

Annual Report 2024 - 2025

DIRECTORS, BANKERS AND AUDITORS

BOARD OF DIRECTORS

Mr. Pradeep Kumar Lohia
Chairman

Mr. Rakesh Kumar Lohia
Managing Director

Mr. VIKASH KUMAR LOHIA
Director / CFO

Raina Singh
Independent Director

Neetu Jalan
Independent Director

Mudra Kansal
Independent Director

Chetankumar Solanki
Company Secretary

BANKERS

BANK OF INDIA
INDIAN OVERSEAS BANK

AUDITORS

M/s S P D R and ASSOCIATES LLP
Chartered Accountants
Bangalore

AMBA AUTO SALES AND SERVICES LIMITED

(Formerly known as Amba Auto Sales And Services Private Limited)

Registered Address: Sy. No. 442/2A, 443/2B, 7, Hongasandra, Bangalore,
Karnataka, India, 560068

CIN No : U05010KA2005PLC035690

E-mail: ambabajbangalore@yahoo.co.in

Tel: 080-41100382/ 66971775

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 20th Annual General Meeting of the Members of **AMBA AUTO SALES AND SERVICES LIMITED** will be held on Saturday, 20th day of September, 2025 at 11.00 a.m. at the Registered Office of the Company at Sy. No. 442/2A, 443/2B, 7, Hongasandra, Bangalore, Karnataka, India, 560068 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement Balance Sheet as at 31st March 2025 and the Statement of Profit and Loss Account & also Cash flow Statement for the year ended on that date and the report of the Directors and the Auditors thereon and other documents attached thereto.
2. To re- appoint Mr. Vikash Kumar Lohia (DIN : 01884550) a Director of the Company who retires by rotation and being eligible offers himself for re-appointment.
3. **To re-appoint Statutory Auditor and if thought fit, to pass the following resolution as an Ordinary resolution:**

'RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] M/s S P D R and ASSOCIATES LLP (FRN.S200043), as auditors of the company be hereby appointed and to hold the office from the conclusion of this Annual General Meeting until the conclusion Annual General Meeting to be held in the year 2030, at such remuneration reimbursement of out of- pocket expenses, travelling and other expenses incurred in connection with audit to be carried out by them as may be mutually agreed between the Board of Directors of the company and the Auditors".

SPECIAL BUSINESS

4. Regularization of Additional Director, Mrs. Raina Singh (DIN: 09637543)

To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT “RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions (including any modification or re-enactment thereof for the time being in force), Rules made there under and Article of Association of the Company, Mrs. Raina Singh (DIN: 09637543), who was appointed as an Additional Director by the Board of Directors with effect from July 1, 2025 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Non Executive Independent Director of the Company for a period of five years till 30th June, 2030.

RESOLVED FURTHER THAT any one Director or Company Secreatry of the company be and is hereby authorised severally to do all acts including filing Forms to Registrar of Companies and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

5. Regularization of Additional Director, Mr. Mudra Sachin Kansal (DIN: 06904735)

To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT “RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions (including any modification or re-enactment thereof for the time being in force), Rules made there under and Article of Association of the Company, Mr. Mudra Sachin Kansal (DIN: 06904735), who was appointed as an Additional Director by the Board of Directors with effect from July 1, 2025 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Non Executive Independent Director of the Company for a period of five years till 30th June, 2030.

RESOLVED FURTHER THAT any Director or Company Secretary of the company be and is hereby authorised severally to do all acts including filing Forms to Registrar of Companies and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution."

6. Regularization of Additional Director, Mrs. Neetu Jalan (DIN: 08719470)

To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

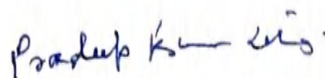
“RESOLVED THAT “RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions (including any modification or re-enactment thereof for the time being in force), Rules made there under and Article of Association of the Company, Mrs. Neetu Jalan (DIN: 08719470), who was appointed as an Additional Director by the Board of Directors with effect from July 1, 2025 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as an Non Executive Independent Director the Company for a period of five years till 30th June, 2030.

RESOLVED FURTHER THAT any one Director or Company Secretary of the company be and is hereby authorised severally to do all acts including filing Forms to Registrar of Companies and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution.”

**By Order of the Board of Directors
For, Amba Auto Sales and Services Limited**

Date: 8th September, 2025

Place: Bangalore



**CHARIMAN
Pradeep Kumar Lohia
DIN: 01884529**

NOTES:

1. Explanatory Statement in respect of special business is annexed herewith.

2. Only registered Equity Shareholders of the Company may attend and vote (either in person or by proxy or by Authorized Representative under Section 113 of the Companies Act, 2013) at the Equity Shareholders' Meeting (“Meeting”). The Authorized Representative of a body corporate which is a registered Equity Shareholder of the Company may attend and vote at the Meeting provided a certified true copy of the resolution of the Board of Directors under Section 113 of the Companies Act, 2013 (the “Act”) or other

governing body of the body corporate authorizing such representative to attend and vote at the Meeting is deposited at the Registered Office of the Company, not later than 48 (Forty-Eight) hours before the Meeting.

3. A Member Entitled To Attend And Vote At The Meeting Is Entitled To Appoint A Proxy To Attend And Vote Instead Of Himself / Herself And Such Proxy Need Not Be A Member Of The Company. Proxies In Order To Be Effective Must Be Received By The Company Not Less Than 48 (Forty-Eight) Hours Before The Meeting.

4. A person can act as a proxy on behalf of Members not exceeding 50 (Fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.

5. A Member or his / her proxy is requested to bring a copy of the notice to the Meeting and produce the attendance slip, duly completed and signed, at the entrance of the Meeting venue. All alterations made in the form of Proxy should be initialed.

6. Members are informed that in case of joint holders attending the Meeting only such joint holder whose name stands first in the Register of Members of the Company shall be entitled to vote in such matters.

7. The Notice will be sent to all Members, whose names appeared in the Register of Members as on 5th September, 2025.

8. All relevant documents referred to in this notice requiring the approval of the Members at the Meeting shall be available for inspection by the Members at the Registered Office of the Company on all working days between 11.00 a.m. to 5.00 p.m. till the date of the Meeting and also at the Meeting. The notice and documents referred to in the notice is also available on the Company's website. ambabajaj.com

9. Proxy form, attendance slip, e-voting particulars and the route map of the venue of the Meeting are annexed hereto.

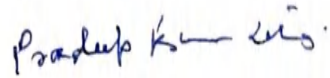
10. The Company has already executed tripartite agreements with both the depositories viz. Central Depository Services (India) Limited (CDSL) and National Securities Depositories Limited (NSDL) and Cameo Corporate Services Private Limited, the Company's Registrar and Share Transfer Agent. Accordingly, the equity shares of the Company can be held in an electronic form with any Depository Participant (DP) with whom the Members have their Depository Account. The ISIN allotted to the equity shares of the Company is INE293601014. Members who are yet to dematerialize their shares are requested to avail of the facility of dematerialization.

11. Details in respect of item no. 2 in terms of Secretarial Standards is enclosed by way of Annexure.

**By Order of the Board of Directors
For, Amba Auto Sales and Services Limited**

Date: 8th September, 2025

Place: Bangalore



**CHARIMAN
Pradeep Kumar Lohia
DIN: 01884529**

ANNEXURES TO THE NOTICE

ANNEXURE A

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of item No. 4 to 6 is as under:

ITEM 4: REGULARIZATION OF ADDITIONAL DIRECTOR TO DIRECTOR OF MRS. RAINA SINGH (DIN: - 9637543):

The Board of directors has appointed Mrs. Raina Singh (DIN: - 09637543) as an Additional Director of the Company w.e.f. 01st July 2025.

Mrs. Raina Singh (DIN: - 09637543) has given the requisite declarations pursuant to Section 164 and 184(1) of the Companies Act, 2013. Further, he is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director.

Details of the Director retiring by rotation and seeking Re-appointment at the Annual General meeting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard: 2 (SS:2) issued by ICSI and approved by the Central Government.

Name of the Director	Raina Singh
Father's Name	Ajay Singh
Date of Birth	22/06/1991
Qualification	She is a member of Institute of Company Secretaries of India and a Qualified Company Secretary having Membership No.: A57624.
Date of Joining the Board of Director of the Company	1 st July, 2025
Number of Shares held in the Company	Nil
Names of Companies in which the person also holds the directorship of other companies	1. Aprameya Engineering Limited - Independent Director 2. Air Control And Chemical Engineering Company Limited - Independent Director
Other Chairmanship / Membership of Committees of Board of other Companies	1. Chairperson of Audit Committee of Air Control And Chemical Engineering Company Limited 2. Chairperson of CSR

	<p>Committee Air Control And Chemical Engineering Company Limited</p> <p>3. Member of Nomination and Remuneration Committee of Aprameya Engineering Limited.</p>
Specific Functional Area	She has knowledge of Corporate laws including Companies Act, 2013, Securities and Exchange Board of India (LODR) Regulations and other listing compliances.
Relationship with Directors / inter-se KMP	Nil
Experience	<p>Raina Singh is a member of Institute of Company Secretaries of India having membership no. 57624.</p> <p>She is presently working as Company Secretary at Arvee Laboratories (India) Limited since 2019.</p> <p>She has knowledge of Corporate laws including Companies Act, 2013, Securities and Exchange Board of India (LODR) Regulations and other listing compliances.</p>
Terms and Conditions of appointment	Appointed for a tenure of 5 Years with effect from 1 st July, 2025
Remuneration sought to be paid and last drawn	No remuneration was paid in the capacity of the Director. Further no remuneration is proposed to be paid in the capacity of Director. She will be paid sitting fees as decided by the Board and Director for attending each meeting of the Board and for attending each meeting of the Board Committees.
Number of meeting of Board of Directors attended during the year 2024 - 2025	Not Applicable

The Board recommends passing of the Ordinary Resolution as set out in at Item No.4 of the Notice.

None of the directors, Key Managerial Personnel of your Company or their relative is concerned or interested in the said resolution.

ITEM 5: REGULARIZATION OF ADDITIONAL DIRECTOR TO DIRECTOR OF MR. MUDRA SACHIN KANSAL (DIN: 06904735):

The Board of directors has appointed Mr. Mudra Sachin Kansal (DIN: 06904735) as an Additional Director of the Company w.e.f. 01st July 2025.

Mr. Mudra Sachin Kansal (DIN: 06904735) has given the requisite declarations pursuant to Section 164 and 184(1) of the Companies Act, 2013. Further, he is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director.

Details of the Director retiring by rotation and seeking Re-appointment at the Annual General meeting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard: 2 (SS:2) issued by ICSI and approved by the Central Government.

Name of the Director	Mudra Sachin kansal
Father's Name	Pramod Kumar
Date of Birth	01/06/1989
Qualification	She is a member of The Institute of Chartered Accountantss of India Membership No.: 140370.
Date of Joining the Board of Director of the Company	1 st July, 2025
Number of Shares held in the Company	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other Companies	NIL
Specific Functional Area	She has experience in Accounts, Audit, Corporate laws and taxation
Relationship with Directors / inter-se KMP	Nil
Experience	Mudra Kansal is a member of Institute of Chartered Accountants of India having

	membership no. 140370 since August, 2011. She has experience in Accounts, Audit, Corporate laws and taxation.
Terms and Conditions of appointment	Appointed for a tenure of 5 Years with effect from 1 st July, 2025.
Remuneration sought to be paid and last drawn	No remuneration was paid in the capacity of the Director. Further no remuneration is proposed to be paid in the capacity of Director. She will be paid sitting fees as decided by the Board and Director for attending each meeting of the Board and for attending each meeting of the Board Committees.
Number of meeting of Board of Directors attended during the year 2024 - 2025	Not Applicable

The Board recommends passing of the Ordinary Resolution as set out in at Item No.5 of the Notice.

