives	287.15	385.45
Total	287.15	385.45
Stock in trade		
Coated abrasives	56.63	59.98
Total	56.63	59.98
Work-in-progress		
Coated abrasives	58.89	49.20
Total	58.89	49.20

Note No. 25**Employee benefits expense**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Salary, wages and bonus, etc	249.51	264.59
Contribution to provident and other funds	26.08	25.91
Gratuity	3.73	3.13
Staff welfare expenses	9.40	10.03
Total	288.72	303.66

For related party transactions refer note no 38

Note No. 26**Finance costs**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Interest expense on financial liabilities at amortised cost:		
Interest expenses on borrowings	1.29	5.19
Interest on Statutory Dues	4.76	-
Total	6.05	5.19

Note No. 27**Depreciation and amortisation expense**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Depreciation on Property, Plant and Equipment	45.52	58.40
Total	45.52	58.40



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 28**Other expenses**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Consumption of stores and spares	6.90	7.86
Packing material consumed	34.48	33.27
Power and fuel	118.01	120.42
Rent	3.66	3.66
Repair and maintenance		
- Building	2.04	0.39
- Plant and machinery	11.49	10.59
- Other repair	4.20	2.74
Vehicle expenses	5.33	5.83
Insurance charges	7.02	8.38
Rates and taxes	11.12	10.27
Legal and professional fees *	31.19	36.18
Marketing Services	15.20	17.35
Travelling and conveyance	33.55	35.04
Director's sitting fees *	1.18	1.19
Provision for doubtful debts	16.83	25.38
Provision for ECL	2.30	4.32
Fixed Asset written off	1.72	-
Commission to others	7.28	7.82
Miscellaneous expenses	22.87	26.32
Total	336.37	357.01

* Refer note no 38 for related party transactions

Note No. 28A**Auditors Remuneration included in legal & professional fees**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Audit fees	5.00	5.00
Limited review of unaudited financial results	2.25	2.25
Reimbursement of expenses	0.35	0.33

Note No. 29**Exceptional Items**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Cost of raw material sold	-	8.20
Less : Sale proceeds	-	(2.48)



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Net loss on sale of raw materials sold	-	5.72
Write down of inventories of finished goods	61.88	13.50
Total	61.88	19.22

Note No. 30**Income tax****A. Amounts recognised in statement of profit and loss**

The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Current tax	-	-
Taxation relating to earlier year	4.57	0.41
	4.57	0.41
Deferred tax		
Origination and reversal of temporary differences	(4.21)	0.00
	(4.21)	0.00
Income tax expense reported in the statement of profit and loss	0.36	0.41

B. Amounts recognised in other comprehensive Income/ (expense)

The major components of income tax expense for the years ended March 31, 2025 and March 31, 2024 are:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Income tax		
Remeasurement of post employment benefit obligation	-	-
Fair value changes on equity instruments through other comprehensive income	(4.21)	-
Income tax charges to other comprehensive income/(expense)	(4.21)	0.00

C. Reconciliation of effective tax rate

Reconciliation of tax expense and the accounting profit/ (loss) multiplied by India's domestic tax rate for the year ended March 31, 2025 and March 31, 2024:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Profit / (Loss) before tax	(119.69)	(181.87)
Enacted tax rates in india	25.168%	25.168%



JOHN OAKEY AND MOHAN LIMITED**Notes to financial statements for the year ended March 31, 2025**

Tax using the Company's domestic tax rate	(30.12)	(45.77)
Tax effect of:		
Expenses allowed under Income tax act	-	-
Other adjustments / Losses carried forward	30.12	45.77
Taxation relating to earlier year	4.57	0.41
	4.57	0.41

Note No. 31**Other comprehensive income**

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Other comprehensive income		
A. Items that will not be reclassified to profit or loss		
i. Re-measurement of defined benefit obligations	2.16	1.30
ii. Equity instruments through other comprehensive income	5.32	14.50
Change in fair value of FVOCI equity instruments		
ii. Income tax relating to items that will not be reclassified to profit or loss	(4.21)	-
Other Comprehensive Income for the year, net of tax	3.27	15.80
B. Items that will be reclassified to profit or loss		
Income tax relating to items that will not be reclassified to profit or loss	-	-
Other Comprehensive Income for the year, net of tax	3.27	15.80



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No. 32

Earning Per Share**Basic and diluted earnings/ (loss) per share**

Basic and diluted earnings/ (loss) per share is calculated by dividing the profit/ (loss) during the year attributable to equity shareholders of the Company by the weighted Average number of equity shares outstanding during the year.