None of the directors, Key Managerial Personnel of your Company or their relative is concerned or interested in the said resolution.

ITEM 6: REGULARIZATION OF ADDITIONAL DIRECTOR TO DIRECTOR OF MRS. NEETU JALAN (DIN: 08719470):

The Board of directors has appointed Mrs. Neetu Jalan (DIN: 08719470) as an Additional Director of the Company w.e.f. 01st July 2025.

Mrs. Neetu Jalan (DIN: 08719470) has given the requisite declarations pursuant to Section 164 and 184(1) of the Companies Act, 2013. Further, he is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director.

Details of the Director retiring by rotation and seeking Re-appointment at the Annual General meeting pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and Secretarial Standard: 2 (SS:2) issued by ICSI and approved by the Central Government.

Name of the Director	Neetu Jalan
Father's Name	Shivkumar Daulatram Gupta
Date of Birth	03/07/1982

Qualification	She has degree of Bachelor of Arts from the University of Delhi since 2005.
Date of Joining the Board of Director of the Company	1 st July, 2025
Number of Shares held in the Company	Nil
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other Companies	NIL
Specific Functional Area	She has served as an Independent Director in various companies and is presently associated with Frontline Corporation Limited and Arvee Laboratories (India) Limited as an Independent Director.
Relationship with Directors / inter-se KMP	Nil
Experience	<p>She is an Independent Director of the Company. She holds a degree in Bachelor of Arts from the University of Delhi since 2005.</p> <p>She has served as an Independent Director in various companies and is presently associated with Frontline Corporation Limited and Arvee Laboratories (India) Limited as an Independent Director.</p>
Terms and Conditions of appointment	Appointed for a tenure of 5 Years with effect from 1 st July, 2025.
Remuneration sought to be paid and last drawn	No remuneration was paid in the capacity of the Director. Further no remuneration is proposed to be paid in the capacity of Director. She will be paid sitting fees as decided by the Board and Director for attending each meeting of the Board and for attending each meeting of the Board Committees.

Number of meeting of Board of Directors attended during the year 2024 - 2025	Not Applicable
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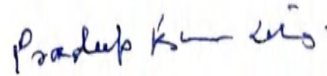
The Board recommends passing of the Ordinary Resolution as set out in at Item No.6 of the Notice.

Except, Mrs. Neetu Jalan (DIN: 08719470), none of the directors, Key Managerial Personnel of your Company or their relative is concerned or interested in the said resolution.

**By Order of the Board of Directors
For, Amba Auto Sales and Services Limited**

Date: 8th September, 2025

Place: Bangalore



**CHARIMAN
Pradeep Kumar Lohia
DIN: 01884529**

Annexure

Details in respect of Secretarial Standards issued by Institute of Company Secretaries of India in respect of item no. 2 is as under :

Name of the Director	Vikash Kumar Lohia
Father's Name	Pradeep Kumar Lohia
Date of Birth	01/12/1980
Qualification	B. Com (H)
Date of Joining the Board of Director of the Company	24/02/2005
Number of Shares held in the Company	2,49,800/-
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	Nil
Other Chairmanship / Membership of Committees of Board of other Companies	NIL
Specific Functional Area	<p>Mr. Vikash Kumar Lohia, aged 44 is the Promoter, Executive Director and Chief Financial Officer of the Company. He completed his graduation in B.Com (H) in 2001 from from Baba Saheb Bhimrao Ambedkar Bihar University. He brings an experience of over 2 decades in technical accounting, financial advisory and financial planning. He was appointed as an Executive Director with effect from February 24, 2005. Further, he has also been appointed as Chief Financial Officer of the company with effect from July 01, 2025. He is associated with Amba Garments Private Limited and Radhe Krishna Clothings Private Limited as a Director.</p> <p>Since inception, Mr. Lohia undertook the responsibility of the finance function leveraging his expertise to achieve</p>

	operational efficiencies.
Relationship with Directors / inter-se KMP	<p>Mr. Pradeep Kumar Lohia, Chairman and Director of the Company is Father of Mr. Vikash Kumar Lohia.</p> <p>Mr Rakesh Kumar Lohia, Managing Director of the Company is Brother of Mr. Vikash Kumar Lohia.</p> <p>No other Director or KMP's are related to Mr. Vikash Kumar Lohia</p>
Experience	He brings an experience of over 2 decades in technical accounting, financial advisory and financial planning
Terms and Conditions of appointment	Liable to retire by rotation.
Remuneration sought to be paid and last drawn	Remuneration paid during the 2024-25 is Rs. 13.2 Lacs. It is proposed to pay Remuneration of Rs. 2 Lacs per month for the Year 2025-26
Number of meeting of Board of Directors attended during the year 2024 - 2025	9

AMBA AUTO SALES AND SERVICES LIMITED

(Formerly known as Amba Auto Sales And Services Private Limited)

Registered Address: Sy. No. 442/2A, 443/2B, 7, Hongasandra, Bangalore,
Karnataka, India, 560068

CIN No : U05010KA2005PLC035690

E-mail: ambabajajbangalore@yahoo.co.in

Tel: 080-41100382/ 66971775

PROXY FORM

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

Registered Folio No. / DP ID & Client ID:

Name and Address of the Shareholder :

No. of Shares Held:

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

1. Name:

_____ of

_____ Email: _____

_____ Signature _____ or

failing him/her;

2. Name:

_____ of

_____ Email: _____

_____ Signature _____ or

failing him/her;

3. Name:

_____ of

_____ Email: _____

Signature _____ or

failing him/her;

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Annual General Meeting of the Members of the Company to be held on Saturday, 20th day of September, 2025 at 11.00 a.m. at the Registered Office of the Company at No. 442/ 2A/ 2B, Garve Bhavi Palya Bus Stop, Garve Bhavi Palya, Hosur Main Road, Bangalore, Karnataka, 560068 and at any adjournment thereof in respect of such resolution as are indicated in the table :

Resolution No.	Ordinary Business - Ordinary Resolution	Optional*	
1	To adopt the audited Balance sheet for the year ended on 31 st March, 2025 and Income Statement and other documents including auditors report and directors report attached thereto.	For	Against
2	To re - appoint Mr. Vikash Kumar Lohia who retires by rotation and being eligible offers themselves for reappointment		
3	To re - appoint Statutory Auditors		
	Special Business		
4	To regularize Appointment of Mrs. Raina Singh as an Non Executive Independent Director of the Company.		
5	To regularize Appointment of Mrs. Mudra Sachin Kansal as an Non Executive Independent Director of the Company.		
6	To regularize Appointment of Mrs. Neetu Jalan as an Non Executive Independent Director of the Company.		

Affix Rupee Revenue Stamp	1
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Signature
Shareholder / Proxy Holder
Dated

AMBA AUTO SALES AND SERVICES LIMITED

(Formerly known as Amba Auto Sales And Services Private Limited)

Registered Address: Sy. No. 442/2A, 443/2B, 7, Hongasandra, Bangalore,
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CIN No : U05010KA2005PLC035690

E-mail: ambabajbangalore@yahoo.co.in

Tel: 080-41100382/ 66971775

ATTENDANCE SLIP

Ledger Folio No.	
Name of the Member	
Name of Joint Holders, if any	
No. of Shares Held	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/we hereby record my/our presence at the Annual General Meeting of the Company on Saturday, 20th day of September, 2025 at 11.00 a.m. at the Registered Office of the Company at No. 442/ 2A/ 2B, Garve Bhavi Palya Bus Stop, Garve Bhavi Palya, Hosur Main Road, Bangalore, Karnataka, 560068

Signature of First holder/Proxy/Authorised Representative

Signature of Joint holder(s)

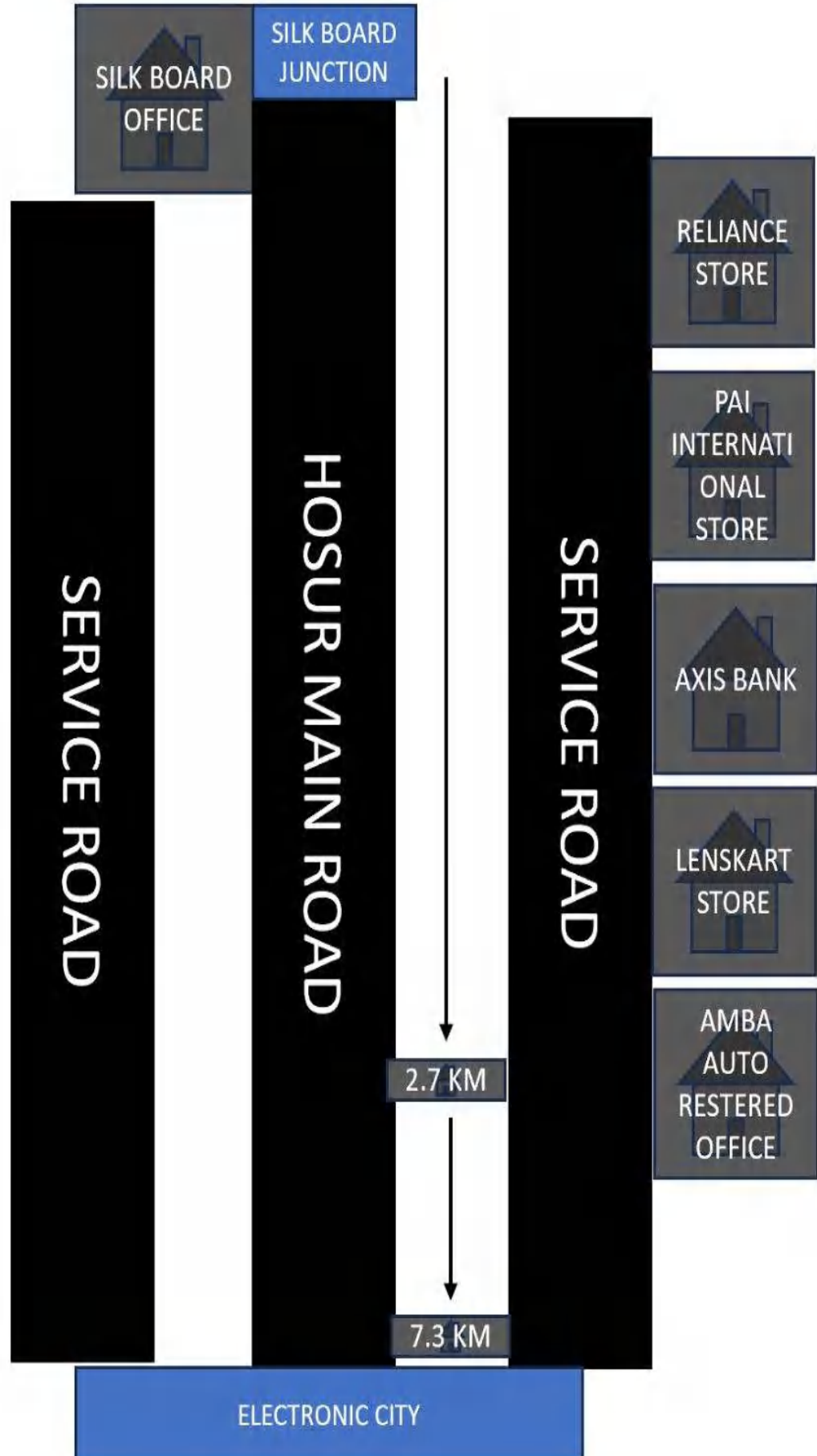
Place: Bangalore

Date:

Notes:

1. Please fill and sign this attendance slip and hand it over at the Attendance Verification Counter at the venue of the Meeting.
2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.
3. NO GIFTS SHALL BE DISTRIBUTED IN THE ANNUAL GENERAL MEETING OR AFTERWARDS

Route Map for the Annual General Meeting of the Members of **Amba Auto Sales and Services Limited** to be held on Saturday, 20th September, 2025 at 11.00 A.M. at the Registered Office of the Company situated at Sy. No. 442/2A, 443/2B, 7, Hongasandra, Bangalore, Karnataka, India, 560068.



AMBA AUTO SALES AND SERVICES LIMITED
(Formerly known as Amba Auto Sales And Services Private Limited)
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CIN No : U05010KA2005PLC035690
E-mail: ambabajajbangalore@yahoo.co.in, www.ambaauto.com
Tel: 080-41100382/ 66971775

DIRECTORS' REPORT

To,
The Members of,
Amba Auto Sales and Services Limited
(formerly known as Amba Auto Sales and Services Private Limited)

Your Directors have pleasure in presenting their 20th Annual Report on the business and operations of the Company and the accounts for the financial year ended March 31st, 2025.

1. Financial Highlights of the Company (Standalone)

The company's financial performance for the year ended March 31, 2025 is summarized below:

(Amount Rs. In Lacs)

Particulars	2024-25	2023-24
Revenue from Operation	24,236.65	21,122.82
Other Income	9.42	10.66
Total Income	24,246.07	21,133.48
Total Expenses	23,203.87	20,719.41
Profit/ (Loss) before tax	1,042.20	414.08
Tax Expense		
Current Tax	261.04	113.76
Deferred Tax Charges / (Credit)	3.57	0.23
Profit/ (Loss) after tax	777.60	300.09

2. Extract of the annual return

Pursuant to the notification of Ministry of Corporate Affairs vide G.S.R. 538(E) dated 28th August, 2020 amending the Companies (Management and Administration) (

Amendment) Rules, 2020 an Extract of Annual Return of the Company is available on the website of the Company namely www.ambaaauto.com

3. BOARD MEETINGS

Number of meetings held during the year 2024 - 25

Sr. No.	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Number of directors attended
1	29 th June, 2024	3	3
2	8 th July, 2024	3	3
3	31 st August, 2024	3	3
4	27 th September, 2024	3	3
5	30 th September, 2024	3	3
6	14 th October, 2024	3	3
7	6 th January, 2025	3	3
8	14 th January, 2025	3	3
9	31 st March, 2025	3	3

4. COMMITTEE MEETINGS : Not Applicable

5. Directors' Responsibility Statement:

Your Directors affirm that:

(a) In the preparation of the annual accounts for the year ended on 31st March, 2025, 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 profits 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.

6. FRAUD:

No fraud has been reported by the auditors in their report pursuant to provision of Section 143 (12) of the Companies Act, 2013.

7. Disclosure of statement on declaration given by Independent Directors under section 149(6)

Not Applicable as the Company is not required to appoint Independent Director.

8. Disclosure for Companies covered under section 178(1) on Directors appointment and remuneration including other matters provided under section 178(3)

Not Applicable. Your Company is not governed by the provision of Section 178 of the Companies Act, 2013.

9. Statutory Auditor and Internal Auditor

M/s. S P D R & Associates LLP, Chartered Accountants (Firm Regn No.: S200043), Bengaluru holds office till the conclusion of the annual general meeting for the financial year ended 31st March, 2025. There is no qualification or adverse remarks made by the auditors in their report. It is proposed to re-appoint S P D R & Associates LLP, Chartered Accountants (Firm Regn No.: S200043) as statutory auditors for the term of five years commencing from the conclusion of Annual General Meeting for the year ended on 31st March, 2025 till the conclusion of Annual General Meeting to be held in the year 2030.

No fraud is reported by the auditor.

M/s. Hattargi & Co, Chartered Accountants, having Firm Registration No. 019631S is appointed as Internal Auditors.

10. Secretarial auditor's remarks

The Provision of Secretarial Audit does not apply to the Company.

11. Particulars of contracts or arrangements with related parties:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The disclosures required in form AOC – 2 is not applicable in view of the materiality policy adopted by the Company.

The details of transactions with related parties are disclosed in the financial statement which sets out related party disclosures.

12. Particulars of Loans, Guarantees and Investment:

The details of loans and advances, if any, are given in the Balance Sheet and its respective notes. The detail of investments, if any, is specified in the Balance Sheet and its respective notes. No Security is provided for the loan availed by others. No guarantee is provided for the loan availed by others.

13. Statement of Affairs

During the previous financial year 2023–2024, the Company generated an operating revenue of ₹21,122.82 lakhs. In the current financial year 2024–2025, the Company has generated an operating revenue of ₹24,236.65 lakhs, which is approximately 14% higher than the revenue in the previous year.

The Company expects that with the increase in number of working employees the demand for vehicles specifically two wheeler will grow more. Further with growing needs of the Bengaluru City, your Company expects that more people will demand two wheelers. The increase in the sales of two-wheeler will also require increase in demand of service and spares. Furthermore, implementation of Vehicle Scrappage Policy 2025 will also raise the demand for two wheeler and in addition to this the GST cut as announced by the Central Government will help in boosting the future demand.

The Directors are making all best efforts for the improvement in the profitability.

14. Transfer to Reserve

The Opening Surplus in Statement in of Reserve and Surplus was Rs. 700.75 Lacs. During the year the company has transferred Net Profit of Rs. 777.60 Lacs to the Surplus in Statement of Profit and Loss further there has been an adjustment of Rs. 39.11 Lacs towards Gratuity Provision for prior year. The Closing Balance after such transfer stands at Rs. 1439.24 Lacs.

15. Dividend

Your Directors have not recommended dividend for the financial year ended March 31, 2025.

16. Risk Management Policy:

The Company has adopted a Risk Management Policy which aims at enhancing shareholders' value and providing an optimum risk-reward trade off. Further adequate insurance of assets is being carried out to cover the risks.

17. Conservation of Energy, Technology Absorption, foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in **Annexure I**.

18. Corporate Social Responsibility:

Not Applicable.

19. DISCLOSURE UNDER RULE 8 (5) OF COMPANIES (ACCOUNTS) RULES, 2014:

a) Change in the nature of business

No Change in the nature of the business of the Company done during the year.

b) Details of Subsidiary/Joint Ventures/Associate Companies

There are no Subsidiary / Joint Venutres / Associate Companies during the year under the review.

c) Deposits

The Company has not invited any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

Pursuant to Rule 2(1) (c) (viii) of Companies (Acceptance of Deposit) Rules, 2014 an aggregate amount of deposit taken from the Directors is Rs. 10.86 Lacs.

d) Details of Significant and Material Orders passed by Regulators or Courts or Tribunals:

During the year under review there were no significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order

has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future.

e) Directors:

Changes in Directors and Key Managerial Personnel

During the year under review there is no appointment/resignation/change in designation in directors and key managerial personnel of the Company. The Company has not appointed any key managerial personnel till 31st March, 2025.

The provisions of Independent Director are not applicable during the year ended on 31st March, 2025.

f) Internal Financial Controls

Your Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

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

The Company has in place an Anti-harassment policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committee are set up at shop floor level to redress complaints received regularly and are monitored by women line supervisors who directly report to the Chairman. All employees (permanent, contractual, temporary, trainees) are covered under the policy. There was no complaint received from any employee during the year and hence no complaint is outstanding as at the end of year for redressal.

21. Compliance of Maternity Benefit Act, 1961

The Company has complied with the provisions of the Maternity Benefit Act, 1961, including all applicable amendments and rules framed thereunder. The Company is committed to ensuring a safe, inclusive, and supportive workplace for women employees. All eligible women employees are provided with maternity benefits as prescribed under the Maternity Benefit Act, 1961, including paid maternity leave, nursing breaks, and protection from dismissal during maternity leave.

The Company also ensures that no discrimination is made in recruitment or service conditions on the grounds of maternity. Necessary internal systems and HR policies are in place to uphold the spirit and letter of the legislation.

22. Number of employees as on the closure of financial year

The were no Employees as at 31st March, 2025

Sr. No.	Particulars	Number of Employees
1	Female	29
2	Male	141
3	Transgender	0
Total		170

25. SHARE CAPITAL:

The Equity Share Capital of the Company as at 31st March, 2025 stands at Rs. 75.00 Lacs

26. ISIN:

ISIN of your Company is INE293601014. 100% shares of the Company as on date is dematerialized.

27. Vigil Mechanism

The Company has a Vigil mechanism under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be reported to the Vigilance & Ethics Officer which operates under the supervision of the Audit Committee, as protected disclosures through an e-mail, or dedicated telephone line or a written letter. Employees may also report directly to the Chairman of the Company.

28. COST RECORDS AND COST AUDIT:

As per section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, Your Company is not required to maintain cost records. The Provision of Cost Audit does not apply to the Company.

29. SECRETARIAL STANDARDS

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors and Meeting of Shareholders (EGM/AGM) i.e. SS-1 and SS-2 issued by The Institute of Company Secretaries of India and approved by Central Government under section 118(10) of the Companies Act, 2013.

30. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year along with their status:

No Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year.

31. Details of difference between of amount of valuation done at the time of one time settlement and the valuation done while taking at the time of loan

Not Applicable.

32. Material Events after Year End

The Company has obtained Certificate of Incorporation Consequent upon conversion to public company and accordingly the name of the Company was changed from Amba Auto Sales and Services Private Limited to Amba Auto Sales and Services Limited with effect from 14th May, 2025.

The Authorised Equity Share Capital of the Company has been increased from Rs. 75,00,000 (Rupees Seventy-Five Lacs Only) divided into 7,50,000 Equity Shares of Rs. 10/- each to Rs. 20,00,00,000 (Rupees Twenty Crores Only) divided into 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- each.

The Company has issued Equity Shares by way of Bonus shares. Accordingly 1,27,50,000 Equity Shares of Rs. 10/- each were issued as Bonus shares.

The Paid up Equity Share Capital of the Company after the issue of Bonus Shares stands at Rs. 1350.00 Lacs.

Mrs. Mudra Sachin Kansal, Mrs. Raina Singh and Mrs. Neetu Jalan were appointed as Additional Director (category Non-Executive Independent) with effect from 1st July 2025.

Mr. Rakesh Kumar Lohia has been appointed as Managing Director of the Company with effect from 1st July, 2025.