Particulars	Unit	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Profit/ (loss) after tax attributable to equity shareholders	Rs. Lakhs	(120.06)	(182.28)
Weighted average number of equity shares outstanding during the year	Nos.	483,780	483,780
Nominal value per share	Rs.	10	10
Basic and diluted earnings/ (loss) per share	Rs.	(24.82)	(37.68)

Note -32 A

WEIGHTED AVERAGE NUMBER OF EQUITY SHARES USED AS DENOMINATOR	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
No. of Equity shares at the beginning of the year	483,780	483,780
Add: Weighted average number of equity shares issued during the year	-	-
Weighted average number of Equity shares for Basic EPS	483,780	483,780
Add: Adjustments	-	-
Weighted average number of equity shares for Diluted EPS	483,780	483,780
Face Value per Equity Share (Rs.)	10	10

Note No. 33

**CONTINGENT LIABILITIES, CONTINGENT ASSETS AND COMMITMENTS
(TO THE EXTENT NOT PROVIDED FOR)**
A. Contingent liabilities

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Claimes against the company not acknowledged as debts	-	-

B. Commitments

- a. **Capital commitments:** Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) amounts to Rs. Nil (March 31, 2024: Rs.Nil).
- b. **Other commitments:** The Company has other commitments, for purchase / sales orders which are issued after considering requirements per operating cycle for purchase / sale of goods and services, employee benefits including union agreement in normal course of business. The Company does not have any long term commitments / contracts including derivative contracts for which there will be any material foreseeable losses.

C. Guarantees

Guarantees: Rs. NIL (March 31, 2024: Rs. NIL).

Note No. 34

Disclosure as required under IND AS 115 " Revenue from contract with Customers are given below:

A. Disaggregation of Revenue

Since the company operates in single segment of Coated Abrasives all reported revenue is for that segment only.



JOHN OAKEY AND MOHAN LIMITED**Notes to financial statements for the year ended March 31, 2025**

B. Trade Receivables from Contracts are separately shown in note no. 8

C. Reconciliation of revenue recognised with Contract Price

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Gross Revenue recognised during the year	1,486.20	1,465.82
Less: Cash Discount paid/payable to Customers	19.40	13.70
Less: Discount paid/payable to Customers	86.38	70.20
Less: Other variable consideration	38.25	37.66
Net Revenue recognised during the year	1,342.17	1,344.26

D. Information about major customers

For the year ended March 31, 2025, no customer (March 31, 2024: None) individually accounted for 10% or more of revenues.

Note No. 35**Leases**

As Lessee

(A) Amounts recognised in profit or loss

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Interest on lease liabilities	-	-
Lease payments not recognised as a liability	-	-
Variable lease payments not included in the measurement of lease liabilities	-	-
Expenses relating to short-term leases	3.66	3.66
Expenses relating to leases of low-value assets, excluding short-term leases of low value assets	-	-

(B) Amounts recognised in the statement of cash flows

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Total cash outflow for leases	3.66	3.66

(C) Future Lease Commitments

The Total Future cash out flow for leases that had not yet commenced: Nil

Note -36**Disclosure as per Indian Accounting Standard (Ind AS) 108 "Operating Segments"**

The Company's business activities predominantly relate to manufacturing and sale of coated abrasives. Accordingly revenue from manufacturing of coated abrasives comprises the primary basis of segmental reporting.

Geographical Information

The operations of the Company are mainly carried out within the country and therefore, geographical segments are not disclosed.