Mr. Vikash Kumar Lohia has been appointed as Chief Financial Officer of the Company with effect from 1st July, 2025.

The Company has appointed Mr. Chetankumar Hiralal Solanki as Company Secretary with effect from 20th May, 2025.

Various Committees adopted by the Company are available on the website of the Company namely www.ambaauto.com

Various policies adopted by the Company are available on the website of the Company namely www.ambaauto.com

33. General

Your Directors make following disclosures for the events during the year under review:

1. No issue of equity shares with differential rights as to dividend, voting or otherwise.
2. No issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
5. There are no material changes and commitments, if any, affecting the financial position or the operations of the Company which have adverse effect either during the year or after the Balance Sheet date and upto the date of Directors Report.
6. No amount was required to be transferred to Investor Education and Protection fund.
7. There are no material changes and commitments occurred during the year affecting the financial position of the Company.
8. The provision with regard to the appointment directors and remuneration under Section 178 of the Companies Act, 2013 do not apply.
9. The provision regarding constitution of nomination and remuneration committee do not apply.
10. There was no voluntary revision of financial statement or Board Report during the year.
- 11) The disclosures required to be made pursuant to the provision of Section 197 (12) of the Companies Act 2013 is not applicable to the Company.
- 12) The provisions of Business Responsibility and Sustainability report is not applicable as your company is not listed.
- 13) The number of Employees as at 31st March, 2025 are : 170 consisting of 141 male number of employees and 29 female number of employees and 0 transgender number of employees.
- 14) Other disclosures, if any, required are either nil or not applicable.

34. Acknowledgements

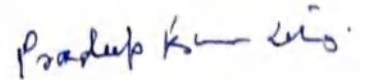
Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities,

customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

By order of the Board of Directors
AMBA AUTO SALES AND SERVICES LIMITED

Date: 8th September, 2025

Place: Bengaluru



PRADEEP KUMAR LOHIA
CHARIMAN
DIN: 01884529

Conservation of Energy, Technology Absorption, foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in **Annexure I**.

ANNEXURE I

Particulars of Energy Conservation and Technology absorption required under the Companies (Accounts) Rules, 2014 forming part of directors report for the year ended 31.03.2025.

(A) Conservation of energy	
(i) the steps taken or impact on conservation of energy;	No new steps were taken for the conservation of energy. However there is a continuous updation and procurement of plant and machinery which results in lower consumption of energy.
(ii) the steps taken by the company for utilising alternate sources of energy;	Your Company uses conventional electricity. No steps for the alternate source of energy was taken.
(iii) the capital investment on energy conservation equipments;	No Capital investment on energy conservation equipments.
(B) Technology absorption-	
(i) the efforts made towards technology absorption;	No new technology was procured or developed. However the Company constantly endeavours to make best efforts for the modern technology in its production process
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;	No new product was developed. No technology was imported. The Company makes optimum utilization of the machinery for the cost reduction.
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	Nil
(a) the details of technology imported;	Nil
(b) the year of import;	Nil
(c) whether the technology been fully absorbed;	Nil
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Nil

(iv) the expenditure incurred on Research and Development.	Nil
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Foreign Exchange Earnings and Outgo

The details of foreign exchange outgo during the year under review is as under:

Earnings/Outgo in foreign Currency	Amount Rs. In Lacs (2024 - 2025)	Amount Rs. In lacs (2023 - 2024)
Outgo on account of Travelling	9.80	Nil
Earnings	Nil	Nil

By order of the Board of Directors of
AMBA AUTO SALES AND SERVICES LIMITED

Date: 8th September, 2025

Place: Bengaluru

Pradeep Kumar Lohia

PRADEEP KUMAR LOHIA
CHARIMAN
DIN: 01884529

INDEPENDENT AUDITOR'S REPORT

To the Members of
Amba Auto Sales and Services Limited
(formerly known as M/s Amba Auto Sales and Services Private Limited)
Bangalore-560068

Opinion

We have audited the accompanying financial statements of **Amba Auto Sales and Services Limited** (herein after referred as 'the company'), which comprise the balance sheet as March 31, 2025, the statement of profit and loss and the cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profits and cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

During the year, the Company has been converted from a Private Limited Company to a Public Limited Company in accordance with the provisions of the Companies Act, 2013. Further, the management has initiated the process of filing documents with the Securities and Exchange Board of India (SEBI) for a proposed listing of its equity shares on a recognized stock exchange.

This change in legal status and the proposed listing involves enhanced regulatory compliances, corporate governance requirements, and disclosure norms. It also requires significant management judgment in ensuring compliance with SEBI (ICDR) Regulations, 2018, Companies Act, 2013, and other applicable laws. Considering the potential impact on the financial reporting process, governance structure, and related disclosures in the financial statements, this matter was considered to be of most significance in our audit.



Management's Responsibility for the Financial Statements

The Company's board of directors are 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for the safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation, and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for establishing and maintaining adequate and effective controls in respect of use of accounting software that entails the requisite features as specified by the Companies (Accounts) Rules, 2014, as amended from time to time, including an evaluation and assessment of the adequacy and effectiveness of the company's accounting software in terms of recording and maintaining audit trail (edit log) of each and every transaction and ensuring that the audit trail cannot be disabled and has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

Auditor's Responsibility

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

- i. 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.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- v. Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Legal and Other Requirements

- As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure - A the statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- (A) As required by Section 143(3) of the Act, we report that:
 - 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.
 - 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. The back-up of books of accounts maintained electronically is not kept on servers physically located in India on a daily basis.
 - The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - Given in Annexure - B is our opinion w.r.t internal financial controls over financial reporting of the company and the operating effectiveness of such controls u/s 143(3)(i) to the Companies Act, 2013;



(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 explanation 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, and is not applicable to the private limited company.

(B) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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.
- v. The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, 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.
- vi. Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to my/our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.
- vii. The company has not declared or paid any dividend during the financial year ended March 31, 2025 and thus the reporting requirement as per Rule 11(f) is not applicable.
- viii. In accordance with the reporting requirement as per Rule 11(g) w.r.t the audit trail, we confirm that based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. However, the edit log facility was not operational throughout the financial year.

For SPDR & Associates LLP

Chartered Accountants

Firm Registration No. S200043



CA Sunil Kumar

Partner

Membership No. 095398

UDIN: 25095398BMLAJ09412

Place: Bengaluru

Date: 08th September, 2025



Annexure - A to the Independent Auditors' Report

The Annexure referred to in Paragraph (1) under the heading of "Report on Other legal and Regulatory requirements) of our report to the members of the Company for the year ended March 31, 2025, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) According to the information and explanations given to us, physical verification of Fixed Assets has been carried out by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties of land and buildings which are freehold disclosed in the financial statements are held in the name of the Company.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made there under.
- (ii) (a) The inventory has been physically verified at reasonable intervals by the management. The discrepancies noticed on verification between the physical stocks and the book records were not material in relation to the operations of the Company and the same have been properly dealt with in the books of account.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Paragraph 3(iii)(a) to Paragraph 3(iii)(f) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted loans / made any investments / issued any guarantees for which provisions of section 185 and 186 of the Act are to be complied with. Accordingly, the provisions of Paragraph 3(iv) of the Order are not applicable to the Company.



- (v) The Company has not accepted any deposits covered by the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, the provisions of Paragraph 3(v) of the Order are not applicable to the Company.
- (vi) The maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of Section 148 of the Act, for the services rendered and products sold by the Company and hence reporting under Para 3(vi) of the Order does not arise.
- (vii) (a) According to the records of the Company examined by us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Custom Duty, Cess and other statutory dues applicable to it.

According to the information and explanations given to us, in our opinion no undisputed amounts payable in respect of statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Services Tax, Custom Duty, Excise Duty, Cess and other statutory dues applicable to it were in arrears as at the balance sheet date for a period of more than six months from the date they became payable except Income Tax of Rs. 10.66 Lacs and TDS of Rs. 0.32 Lacs for earlier years as under :

(Amount in Rs. Lakhs)

a)	Income Tax Demand	Principal amount	Accrued Interest	Total
	A.Y. 2018-19	2.99	2.12	5.11
	A.Y. 2019-20	0.00	0.98	0.98
	A.Y. 2020-21	3.15	1.42	4.57
	Total	6.14	4.52	10.66

(Amount in Rs. Lakhs)

b)	TDS Demand	Principal amount	Accrued Interest	Total
	F.Y. 2024-25	0.24	0.02	0.26
	Prior Period	0.00	0.06	0.06
	Total	0.24	0.08	0.32

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings from banks and financial institutions
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

- (c) According to the information and explanations given to us by the management, the Company has applied the term loans for the purpose for which they were raised.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short term basis have been applied for any long term purpose by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix) (f) of the Order is not applicable.
- (x) a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year as per requirements of the section 42 and section 62 of the Companies Act, 2013. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based upon the audit procedures performed and according to the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the us in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) In our opinion and based on our examination of the books of account and other records of the company, the Company is required to comply with the provisions of Section 138 of the Act relating to having an internal audit system in place and accordingly we report as under:



- (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business; and
- (b) The internal audit reports of the Company issued till the date of the audit report, pertaining to the year under report have been duly considered by us.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (xviii) The statutory auditor of the Company, M/s. Jayatheertha & Co., Chartered Accountants, resigned on 24th April 2025. As required under CARO 2020, we have considered the issues, objections or concerns raised by the outgoing auditors in connection with their resignation while performing our audit procedures. Based on our review, nothing has come to our notice which causes us to believe that the resignation was due to any inability of the Company to provide information or explanations required for the audit.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



(xx) The Provisions of Section 135 (6) of the Companies Act, 2013 is not applicable and hence reporting under Para 3(xx) of the Order does not arise.

xxi) Consolidated Cash Flow Statement is not applicable to this Company. Accordingly, clause 3(xxi) of the Order is not applicable.

For SPDR & Associates LLP
Chartered Accountants
Firm Registration No. S200043



CA Sunil Kumar
Partner
Membership No. 095398
UDIN: 25095398BMLAJ09412
Place: Bengaluru
Date: 08th September 2025



Annexure - B to the Independent Auditors' Report

Referred to in paragraph 2 (f) under 'Report on other legal and regulatory requirements' section of our report to the Members of M/s. Amba Auto Sales and Services Limited of even date 31st March, 2025.