Note -37

Disclosure pursuant to section 22 of The Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act)

Parties covered under "The Micro, Small and Medium Enterprise Development Act, 2006" (MSMED Act, 2006) have been identified on the basis of confirmation received from respective parties. The disclosures pursuant to the said MSMED Act are as follows:



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
a. Amount payable to Suppliers under MSMED (Suppliers)		
Principal	29.13	26.45
Interest due thereon	0.23	1.66
b. Payment made to suppliers beyond the appointed day during the year		
Principal	-	-
Interest due thereon	-	-
c. Amount of interest due and payable for delay in payment (which has been paid but beyond the appointed day during the year) but without adding the interest under MSMED	-	-
d. Amount of interest accrued and remaining unpaid at the end of each accounting year	0.23	1.66
e. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-

Note -38
Related party disclosures:

In accordance with the requirements of Ind AS 24 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are:

A. Names of related parties and nature of related party relationship
Key managerial personnel

Mr Surendra Kumar Seth - Chief Financial Officer and Managing Director w.e.f 17.05.2024 ; Chief Financial Officer and Company Secretary upto 30.04.2024; Chief Financial Officer from 01.05.2024 to 16.05.2024.

Mr. Sanjeev Bawa - Managing Director upto 03.11.2023

Mr. Rahul Maurya - Company Secretary w.e.f 03.01.2025 (Resigned w.e.f. 30.04.2025)*

* Refer note 43

Mr. Satya Narayan Gupta - Independent Director

Mr. Rajan Datt - Independent Director

Mr. Ashutosh Doegar - Director

Mrs. Chitranshi Shukla - Director (w.e.f 27.05.2024)

Mr. Yash Kumar Sehgal - Director (w.e.f 11.11.2024)

Late Mrs. Pushpa Mohan - Director upto 23.04.2024

Others (Enterprise over which key management personnel or their relatives are able to exercise significant influence)

V.P. Batra & Co.

Post employment benefit plans

John Oakey and Mohan Limited Employees Provident Fund Trust

John Oakey and Mohan Limited Gratuity Fund Trust

B. Transactions with related parties:

i) Transaction with Key managerial personnel, their relatives and others

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
-------------	--------------------------------------	--------------------------------------



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Legal and professional expenses		
V.P. Batra & Co.	0.30	0.50
Payment for premises taken on lease		
Mr Surendra Kumar Seth	1.62	1.62
Payment to Provident Fund Trust		
John Oakey and Mohan Limited Employees Provident Fund Trust	8.53	10.78
Balance at the year end		
Payables		
Mrs Pushpa Mohan	-	0.31

Transactions with Key Management Personnel

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the Year Ended March 31, 2025	For the Year Ended March 31, 2024
Salaries including contributions made to provident fund*		
Mr Surendra Kumar Seth	22.67	20.30
Mr. Sanjeev Bawa	-	20.58
Mr. Rahul Maurya	1.20	-
Legal and professional expenses		
Mrs. Pushpa Mohan	0.35	4.20
Directors' Sitting Fee		
Mr. Ashutosh Doegar	0.25	0.30
Mr. Satya Narayan Gupta	0.33	0.38
Mr. Ranjan Datt	0.40	0.27
Mrs. Chitranshi Shukla	0.15	-
Mr. Yash Kumar Sehgal	0.05	-
Mrs. Pushpa Mohan	-	0.25

*Does not include provision for incremental gratuity and leave encashment liabilities, since the provision are based on actuarial valuation for the Company as a whole.

Notes:**I. Terms and conditions of transactions with the related parties**

Transactions with the related parties are made on normal commercial terms and conditions and at market rates.



JOHN OAKEY AND MOHAN LIMITED**Notes to financial statements for the year ended March 31, 2025****Note No. 39****Employee benefits****A. Defined Contribution plans**

Rs. 18.52 Lakhs, (March 31, 2024: Rs. 18.81 Lakhs) for provident fund contribution and Rs.4.07 Lakhs (March 31, 2024: Rs. 3.97 Lakhs) for Pension Scheme have been charged to the Statement of Profit and Loss. The contributions towards these schemes are at rates specified in the rules of the schemes. In case of provident fund administered through a trust, shortfall if any, shall be made good by the Company.

As per the terms of the deed of EPF trust, the Company shall make good the deficiency, if any in the interest rate earned by the trust vis-à-vis to the statutory rate on year to year basis. The benefits involving employer established provident funds, which require interest shortfalls to be recompensed are to be considered as defined benefit plans.

Rs. 3.49 Lakhs (March 31, 2024: Rs. 3.13 Lakhs) for employee state insurance contribution have been charged to the Statement of Profit and Loss. The contributions towards these schemes are at rates specified in the rules of the schemes.

B. Defined benefit plans

Liability for gratuity, privilege leaves and sick leaves is determined on actuarial basis. Gratuity liability is provided to the extent not covered by the funds available in the gratuity fund.

Gratuity:

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

The employees' gratuity fund scheme administered by the Company employees gratuity fund trust through fund manager namely Life Insurance Corporation (LIC) of India, is a defined benefit plan. The present value of obligation is determined on actuarial valuation done by independent actuary using projected unit credit method to arrive the final obligation.

The following table set out the status of the gratuity obligation

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Net defined benefit liability / (Assets) - Gratuity	(14.24)	(15.79)
Total employee benefit liabilities		
Non current	-	-
Current	-	-

For details about the related employee benefit expenses, refer note 38.



JOHN OAKLEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

(i) Reconciliation of the gratuity benefit liability

The following table shows a reconciliation from the opening balances to the closing balances for the gratuity benefit liability and its components :

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	84.86	122.79
Current service cost	4.87	4.43
Interest cost	6.14	9.01
Actuarial (gains) losses recognised in other comprehensive income	(1.76)	(49.30)
Benefits paid	(3.37)	(2.07)
Balance at the end of the year	90.74	84.86
Non-current	56.44	83.29
Current	34.30	1.57

(ii) Reconciliation of the plan assets

The following table shows a reconciliation from the opening balances to the closing balances for the plan assets and its components:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	100.65	140.42
Expected return on plan assets	7.28	10.31
Contribution by the company	0.02	-
Benefits paid	(3.37)	(49.30)
Fund Charges	-	-
Actuarial (gains) losses recognised in other comprehensive income	0.40	(0.78)
Balance at the end of the year	104.98	100.65

iii) Expense recognized in profit or loss

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Current service cost	4.87	4.43
Interest cost	6.14	9.01
Expected return on plan assets	(7.28)	(10.31)
Actuarial (gains) losses recognised in other comprehensive income	(2.16)	(1.30)
Total	1.57	1.83



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

iv) Constitution of plan assets

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Other than equity, debt, property and bank account	-	-
Funded with LIC*	104.99	100.65

*The plan assets are maintained with Life Insurance Corporation of India Gratuity Scheme. The details of Investments maintained by Life Insurance Corporation are not made available and have therefore not been disclosed.

v) Remeasurements recognized in other comprehensive income

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Actuarial (gain)/loss for the year on PBO	1.76	2.07
Actuarial (gain)/loss for the year on Assets	0.41	(0.77)
	2.17	1.30

vi) Actuarial assumptions

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at March 31, 2025	As at March 31, 2024
Financial assumptions		
Discount rate	7.34%	7.34%
Future salary growth	7.00%	7.00%
Expected average remaining working lives of employees (years)	14.36%	14.36%
Demographic assumptions		
Mortality rate	100% of IALM(2012-14)	100% IALM(2012-14)
Retirement age	60/62/70 years	60/62/70 years
withdrawal rate		
Ages upto 30 years	3.00%	3.00%
Ages from 31 to 44 years	2.00%	2.00%
Ages above 44 years	1.00%	1.00%

Expected contributions to post-employment benefit plans for the year ending March 31, 2026 are Rs.3.49 Lakhs (March 31, 2025 - Rs. 3.89 Lakhs)

As at March 31, 2025, the weighted average duration of the defined benefit obligation was 12.42 years (March 31, 2024 : 13.09 years)



JOHN OAKEY AND MOHAN LIMITED**Notes to financial statements for the year ended March 31, 2025****v) Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Particulars	For the year ended March 31, 2025	
	Increase	Decrease
Discount rate (0.5%)	(2.49)	2.66
Future salary growth (0.5%)	2.64	(2.49)