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

We have audited the internal financial controls over financial reporting of **Amba Auto Sales and Services Limited** ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable

assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For SPDR & Associates LLP

Chartered Accountants

Firm Registration No. S200043



CA Sunil Kumar

Partner

Membership No. 095398

UDIN: 25095398BMLAJO9412

Place: Bengaluru

Date: 08th September 2025



Amba Auto Sales and Services Limited
(formerly known as *Amba Auto Sales and Services Private Limited*)
CIN: U05010KA2005PLC035690
Balance Sheet as at 31st March, 2025

(Amount in Rs. Lakhs)

Sr No	Particulars	Note No	As at 31st March, 2025	As at 31st March, 2024
I	<u>EQUITY & LIABILITIES</u>			
(1)	<u>Shareholder's Funds</u>			
	(a) Share Capital	2	75.00	75.00
	(b) Reserves and Surplus	3	1,439.24	700.75
	Total Shareholders Funds		1,514.24	775.75
(2)	<u>Non-Current Liabilities</u>			
	(a) Long-Term Borrowings	4	1,014.99	1,062.66
	(b) Deferred Tax Liabilities (Net)		-	-
	(c) Long Term Provision	5	57.02	-
	Total Non-Current Liabilities		1,072.01	1,062.66
(3)	<u>Current Liabilities</u>			
	(a) Short-Term Borrowings	6	4,507.47	2,658.49
	(b) Trade Payables		-	-
	- Total Outstanding dues of micro enterprises and small enterprises	7	1,477.14	570.75
	- Total Outstanding dues of Creditors other than micro enterprises and small enterprises		-	-
	(c) Other Current Liabilities	8	276.75	342.30
	(d) Short-Term Provisions	9	264.13	35.24
	Total Current Liabilities		6,525.49	3,606.78
	Total Equity & Liabilities		9,111.74	5,445.19
II	<u>ASSETS</u>			
(1)	<u>Non-Current Assets</u>			
	(a) <u>Property, Plant & Equipment and intangible assets</u>			
	(i) Property, Plant and equipment	10	855.92	611.29
	(ii) Intangible Assets		-	-
	(iii) Capital Work-in-Progress		-	-
	(iv) Intangible Assets Under development		-	-
	(b) Non - current investments	11	199.74	113.75
	(c) Deferred Tax Assets (Net)	12	27.25	30.84
	(d) Long Term Loans & Advances	13	210.11	196.06
	(e) Other Non Current Asset	14	9.89	-
	Total Non Current Assets		1,302.91	951.94
(2)	<u>Current Assets</u>			
	(a) Inventories	15	4,937.35	3,072.60
	(b) Trade Receivables	16	1,946.06	739.82
	(c) Cash and Cash Equivalents	17	249.24	183.95
	(d) Short-Term Loans and Advances	18	676.18	496.88
	(e) Other Current Assets		-	-
	Total Current Assets		7,808.83	4,493.25
	Total Assets		9,111.74	5,445.19
	<i>The notes on account form integral part of the financial statements</i>	<i>I to 43</i>		

For S P D R & Associates LLP
Chartered Accountants
Firm Reg. No.: S200043

Sunil Kumar
Partner
Membership No. : 095398
Place: Bengaluru
Date: 08th September, 2025



For and on behalf of Board of Directors of
Amba Auto Sales and Services Limited

Vibash Kumar Lohia
Director and CFO
DIN No: 01884550
Place: Bengaluru
Date: 08th September, 2025

C.H. Solanki
Chetankumar Solanki
Company Secretary
AS1023
Place: Bengaluru
Date: 08th September, 2025

Rakesh Kumar Lohia
Managing Director
DIN No: 01884538
Place: Bengaluru
Date: 08th September, 2025

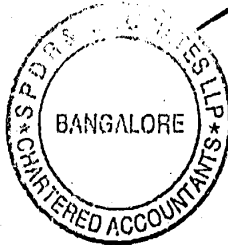
Amba Auto Sales and Services Limited
(formerly known as **Amba Auto Sales and Services Private Limited**)
CIN: U05010KA2005PLC035690
Profit & Loss Statement for the year ended on 31st March, 2025.

(Amount in Rs. Lakhs)

Sr No	Particulars	Note No	For the year ended 31st March, 2025	For the year ended 31st March, 2024
	Income :			
I	Revenue From Operations	19	24,236.65	21,122.82
II	Other Income	20	9.42	10.66
III	Total Income		24,246.07	21,133.48
	Expenses:			
IV	Purchase of Stock-in-Trade	21	22,252.34	19,788.79
	Change in inventories of Stock-in-Trade	22	(1,865)	(896)
	Direct Expenses	23	721.62	551.41
	Employee Benefit Expense	24	741.90	570.65
	Depreciation and Amortization Expense	25	141.24	68.98
	Financial Costs	26	628.85	434.91
	Other Expenses	27	582.65	200.52
	Total Expenses		23,203.85	20,719.40
V	Profit/(Loss) before exceptional & extraordinary items and tax		1,042.22	414.08
VI	Exceptional Items		-	-
VII	Profit/(Loss) before extraordinary items & tax		1,042.22	414.08
VIII	Extraordinary Items		-	-
IX	Profit/(Loss) before tax		1,042.22	414.08
X	Tax Expense:			
	-Current Tax		261.04	113.76
	-Deferred Tax Charge/(Credit)		3.58	0.23
XI	Profit/(Loss) for the period		777.60	300.09
XII	Earning per share: (equity share, par value of ₹ 10 each)			
	(1) Basic (In Rupees)		103.68	40.01
	(2) Diluted (In Rupees)		103.68	40.01
	The notes on account form integral part of the financial statements	1 to 43		

For SPDR & Associates LLP
Chartered Accountants
Firm Reg. No.: S200043

Sunil Kumar
Partner
Membership No. : 095398
Place: Bengaluru
Date: 08th September, 2025



For and on behalf of Board of Directors of
Amba Auto Sales and Services Limited

Vikash Kumar Lohia
Director and CFO
DIN No: 01884550
Place: Bengaluru
Date: 08th September, 2025

C.H. Solanki
Chetankumar Solanki
Company Secretary
AS1023
Place: Bangalore
Date: 08th September, 2025

Rakesh Kumar Lohia
Rakesh Kumar Lohia
Managing Director
DIN No: 01884538
Place: Bengaluru
Date: 08th September, 2025

Ambu Auto Sales and Services Limited
(formerly known as Ambu Auto Sales and Services Private Limited)
CIN: U05010KA2005PLC033690
Cash Flow Statement for the year ended on 31st March, 2025

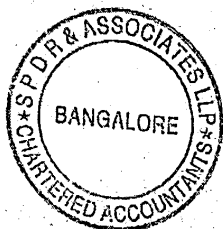
Particulars	(Amount in Rs. Lakhs)	
	For the year ended 31st March, 2025	For the year ended 31st March, 2024
1. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before taxation		
Add :	1,042.22	414.08
Depreciation	141.24	68.98
Interest Expense	573.89	379.79
Provision of Gratuity	(39.11)	-
Interest Income on Deposit	(8.32)	(6.63)
Sub Total	667.70	856.22
Operating Cash Flow before working capital change	1709.91	856.22
Add/Less: Changes in working capital		
(Increase)/Decrease in Trade Payable	906.39	145.12
Increase/(Decrease) in Other Current liabilities	(65.55)	(27.62)
Increase/(Decrease) in Short Term Provisions	228.89	35.24
(Increase)/Decrease in Inventories	(1864.74)	(895.89)
(Increase)/Decrease in Trade receivables	(1206.24)	(13.64)
(Increase)/Decrease in Short Term Loans and advances	(193.36)	(274.67)
(Increase)/Decrease in Non - current investments	(85.99)	20.10
Sub Total	(2280.60)	(1011.36)
Less: Adjustments for Taxes :-		
Direct Taxes Paid	261.04	113.76
Tax Adjustment of earlier Year	-	-
Cash Generated/(used in) from operating activities (A)	(831.72)	(268.90)
2. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(443.86)	(258.33)
Proceeds from sale of Fixed Assets	58.00	0.24
(Increase)/Decrease in Other Non Current Assets	(9.89)	-
Increase/(Decrease) in Long Term Provision	57.02	-
Interest Received	8.32	6.63
Net Cash Generated/(used in) From Investing Activities (B)	(330.41)	(251.46)
3. CASH FLOW FROM FINANCING ACTIVITIES :		
Increase/(Decrease) in Long Term Borrowings	(47.67)	(238.35)
Increase/(Decrease) in Short-term Borrowings	1848.98	1233.09
Interest Paid	(573.89)	(379.79)
Net Cash Generated/(used in) From Financing Activities (C)	1227.42	614.95
Net Increase in Cash & Cash Equivalents (A+B+C)	65.29	94.59
Opening Cash & Cash Equivalents	183.95	89.36
Closing Cash & Cash Equivalents	249.24	183.95



Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
NOTES :		
1. Statement of Cash Flow prepared under the Indirect method as set out in AS 3 on "Statement of Cash Flows" specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.		
2. Reconciliation of cash & cash equivalents as per the statement of Cash flow		
	(Amount in Rs. Lakhs)	
Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Balance with Banks		
in Current accounts		
In Overdraft account (debit balance)	176.75	108.19
In Fixed deposit (original maturity of 3 month or less)	-	-
In Fixed deposit (original maturity of more than 3 month & less than 12 months)	-	-
Cash on hand	-	-
cheques, drafts on hand	72.49	75.76
others - Unpaid dividend account	-	-
Cash & cash equivalents as at the end of the year	249.24	183.95

For SPDR & Associates LLP
Chartered Accountants
Firm Reg. No.: S200043

Sunil Kumar
Partner
Membership No. : 095398
Place: Bengaluru
Date: 08th September, 2025



For and on behalf of Board of Directors of
Amba Auto Sales and Services Limited

Vikash Kumar Lohia
Director and CFO
DIN No: 01884550
Place: Bengaluru
Date: 08th September, 2025

Rakesh Kumar Lohia
Managing Director
DIN No: 01884538
Place: Bengaluru
Date: 08th September, 2025

C.H. Solanki
Chetankumar Solanki
Company Secretary
A51023
Place: Bengaluru
Date: 08th September, 2025

Corporate Information, Significant Accounting Policies

1. COMPANY INFORMATION :

Our Company was originally incorporated as a Private Limited Company under the provisions of The Companies Act, 1956 in the name and style of "AMBA AUTO SALES AND SERVICES PRIVATE LIMITED" pursuant to certificate of Incorporation issued by the Registrar of Companies, Karnataka on 24th February, 2003. Thereafter the company got converted to a Public Limited Company in the name and style of "AMBA AUTO SALES AND SERVICES LIMITED" and received a Certificate of Incorporation from the Registrar of Companies, Karnataka on 14th May, 2023 vide CIN : U03010KA2003PLC035690.

The company is engaged in dealership business of Bajaj Auto Ltd. and LG Electronics India Ltd and having showrooms at Bengaluru city of Karnataka. The company is dealer of Two wheelers as well as Three Wheelers automobile of "Bajaj" make in Petrol, CNG as well as Electric variants in Bengaluru city. The company is also engaged in sales of Spare parts and providing of Repair & Maintenance and Annual Maintenance Service of Automobile Products.

2. SIGNIFICANT ACCOUNTING POLICIES :

2.1 Basis of Accounting and Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

Accounting policies not specifically referred to otherwise are consistent and in consonance with generally accepted accounting principles in India.

2.2 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements and the results of operations during the reporting periods. Although these estimates are based upon management's knowledge of current events and actions, actual results could differ from these estimates and revisions, if any, are recognised in the current and future periods.

2.3 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by the Management. The Company depreciates property, plant and equipment over their estimated useful lives using the Written Down Value Method. The estimated useful lives of assets are as follows:

Sr. No.	Type of Asset	Useful Life of Assets in Years
1	Computers and Accessories	3 years
2	Furniture & Fixtures	10 years
4	Office Equipment	5 years
5	Electrical Installations & Fittings	10 years
6	Plant & Machinery	15 years
7	Motor Vehicles	6 years
8	Building	60 years

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end.

Advance paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advance under other non-current assets and the cost of the assets not put to use before such date are disclosed under "Capital work-in-progress". Subsequent expenditure relating to property, plant and equipment are capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and Maintenance costs are recognized in net profit in the Statement of Profit and Loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement Profit and Loss. Asset to be disposed of are reported at the lower of the carrying value or the fair value less cost to sell.

Intangible Assets :

Intangible Assets are stated at acquisition cost, net of accumulated amortization and accumulated impairment losses, if any. Intangible Assets are amortized on straight line basis over a period of five years being the estimated useful life.

Intangible asset are recognised as per Accounting Standard 26 Intangible Asset.

An intangible asset is recognised if and only if

- it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise; and
- the cost of the asset can be measured reliably.



Corporate Information, Significant Accounting Policies

- 2.4 Inventories**
Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost is generally determined on FIFO Method basis. Cost includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.
- 2.5 Revenue Recognition**
The Company follows the accrual method of accounting and all claims, receivable and liabilities are provided on that basis. All revenue is recognised on accrual basis except non-recurring income is accounted otherwise.
- A. Sale of goods :**
Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer. Sales excludes Goods & Service Tax
- B. Sale of services :**
Revenue from sale of services is recognized net of goods and service tax and as and when the services are rendered. Interest incomes/expenses are recognised using the time proportion method based on the rates implicit in the transaction.
- C. Other Income:**
Interest Income on fixed deposit is recognized on time proportion basis. Other Income is accounted for when right to receive such income is established.
- 2.6 Earnings Per Share (EPS)**
Basic earnings per share is computed by dividing the profit(loss) after tax (including the post tax effect of extra ordinary items, if any) by the weighted average number of equity shares outstanding during the year.
Diluted earnings per share is computed using the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares, if any.
- 2.7 Taxes on Income**
Income taxes are computed using the tax effect accounting method, where taxes are accrued in the same period the related revenues and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable. The differences that result between the profit considered for income taxes and the profit as per the financial statements are identified, and thereafter a deferred tax asset or deferred tax liability is recorded for timing difference, namely the differences that originates in one accounting period and reverse in another, based on the tax effect of the aggregate amount being considered. The tax effect is calculated timing difference at the end of an accounting period, based on prevailing enacted regulations. Deferred tax asset are recognized only if there is reasonable certainty that they will be realized and are reviewed for the appropriateness of their carrying values at each balance sheet date.
- 2.8 Contingent Liabilities & Provisions :**
In terms of requirements of the Accounting Standards 29 (AS 29) on "Provisions, Contingent Liabilities and Contingent Assets" issued by the Institute of Chartered Accountants of India:
- 1 Where, as a result of past events, there is a present obligation that probably requires outflow of resources and a reliable estimates can be made of the amount of obligation-an appropriate provision is created and disclosed;
 - 2 Where, as a result of past events, there is a possible obligation that may, but probably will not require an outflow of resources-no provision is recognized but appropriate disclosures made as contingent liabilities.



Corporate Information, Significant Accounting Policies

2.9 Foreign Currency Transactions

Transactions in foreign currency are accounted for at the exchange rates prevailing on the date of transactions. Exchange differences arising on foreign currency transactions settled during the year are recognized in the Profit and Loss Account for the year. Other than exchange differences relating to the liabilities for acquisition of fixed assets that are adjusted in the cost of the related fixed assets. All monetary items denominated in foreign currency are translated at exchange rates prevailing on the balance sheet date. The resultant exchange differences are recognized in the Profit and Loss Account for the year, other than exchange differences related to the liabilities for acquisition of fixed assets that are adjusted in the cost of fixed assets. In the case of forward contracts, the difference between the forward rate and the exchange rate on the date of the transaction is recognized in the Profit and Loss Account over the life of the contract, except in case of liabilities relating to acquisition of fixed assets, which is adjusted in the carrying cost of the fixed asset.

2.10 Employee Benefits

Defined Contribution Plan:

Contributions payable to the recognized provident fund, which is a defined contribution scheme, are charged to the statement of profit and loss.

Defined Benefit Plan:

The Company has an obligation towards granting a defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, at death while in employment or on termination of an amount equal to last drawn salary in multiples of 14 days for 20 days for each completed year of service without any monetary limit. Vesting occurs upon completion of five years of service. Provision for gratuity has been made in the books as per actuarial valuation done as at the end of the year.

2.11 Borrowing costs:

Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan.

2.12 Impairment of assets:

The carrying values of assets, cash generating units at each balance sheet date are reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

2.13 Operating Cycle:

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of production / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current. As a result, current assets comprise elements that are expected to be realized within 12 months after the reporting date and current liabilities comprise elements that are due for settlement within 12 months after the reporting date.

2.14 Changes in Accounting Policies in the Period/ Years Covered in the Financials:

There is only change in Significant Accounting Policies which needs to be adjusted in the Summary Statements includes the impact of provision of gratuity made on actuarial valuation basis report and the financial impact is directly adjusted against Reserves & Surplus of current Financial Year 2024-25 (Refer Note 03 under notes to accounts).

2.15 Material events:

Material adjusting events occurring after the balance sheet date are taken into consideration.

2.16 Prior Period and Extra Ordinary Items and Changes in Accounting Policies, having a material bearing on the financial affairs of the Company are disclosed separately.

2.17 Segment Reporting

The Company is engaged mainly in dealership business of M/s Hiral Auto Ltd and LAL Electronics Ltd. The company is also engaged in sales of Spare parts and providing of Repair & maintenance and Annual Maintenance Service of Automobile Products. Since all activities are related to the same activity having the same types & class of customer and regulatory environment, there is no other reportable segment as per the Accounting Standard on Segment Reporting (AS-17).

2.18 Cash Flow

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of non-cash transactions, deferrals or accruals of past or future operating cash receipts or payments, and items of income or expenses associated with investing or financing cash flows. Cash flows from operating, investing, and financing activities of the Company are segregated accordingly.

2.19 Cash & Cash Equivalents

Cash and cash equivalents comprise cash at bank and in hand, the INR value of foreign currency in hand, fixed deposits with banks with short-term maturities of three months or less from the date of acquisition, and highly liquid investments that are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.



Capital

ulars

(Amount in Rs. Lakhs)

Authorized Capital	As at 31st March, 2025	As at 31st March, 2024
50,000 Equity Shares of Rs. 10/- each. (previous year 7,50,000 Equity Shares of Rs. 10/- each)	75.00	75.00
Issued, Subscribed & Paid Up Capital		
7,50,000 Equity Shares of Rs. 10 each fully paid up (previous year 7,50,000 Equity Shares of Rs. 10/- each)	75.00	75.00
Total	75.00	75.00

(a) Reconciliation of the shares outstanding at the beginning and end of the year ended on 31.03.25

Equity Shares	As at 31st March, 2025	As at 31st March, 2024
Number of shares as at the beginning		
Add: Shares allotted during the period	7,50,000	7,50,000
Number of shares as at the end	7,50,000.00	7,50,000.00

(b) The rights, preferences and restrictions attaching to each class of shares Equity Shares:

The Company has only one class of equity shares referred to as equity shares having a par value of Rs 10. Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholder meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholder meeting.

(c) Details of shareholders' holding more than 5% of equity shares are as follows

Name of the shareholder	No. of shares	% held as at 31-Mar-25	No. of shares	% held as at 31-Mar-24
Mr. Pradeep Kumar Lohia	2,50,000	33.34%	2,50,000	33.34%
Mr. Vikash Kumar Lohia	2,49,800	33.31%	2,50,000	33.33%
Mr. Rakesh Kumar Lohia	2,49,800	33.31%	2,50,000	33.33%
Total	7,49,600	99.96%	7,50,000	100.00%

(d) Details of Equity Shares held by promoters at the end of the year are as follows

Name of the shareholder	No. of shares	% held as at 31-Mar-25	% Change	No. of shares	% held as at 31-Mar-24	% Change
Mr. Pradeep Kumar Lohia	2,50,000	33.34%	0.00%	2,50,000	33.34%	0%
Mr. Vikash Kumar Lohia	2,49,800	33.31%	(0.02%)	2,50,000	33.33%	0%
Mr. Rakesh Kumar Lohia	2,49,800	33.31%	(0.02%)	2,50,000	33.33%	0%
Mrs. Rachana Lohia	100	0.01%	0.01%	-	0.00%	0%
Ms. Sakshi Lohia	100	0.01%	0.01%	-	0.00%	0%
Mrs. Shilpi Lohia	100	0.01%	0.01%	-	0.00%	0%
Mr. Harsh Lohia	100	0.01%	0.01%	-	0.00%	0%
Total	7,50,000	100%	0%	7,50,000	100%	0%

(e) There have been no buy back of shares, issue of shares by way of bonus shares or issue of shares pursuant to contract without payment being received in cash for the period of five years immediately preceding the balance sheet date.

3. Reserves & Surplus

Particulars	As at 31st March, 2025	As at 31st March, 2024
Surplus in the Statement of Profit and Loss		
Balance as per last Financial Statements		400.66
Add: Profit for the year	700.75	
Less: Prior period item - Gratuity Provisions	777.60	300.09
Total	39.11	-
	1,439.24	700.75

4. Long Term Borrowings

Particulars	As at 31st March, 2025	As at 31st March, 2024
Secured Loan		
- From Bank	477.87	440.21
Unsecured Loan		
- From Director	10.86	83.01
- From Corporate Entity	518.51	449.36
- From Relative	7.75	-
- From Others	-	-
Total	1,014.99	89.85
(Refer Notes - 38 for terms of security, repayment and other relevant details)		1,062.66



Term Provision

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for Employee Benefit:		
Provision for Gratuity		
Total	57.02	-
	57.02	-

6. Short Term Borrowings

Particulars	As at 31st March, 2025	As at 31st March, 2024
Secured Loan		
- From Banks		
- Bank Overdraft Saraswat Co Op Bank Ltd	4,213.96	2,373.89
Unsecured Loan		
- From Other	89.85	-
Current maturities of long-term debt	203.66	284.60
Total	4,507.47	2,658.49
(Refer Notes - 38 for terms of security, repayment and other relevant details)		

7. Trade Payable

Particulars	As at 31st March, 2025	As at 31st March, 2024
Due to Micro, small and Medium Enterprises		
Due to Others		
Due to Related Parties	1,477.14	570.75
Total	1,477.14	570.75

7a. Ageing for trade payable outstanding as at 31st March, 2025 is as follows:

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 year	2-3- year	More than 3 Years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
(iii) Disputed dues- MSME	-	1,477.14	-	-	-	1,477.14
(iv) Disputed dues- Others	-	-	-	-	-	-
Total	-	1,477.14	-	-	-	1,477.14
Accrued expenses	-	-	-	-	-	-
Total	-	-	-	-	-	1,477.14

7b. Ageing for trade payable outstanding as at 31st March, 2024 is as follows:

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1-2 year	2-3- year	More than 3 Years	
(i) MSME	-	-	-	-	-	-
(ii) Others	-	570.75	-	-	-	570.75
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-	-
Total	-	570.75	-	-	-	570.75
Accrued expenses	-	-	-	-	-	-
Total	-	-	-	-	-	570.75