Sensitivities due to mortality and withdrawals are not material and hence impact of change due to these is not calculated.

vi) Maturity profile

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars		As at March 31, 2025	As at March 31, 2024
Year 1		34.30	1.57
Year 2		0.99	29.73
Year 3		1.30	0.93
Year 4		13.22	1.08
Year 5		3.21	12.34
Over 5 years		37.73	39.21

vii) Risk exposure

Valuations are based on certain assumptions, which are dynamic in nature and vary over time. As such company is exposed to various risks as follows:

A) Salary Increases - Actual salary increases will increase the Plan's liability. Increase in salary increase rate assumption in future valuations will also increase the liability.

B) Investment Risk - If Plan is funded then assets liabilities mismatch & actual investment return on assets lower than the discount rate assumed at the last valuation date can impact the liability.

C) Discount Rate - Reduction in discount rate in subsequent valuations can increase the plan's liability.

D) Mortality & disability - Actual death & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

E) withdrawals - Actual withdrawals proving higher or lower than assumed withdrawals and change of withdrawal rates at subsequent valuations can impact Plan's liabilities.



JOHN OAKEY AND MOHAN LIMITED
Notes to financial statements for the year ended March 31, 2025

Note No 40

Financial instruments – Fair values and risk management

a. Financial instruments – by category and fair values hierarchy

The following table shows the carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy.

i. As on March 31, 2025

Particulars	Note Reference	Carrying value				(All amounts in Rs. Lakhs unless stated otherwise) Fair value measurement using		
		FVTPL	FVOCI	Amortised cost	Fair Value	Level 1	Level 2	Level 3
Financial assets								
Non-current								
(i) Investments								
Equity instrument	4	-	110.61	-	110.61	23.19	-	87.42
Current								
(i) Trade receivables*	8	-	-	428.00	428.00	-	-	-
(ii) Cash and cash equivalents*	9	-	-	50.71	50.71	-	-	-
(iii) Bank balances other than (ii) above*	10	-	-	266.53	266.53	-	-	-
(iv) Other financial assets*	11	-	-	4.20	4.20	-	-	-
Financial liabilities								
Non-current								
(i) Borrowings#	16	-	-	-	-	-	-	-
(ii) Other financial liabilities*	17	-	-	25.91	25.91	-	-	-
Current								
(i) Borrowings#	16	-	-	-	-	-	-	-
(ii) Trade payables*	18	-	-	117.48	117.48	-	-	-
(iii) Other financial liabilities*	17	-	-	36.38	36.38	-	-	-

ii. As on March 31, 2024

Particulars	Note Reference	Carrying value				(All amounts in Rs. Lakhs unless stated otherwise) Fair value measurement using		
		FVTPL	FVOCI	Amortised cost	Fair Value	Level 1	Level 2	Level 3
Financial assets								
Non-current								
(i) Investments								
Equity instrument	4	-	105.28	-	105.28	29.16	-	76.12
Current								
(i) Trade receivables*	8	-	-	330.77	330.77	-	-	-
(ii) Cash and cash equivalents*	9	-	-	57.96	57.96	-	-	-
(iii) Bank balances other than (ii) above*	10	-	-	280.14	280.14	-	-	-
(iv) Other financial assets*	11	-	-	4.16	4.16	-	-	-
Financial liabilities								
Non-current								
(i) Borrowings#	16	-	-	10.88	10.88	-	-	-
(ii) Trade payables*	18	-	-	-	-	-	-	-
(iii) Other financial liabilities*	17	-	-	25.43	25.43	-	-	-
Current								
(i) Borrowings#	16	-	-	10.88	10.88	-	-	-
(ii) Trade payables*	18	-	-	99.97	99.97	-	-	-
(iii) Other financial liabilities*	17	-	-	25.89	25.89	-	-	-

The Company's borrowings have been contracted at floating rates of interest, which resets at short intervals. Accordingly, the carrying value of such borrowings (including interest accrued but not due) approximates fair value.