8. Other Current Liabilities

Particulars	As at 31st March, 2025	As at 31st March, 2024
Advance Received from customers	223.63	269.39
Other Payable		
- Statutory Dues (Direct & Indirect Tax Authorities)	18.31	21.92
- Expenses Payable Related Parties	1.04	1.11
- Expenses Payable	20.31	36.39
- Security Deposit received from Customer	13.46	13.50
Total	276.75	342.30

9. Short-term Provisions

Particulars	As at 31st March, 2025	As at 31st March, 2024
Provision for Income Tax (Net of TDS)	261.13	15.24
Audit Fee	3.00	-
Total	264.13	15.24



Amba Auto Sales and Services Limited
Notes to Financial Statements for the year ended March 31, 2025

16a. Property, Plant & Equipment

Sl No.	Name of the Asset	Gross Block of the Asset			Depreciation				Net Block	
		Opening Balance as on 01st April 2024	Additions during the year	Reduction during the year	Total as on 31st March, 2025	Opening Balance as on 01st April, 2024	Additions during the year	Adjustment during the year	Total as on 31st March, 2025	As on 31st March, 2025
1	Buildings	287.74	-	-	287.74	68.04	10.70	-	78.74	209.00
2	Computers	77.68	25.35	-	103.02	69.02	9.27	-	78.29	24.73
3	Furniture & Fixture	499.17	209.17	58.00	650.34	242.21	67.02	-	309.28	341.06
4	Office Equipment	34.99	42.56	-	77.55	24.02	7.82	-	31.84	45.51
5	Electrical Installations and Fittings	38.90	32.19	-	70.69	12.52	9.02	-	21.58	49.11
6	Plant & Machinery	162.55	88.83	-	251.38	91.43	34.77	-	126.20	125.18
7	Motor Car	117.47	45.96	-	163.43	99.57	12.54	-	112.10	51.33
		1,218.11	443.86	58.00	1,603.95	606.81	141.34	-	748.03	855.92
										611.29

16b. Intangible assets

Sl No.	Name of the Asset	Gross Block of the Asset			Depreciation				Net Block	
		Opening Balance as on 01st April 2024	Additions during the year	Reduction during the year	Total as on 31st March, 2025	Opening Balance as on 01st April, 2024	Additions during the year	Adjustment during the year	Total as on 31st March, 2025	As on 31st March, 2025
1	Intangible Assets	-	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-	-

16c. Intangible assets

Sl No.	Particulars	As at 31st March, 2023	As at 31st March, 2024	As at 31st March, 2025
1	Openning balances	-	-	-
2	(+) Additions during the year	-	-	-
3	(-) Transferred to Property Plant and Equipment	-	-	-
	Total	-	-	-

Capital work-in-progress (CWIP) Aging schedule as at 31st March, 2025

Particulars	Amount of CWIP for the period of			Total
	Less than 1 year	1-2 years	More than 2 years	
Capital work-in-progress	-	-	-	-

16(d) The Company does not have any intangible assets under development

Note : There are no assets which have been taken on operating lease or given under operating lease during the current year or previous year



Non-Current Investments

Particulars	As at 31st March, 2025	As at 31st March, 2024
Other Non-Current Investments		
Equity Shares of Saraswat Co Op Bank Ltd	0.25	0.25
Fixed Deposit receipts (having original maturity of more than 3 months and remaining maturity of less than 12 months)	199.49	113.50
Total	199.74	113.75

12. Deferred Tax Asset (NET)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Deferred Tax Asset arising on account of :		
Difference of WDV as per Companies Act, 2013 and Income-Tax Act, 1961	27.25	30.84
Total	27.25	30.84

13. Long Term Loans & Advances

Particulars	As at 31st March, 2025	As at 31st March, 2024
Security Deposits		
Total	210.11	196.06

14. Other Non Current Asset

Particulars	As at 31st March, 2025	As at 31st March, 2024
Other Non Current Assets	9.89	-
Total	9.89	-

15. Inventories

Particulars	As at 31st March, 2025	As at 31st March, 2024
Stock-in-trade (Vehicles, Electronics Goods, Stores, Spares and other Accessories)	4,937.35	3,072.60
Notes: As taken, valued & certified by the Management of the company, valued at lower of Cost or net Realisable Value		
Total	4,937.35	3,072.60

16. Trade Receivables

Particulars	As at 31st March, 2025	As at 31st March, 2024
Due from others:		
Secured, considered good	-	-
Unsecured, considered doubtful	1,946.06	739.82
Less: Allowance for doubtful debts	-	-
Total	1,946.06	739.82

16a. Ageing for Trade Receivables as on March 31, 2025:

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 Years	
(i) Undisputed Trade Receivables- Considered Good	-	1,946.06	-	-	-	-	1,946.06
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables- Considered Good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
Sub-total	-	1,946.06	-	-	-	-	1,946.06
Unbilled receivable							-
Total							1,946.06



Ageing for Trade Receivables as on March 31, 2024:

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1-2 year	2-3 year	More than 3 Years	
(i) Undisputed Trade Receivables- Considered Good	-	739.82	-	-	-	-	739.82
(ii) Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
(iii) Disputed Trade Receivables- Considered Good	-	-	-	-	-	-	-
(iv) Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-	-
Sub-total	-	739.82	-	-	-	-	739.82
Unbilled receivable	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	739.82

17. Cash and Cash Equivalents

Particulars	As at 31st March, 2025	As at 31st March, 2024
Cash on Hand	72.49	75.76
Balances with banks	176.75	108.19
Total	249.24	183.95

Note : Deposits with bank having original maturity of more than twelve months

18. Short-term Loans and Advances

Particulars	As at 31st March, 2025	As at 31st March, 2024
Unsecured, considered good		
Advance:		
- Advance to Suppliers	352.36	194.55
- Advance to Staff	123.33	126.69
- Advance Against Expenses	0.06	5.06
- Other Advances	30.00	162.34
GST & TDS Receivables	78.97	8.24
Balance with Revenue Authorities	91.46	-
Total	676.18	496.88



19. Revenue from Operations

(Amount in lakhs)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
19a. Domestic Sale of Traded Products		
Sale of Vehicles	20,926.96	18,373.27
Sale of Spare Parts & Other Items	776.01	632.17
Sale of L.O Electronics	1,092.26	914.98
Total	22,795.23	19,920.42

19b. Sales of Services

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
19b. Sales of Services :		
Sales of Services	1,397.99	1,174.01
Total	1,397.99	1,174.01

Total: (19a + 19b) **24,193.22** **21,094.43**

19.1. Other Operating Revenue

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Discounts	0.25	0.77
Incentives	43.18	25.62
Total	43.43	26.39

20. Other Income

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Interest on FD	8.32	6.63
Profit on Sale of Fixed Assets	-	0.03
Rental Income	-	4.00
Other Income	1.10	-
Total	9.42	10.66

21. Purchase of Stock-in-Trade

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Purchases		
- Purchase of Vehicles	20,302.78	18,017.30
- Purchase of Spares	927.87	791.32
- Purchase of Electronic Goods	1,021.69	980.17
Total	22,252.34	19,788.79

22. Change in inventories of Stock-in-Trade and Consumables

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening Stock	3,072.60	2,176.74
Stock-in-Trade		
Less: Closing Stock	4,937.35	3,072.60
Stock-in-Trade		
Total	(1,864.75)	(895.86)

23. Direct Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Direct Expenses		
- Delivery Charges	2.77	2.02
- Workshop Expenses	14.82	12.93
- Rent Expenses	312.60	274.18
- Power and Fuel	47.83	29.81
- Show Room Expenses	343.60	232.47
Total	721.62	551.41



24. Employment Benefit Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Director Remuneration	39.60	39.60
Salaries & Wages	635.15	496.42
Employer PF Contributions	28.19	23.40
Employer ESI Contributions	8.33	7.21
Staff Welfare Expenses	12.72	4.02
Provision for Gratuity	17.91	-
Total	741.90	570.65

25. Depreciation and Amortization Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Depreciation Expenses	141.24	68.98
Amortization Expenses	-	-
Total	141.24	68.98

26. Finance Costs

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Bank Charges	54.76	55.11
Credit Card Charges (Pine Lab)	0.20	-
Interest on Bank Overdraft	358.43	287.87
Interest On Other than Term Loan	112.99	-
Interest on Bajaj Auto	102.47	91.92
Total	628.85	434.91

27. Other Expenses

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Accounting and Consulting Charges	160.76	37.27
Advertisement Expenses	8.46	-
Audit Fees	3.00	1.00
Car Expenses	1.26	13.39
CDMS Expenses	25.82	-
Commissions	89.28	64.67
Computer Maintenance	0.24	1.03
Digital Activity Expenses	0.34	-
Discounts	2.78	-
Donations	0.75	0.52
Insurance Expenses	9.13	-
Mela and Promotion Expenses	57.16	3.91
Software Expenses	0.05	-
Misc. Expenses	41.50	6.52
Postal & Courier Charges	-	1.49
Printing and Stationary Expenses	16.22	4.52
Professional & Legal Expenses	7.10	-
Rates & Taxes	5.33	13.11
Renewal Charges	2.04	-
Repair and Maintenance	13.06	20.06
Security Charges	21.49	3.31
Selling expenses	23.94	-
Sundry Debit Balances Written off	16.96	-
Telephone Expenses	7.73	5.35
Travelling & Conveyance Expenses	68.25	24.35
Total	582.65	200.52

Note:

(i) Payments to Auditors (excluding taxes wherever applicable):

As Auditor	2.50	0.60
For: Statutory Audit	0.50	0.20
For: Tax audit	-	0.20
Other Services	-	-
Total	3.00	1.00



Amba Auto Sales and Services Limited
(formerly known as *Amba Auto Sales and Services Private Limited*)
CIN: U05010KA2005PLC035690

Note 28. Earnings Per Share

Particulars	For the year ended 31st March 2025	(Amount in Rs. Lakhs) For the year ended 31st March 2024
Net Profit as per Profit and Loss Account (in ₹)	777.60	300.09
Number of equity shares at the beginning of the year	7,50,000	7,50,000
Number of equity shares at the end of the year *	7,50,000	7,50,000
Weighted average number of equity shares	7,50,000	7,50,000
Nominal Value of Equity Shares (in ₹)	10	10
Basic / Diluted Earning per share (in ₹)	103.68	40.01

Note 29. Related Party Disclosures

As per the Accounting Standard on 'Related Party Disclosures' (AS 18), issued by the Institute of Chartered Accountants of India, the related parties of the company are as follows

(i) List of related parties with whom transaction have taken place during year along with nature and volume of transactions.