* The carrying amounts of trade receivables, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents and other financial assets and liabilities, approximates the fair values, due to their short-term nature. The other non-current financial assets represents security deposits given to various parties, loans and advances to employees and bank deposits (due for maturity after twelve months from the reporting date), and other non-current financial liabilities, the carrying value of which approximates the fair values as on the reporting date.



Fair Value hierarchy

- Level 1 :** Quoted prices in the active market. This level of hierarchy includes financial assets that are measured by reference to quoted prices in the active market.
- Level 2:** Valuation techniques with observable inputs. This level of hierarchy includes items measured using inputs other than quoted prices included within Level 1 that are observable for such items, either directly or indirectly.
- Level 3:** Valuation techniques with unobservable inputs. This level of hierarchy includes items measured using inputs that are not based on observable market data (unobservable inputs). Fair value determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instruments nor based on available market data. The main item in this category are unquoted equity instruments.

Valuation processes

The fair value of unquoted equity instruments or equity instruments where market data is not available is determined on the basis of best available information

b. Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk - Interest rate
- Price risk - BSE / NSE Index

Risk management framework

Financial risk management within the Company is governed by policies and guidelines approved by the senior management and the Board of Directors. These policies and guidelines cover interest rate risk, credit risk and liquidity risk. Company policies and guidelines also cover areas such as cash management, investment of excess funds and the raising of short and long-term debt. Review of the financial risk is done regularly by the senior management and the Board of Directors.



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 40**Financial instruments – Fair values and risk management – continued****(i) Credit risk**

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the Balance Sheet:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Note Reference	As at March 31, 2025	As at March 31, 2024
Trade receivables	8	505.67	468.98

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers.

Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with scheduled banks.

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables. Maximum Trade receivables are unsecured and are derived from revenue earned from customers primarily located in India. The Company manages its credit risk through continuous monitoring credit worthiness of customers to which the Company grants credit terms in the normal course of business.

The Company establishes an allowance for impairment that represents its expected credit losses in respect of trade receivable. The management uses a simplified approach (i.e. based on lifetime ECL) for the purpose of impairment loss allowance. However the Company based upon historical experience determines an impairment allowance for loss on receivables.

The Company's exposure to credit risk for trade receivables is as follows:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Note Reference	Gross carrying amount	
		As at March 31, 2025	As at March 31, 2024
Not due	8	135.43	115.88
1-180 days past due		211.64	131.86
180 to 365 days past due		54.02	50.74
More than 365 days past due		104.58	170.50
		505.67	468.98

The Company continuously reviews the credit given and the recoverability of the amounts due. Majority of trade receivables are from the customers with whom the Company has long outstanding satisfactory dealings.

Movement in the loss allowance in respect of trade receivables:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Note Reference	For the year ended March 31, 2025	For the year ended March 31, 2024
Balance at the beginning of the year	8	138.21	108.52
Add: Impairment Provisions made during the year		16.83	25.37
Add: ECL Provisions made during the year		2.30	4.32
Less: Reversal of the provision		(79.67)	0.00
Less: Written off		-	-
Balance at the end of the year	8	77.67	138.21



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 40**Financial instruments – Fair values and risk management - continued****(ii) Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are fallen due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's liquidity management process as monitored by management, includes day to day funding, managed by monitoring cash flows to ensure that requirements is met.

I. Financing arrangements

The company had access to the following undrawn borrowing facilities at the end of the reporting period:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Note Reference	As at March 31, 2025	As at March 31, 2024
From banks	16	NIL	230.00

II. Maturities of financial liabilities

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted:

(All amounts in Rs. Lakhs unless stated otherwise)

As at March 31, 2025	Note Reference	Carrying amount	Contractual cash flows			
			0-1 year	1-5 years	More than 5 years	Total
Non-current liabilities						
Borrowings	16	-	-	-	-	-
Other financial liabilities	17	25.91	-	25.91	-	25.91
Current liabilities						
Borrowings	16	-	-	-	-	-
Trade payables	18	117.48	117.48	-	-	117.48
Other financial liabilities	17	36.38	36.38	-	-	36.38
Total		179.77	153.86	25.91	-	179.77

(All amounts in Rs. Lakhs unless stated otherwise)

As at March 31, 2024	Note Reference	Carrying amount	Contractual cash flows			
			0-1 year	1-5 years	More than 5 years	Total
Non-current liabilities						
Borrowings	16	-	-	-	-	-
Other financial liabilities	17	25.43	-	25.43	-	25.43
Current liabilities						
Borrowings	16	10.88	10.88	-	-	10.88
Trade payables	18	99.97	99.97	-	-	99.97
Other financial liabilities	17	25.89	25.89	-	-	25.89
Total		162.17	136.74	25.43	-	162.17



JOHN OAKY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 40

Financial instruments – Fair values and risk management - continued

(iii) Market risk

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Company's operations are mainly in India and therefore Rupees denominated, except import of some raw materials and stores.

Currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

Exposure to currency risk

The Company did not have any exposure to currency risk, as expressed in Indian Rupees, as at March 31, 2025 and March 31, 2024.



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 40**Financial instruments – Fair values and risk management - continued****(iii) Market risk****Interest rate risk**

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Exposure to interest rate risk

The Company's interest rate risk arises majorly from the borrowings from banks carrying floating rate of interest. The exposure of the Company's borrowing to interest rate changes as reported to the management at the end of the reporting period are as follows:

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Note Reference	As at March 31, 2025	As at March 31, 2024
Fixed Rate borrowings			
Term loans from banks (Non current)	16	-	-
Current maturities of borrowings	16	-	10.88
		-	10.88
Variable Rate borrowings			
Cash credits		-	-
		-	-
Total		-	10.88

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 100 basis points (bps) in interest rates at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, remain constant.

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Profit or loss	
	100 bps increase	100 bps decrease
Interest on cash credits		
For the year ended March 31, 2025	-	-
For the year ended March 31, 2024	-	-
For the year ended March 31, 2023	-	-

**(iv) Price Risk -
Sensitivity**

Following table demonstrate sensitivity to a reasonably possible change in equity index where investments of Company are listed. Impact on company's profit before tax is due to changes in BSE Index.

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Impact on profit before tax		Impact on Other Components of Equity before tax	
	31st March, 2025	31st March, 2024	31st March, 2025	31st March, 2024
BSE Index Increase by 5%	-	-	1.16	1.46
BSE Index Decrease by 5%	-	-	(1.16)	(1.46)



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 41**Capital management**

For the purpose of the Company's capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the company. The primary objective of the management of the Company's capital structure is to maintain an efficient mix of debt and equity in order to achieve a low cost of capital, while taking into account the desirability of retaining financial flexibility to pursue business opportunities and adequate access to liquidity to mitigate the effect of unforeseen events on cash flows.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may return capital to shareholders, raise new debt or issue new shares.

The Company monitors capital on the basis of the debt to capital ratio, which is calculated as interest-bearing debts divided by total capital (equity attributable to owners of the company plus interest-bearing debts).

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Note Reference	As at March 31, 2025	As at March 31, 2024
Borrowings	16	-	10.88
Less : Cash and cash equivalent	9	(50.71)	(57.96)
Adjusted net debt (A)		-	-
Total equity (B)		1,473.29	1,590.07
Adjusted net debt to adjusted equity ratio (A/B)		0.00%	0.00%

DIVIDENDS

The Board of Directors of the Company have not recommended any dividend for the Financial Year 2024-25 and Financial Year 2023-2024.

Note No 42 : Additional regulatory information required by Schedule III as at March 31, 2025 and March 31, 2024**(i) Details of Benami Property held :**

No proceedings have been initiated on or are pending against the company for holding benami property under the Benami Transactions (45 of 1988) and Rules made thereunder.

(ii) Wilful Defaulter

The Company has not been declared Willful defaulter by any bank or financial institution or government or any government authority

(iii) Compliance with number of layers of companies

The company has complied with the number of layers prescribed under the Companies Act, 2013.

(iv) Compliance with approved scheme(s) of arrangements

The company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(v) Utilization of borrowed funds

A. The company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities understanding that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company
- provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

B. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the recorded in writing or otherwise) that the company shall: a. directly or indirectly lend or invest in other persons or entities identified in any or on behalf of the Funding Party (Ultimate Beneficiaries) or b. provide any guarantee, security or the like on behalf of the ultimate



(vi) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(vii) Details of Crypto currency or Virtual currency

The company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(viii) Valuation of Property, Plant and Equipment or intangible asset

The company has not revalued its Property, Plant and Equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(ix) Registration of charges or satisfaction with Registrar of Companies:

During the year, the cash credit limit availed by the Company has been surrendered w.e.f. 5th May, 2024. However the satisfaction of charge in this respect is yet to be registered with the registrar of companies, as NOC from bank is awaited, the matter is under followup.

(x) Utilization of borrowings availed from banks and financial institutions:

The borrowings availed during the year by the company from banks and financial institutions have been applied for the purposes for which such loans were taken.

(xi) Relationship with Struck off companies

There are no transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 1956. There are no outstanding balances in respect of any such companies as at March 31, 2025 or March 31, 2024.



(XII) Ratios

The following are analytical ratios for the year ended March 31, 2025 and March 31, 2024

Ratio	Numerator	Denominator	31st March 2025	31st March 2024	% Variance	Reasons for change in ratio by more than 25% as compared to the previous year
Current Ratio	Current Assets	Current Liabilities	7.64	9.13	-16.3%	-
Debt-equity ratio	Total Debt	Shareholder's Equity	0.00	0.01	-100.0%	Term loan paid during the year
Debt service coverage ratio	Earnings available for debt service	Debt service	-6.12	-2.61	134.3%	Term loan paid fully during the year
Return on equity (ROE)	Net profits after taxes	Average Shareholder's Equity	-7.84%	-10.89%	-28.1%	Lower Losses during the year
Inventory turnover ratio	Sales	Average Inventory	2.24	1.76	27.6%	Lower Inventory by better management
Trade receivables turnover ratio	Net Credit Sales	Average Accounts Receivable	3.54	3.78	-6.4%	-
Trade payables turnover ratio	Net credit Purchases	Average Trade Payables	8.86	10.59	-16.4%	-
Net capital turnover ratio	Net Sales	Average Working Capital	1.12	1.03	9.4%	-
Net profit ratio	Net Profit	Net Sales	-8.94%	-13.56%	-34.0%	Lower Losses during the year
Return on capital employed (ROCE)	Earning before interest and taxes	Capital Employed	-7.71%	-11.04%	-30.1%	Lower Losses during the year
Return on investment (ROI)	Income generated from investments	Time weighted average investments	0.45%	0.47%	-4.8%	-



JOHN OAKEY AND MOHAN LIMITED

Notes to financial statements for the year ended March 31, 2025

Note No 43

The office of Company Secretary of the Company was lying vacant from the period 1st May 2024 till 2nd January 2025 after resignation of Mr. Surendra Kumar Seth, Chief Financial Officer cum Company Secretary from the post of Company Secretary w.e.f 30th April 2024.

The appointment of new Company Secretary was approved by the Board in their meeting held on 11th November 2024. However, he joined the Company on 3rd January 2025.


The said Company Secretary has since resigned on 30th April 2025 and the Company is in the process of appointing the Company Secretary.

Since the office of the Company Secretary is lying vacant as on the date of signing of financial statements, the financial statements are not signed by the Company Secretary.

Note No 44

Previous year / periods figures have been regrouped / reclassified, wherever necessary.

For and on behalf of the Board of Directors



Ashutosh Doegar

Director


(DIN 00256627)



Rajan Datt

Director

(DIN 00229664)



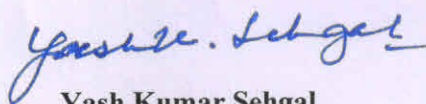
Chitranshi Shukla

Director

(DIN 10510510)



Surendra Kumar Seth
Chief Financial Officer and
Managing Director
(DIN 10631380)



Yash Kumar Sehgal
Director
(DIN 03641168)

Place: New Delhi

Date: May 28, 2025