(a) Key Management Personnel & Relatives		
(i) Name of Management Personnel		Type
1 Mr. Pradeep Kumar Lohia		Chairman
2 Mr. Rakesh Kumar Lohia (Managing Director)		Managing Director
3 Mr. Vikash Kumar Lohia (Chief Financial Officer)		Chief Financial Officer
4 Mr. Chetankumar Hiralal Solanki (Company Secretary)		Company Secretary
(b) (ii) Name of Relative		
1 Mrs. Rachna Lohia		Wife of KMP
2 Mrs. Shilpy Lohia		Wife of KMP
3 Mr. Harsh Kumar Lohia		Son of KMP
4 Ms. Sakshi Lohia		Daughter of KMP
(c) Subsidiary/associate/joint venture		
Name of Entity		Type
1 Amba Garments Private Limited		Group Concern
2 Radhe Krishna Clothings Private Limited		Group Concern
3 Ora Buildcon LLP		Group Concern
4 PSR Buildcon LLP		Group Concern
5 PSR Dwellings LLP		Group Concern
6 PSR Real Estate LLP		Group Concern
7 RPS Dwellings LLP		Group Concern
8 PSR Peacock County LLP		Group Concern
9 PSR Realty Development LLP		Group Concern

Transaction along with related parties for the period ended march 31,2025

Type of Transactions	For the year ended 31st March 2025	(Amount in Rs. Lakhs) For the year ended 31st March 2024
Unsecured Loan Outstanding		
Mr. Pradeep Kumar Lohia	4.78	56.76
Mr. Rakesh Kumar Lohia	0.39	17.87
Mr. Vikash Kumar Lohia	5.69	8.40
Mr. Harsh Kumar Lohia	7.75	0.00
Current Liabilities		
Expenses Payable		
- Pradeep Kumar Lohia	0.42	0.67
- Rakesh Kumar Lohia	0.42	0.02
- Vikash Kumar Lohia	-	0.42
- Shilpy Lohia	0.09	-
- Rachna Lohia	0.11	-
Revenue Transactions		
Salary & Remuneration		
- Pradeep Kumar Lohia	13.20	13.20
- Rakesh Kumar Lohia	13.20	13.20
- Vikash Kumar Lohia	13.20	13.20
- Shilpy Lohia	30.00	12.00
- Rachna Lohia	30.00	12.00
Purchase		
Radhe Krishna Clothing Pvt Limited	218.11	35.25
Amba Garments Pvt Limited	270.01	464.12
Sales		
Radhe Krishna Clothing Pvt Limited	3.71	7.00
Amba Garments Pvt Limited	-	2.14



Amba Auto Sales and Services Limited
(formerly known as **Amba Auto Sales and Services Private Limited**)
CIN: U05010KA2003PLC035690

Note 30. Contingent Liabilities

Contingent liabilities to the extent not provided for in respect of following

Particulars	As at 31st March, 2025	As at 31st March, 2024
Contingent Liabilities		
(a) Income tax demand against the company under litigation		
(b) Outstanding Bank Guarantees	10.66	9.93
(c) Outstanding Demand against the company in respect of TDS liability	595.80	410.00
	6.32	0.06

Note 31. Capital Commitment

Particulars	As at 31st March, 2025	As at 31st March, 2024
Capital Commitments:-		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
(b) Other commitments		

Note 32. MSME Disclosure & Compliance

MSME Comment

None of our suppliers have come forward with their registration under the MSME Development Act 2006.

The disclosure pursuant to the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) as at 31st March 2025 and 31st March 2024 is as under

Particulars	As at 31st March, 2025	As at 31st March, 2024
a Principal amount remaining unpaid		
b Interest due thereon remaining unpaid		
c Interest paid by the Company in terms of Section 16 of the MSMED Act, along with the amount of the payment made to the supplier beyond the appointed day		
d Interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the MSMED Act		
e Interest accrued and remaining unpaid		
f Further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises or the purpose of disallowance as a deductible expenditure under section 23.		
Total		

Note 33. Expenditure in Foreign Currency During The Financial Year

Particulars	As at 31st March, 2025	As at 31st March, 2024
(a) Purchase of Goods		
(b) Travelling Expenses	9.80	

Note 34. Value Of Imports Calculated On C.I.F. Basis By The Company During The Financial Year

Particulars	As at 31st March, 2025	As at 31st March, 2024
(a) Finished Goods		
(b) Capital Goods		

Note 35. Earnings in Foreign Currency

Particulars	As at 31st March, 2025	As at 31st March, 2024
(a) Export of goods calculated on FOB Basis		
(b) Royalty, Know-How, Professional and consultation fees		
(c) Interest and Dividend		
(d) Others		



Particulars	Computation	(Amount in Rs. Lakhs)		Changes in Ratio (%) 31.03.23 vs 31.03.24	Reason for more than 25% Variance
		2024-2025	2023-2024		
CURRENT RATIO :	Current Assets : Current Liabilities :	7,808.83 6,325.49	4,902.81 3,606.77		
	Ratio :	1.20	1.33	(10.13%)	Variance is less than 25%
DEBT EQUITY RATIO :	Total Liabilities (Debt) : Share Holders' fund :	2,597.50 1,514.24	4,708.54 736.65		
	Ratio :	5.02	6.39	(21.50%)	Due to increase in the amount of Earning available for Debt during the period.
DEBT SERVICE COVERAGE RATIO :	Earnings available for Debt Service : Debt Service :	1,757.35 858.40	851.44 420.27		
	Ratio :	2.05	2.03	1.04%	Due to increase in the amount of Earning available for Debt Service during the period.
RETURN ON EQUITY :	Net Profit : Average Share Holders' fund (Net Worth) :	777.60 1,145.00	288.68 592.31		
	Ratio :	67.91	48.74	39.34%	Due to increase in the Profitability this ratio has changed.
INVENTORY TURNOVER RATIO :	Cost of Goods Sold / Sales : Avg. Inventory :	20,387.59 4,004.98	18,892.93 2,624.67		
	Ratio :	5.09	7.20	(29.28%)	Due to substantial increase in Turnover this ratio has changed.
TRADE RECEIVABLE TURNOVER RATIO :	Net Credit Sales : Avg Account Receivable :	24,236.65 1,342.94	21,122.82 723.00		
	Ratio :	18.05	28.82	(37.37%)	Due to increase in Sales for the current period as compared to the previous period.
TRADE PAYABLE TURNOVER RATIO :	Net Credit Purchase : Avg Account Payable :	22,292.34 1,023.95	19,788.79 498.19		
	Ratio :	21.73	39.72	(45.29%)	Due to substantial increase in Turnover this ratio has changed.
NET CAPITAL TURNOVER RATIO :	Net Sales : Working Capital :	24,236.65 1,281.34	21,122.82 1,196.03		
	Ratio :	18.89	17.66	6.94%	Variance is less than 25%
NET PROFIT RATIO :	Net Profit : Net Sales :	777.60 24,236.65	288.68 21,122.82		
	Ratio :	3.21	1.37	134.76%	Due to better management of working capital this ratio has changed.
RETURN ON CAPITAL EMPLOYED :	EBIT : Capital Employed :	1,616.11 2,586.25	782.46 1,838.42		
	Ratio :	0.62	0.43	46.82%	During the period there is increase in Profit and subsequent increase in capital employed in comparison to the previous period.
RETURN ON INVESTMENT :	Income on Investment : Cost of Investment :	8.32 156.49	6.63 123.55		
	Ratio :	0.05	0.05	0.00%	No Variance
EPS :	Net Profit : Weighted average number of equity shares :	777.60 7.30	288.68 7.50		
	Ratio :	103.68	38.49	169.37%	Due to increase in the Profitability this ratio has changed.
NAV :	Net Worth No. of O/s. Shares :	1,514.24 7.30	736.64 7.50		
	Ratio :	201.90	98.22	105.56%	Due to increase in the Profitability this ratio has changed.
EBITDA :	EBITDA : Net Sales :	1,812.31 24,236.65	851.96 21,122.82		
	Ratio :	7.48	4.03	85.39%	Due to increase in the Profitability this ratio has changed.
RETURN ON NET WORTH :	Net Income : Share Holders Equity :	777.60 1,514.24	288.68 736.65		
	Ratio :	51.35	39.10	31.04%	Due to increase in the Profitability this ratio has changed.



DEFINED BENEFIT OBLIGATION

1) Gratuity

The gratuity benefit payable to the employees is as per provisions of the Payment of Gratuity Act, 1972, as amended. Under the gratuity plan every employee who has completed atleast 5 years of service get gratuity on separation or at the time of superannuation calculated for equivalent to 15 days of salary for each completed year of service calculated on last drawn basic salary. The company does not have a funded plan for gratuity liability

Valuation Method : Projected Unit Credit (PUC Method)

I. ASSUMPTIONS

	For the year ended March 31,2025	For the year ended March 31,2024
Discount Rate	6.90%	7.23%
Salary Escalation	7.00%	7.00%
Expected Return on Plan Asset	0.00%	0.00%
Withdrawal Rates:	10.00%	10.00%
Retirement Age	60	60

II. CHANGE IN THE PRESENT VALUE OF DEFINED BENEFIT OBLIGATION:

	For the year ended March 31,2025 (Rs In Lakhs)	For the year ended March 31,2024 (Rs In Lakhs)
Present value of Benefit Obligation as at the beginning of the year	39.11	27.69
Transfer in/(out) obligation		
Current Service Cost	15.52	9.90
Interest Cost	2.83	2.08
Actuarial (gains)/losses	(0.44)	(0.56)
Present value of benefit obligation as at the end of the year	57.02	39.11*

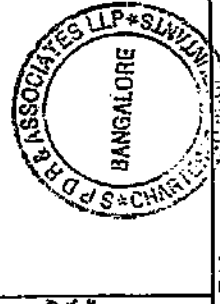
* The Gratuity Provision for FY 23-24 is created during the financial year 2024-25.



Ambe Auto Sales and Services Limited

Note 38

S.No	Name of Lender	Primary Securities	Collateral Securities	Repayment Term	Sanction (₹ In Lakhs)	Rate of Interest	Tenure (Months)	Outstanding as on March 31, 2023 (₹ In Lakhs)	Outstanding as on March 31, 2024 (₹ In Lakhs)
1	Saraswat Co Op Bank Ltd Cash Credit Facility	Primary Securities : Working Capital Loans are Secured by Hypothecation of Inventory, Book Debts & Deposits.	Collaterally Secured : All credit facilities from Saraswat Co Op Bank are collaterally secured by way of Equitable Mortgage of Following Immovable Properties : (i) Residential Flat bearing No. 1601 and 1602, 16th Floor, situated at Salarpura Sattva Greenage, Cedar Block, A Wing, situated at Salarpura Sattva Greenage, Cedar Block, A Wing, File Near Oxford College, BBMP Katha No. 306/287/244 of Hoagastandra and part of BBMP Katha No. 934/919/904 Bommanahalli Village, Hoar Road, Begur Hobli, Bangalore South Taluk, Bangalore-560088, administered Super Built up area of 1318 Sq. ft., owned by Mrs. Binola Devi Lohia, Mrs. Rajkumari R. Lohia & Mrs. Sulep V. Lohia. (ii) Residential Flat bearing No. 201, situated at 2nd Floor, Block: Alpha, wing A, Greenage, Near Oxford College, BBMP Katha No. 306/287/244 of Hoagastandra and part of Katha No. 934/919/904 Bommanahalli Village, Hoar Main Road, Bangalore - 560088, administered Super Built up area of 1872 Sq. ft., owned by Mr. Rajkesh Kumar Lohia & Mr. Vikash Kumar Lohia (iii) Residential flat situated at Salarpura Cedarza, Flat No. 204, 3rd Floor, Tower-2, Block: C, Salarpura, Sy. Nos. 48/4D & 48/4E, Katha No. 928/913/918/43/4D and 48/4E, Garbhavipalya Village, Begur Hobli, Bangalore South Taluk, administered Super Built up area of 1850 Sq. ft., owned by Mr. Rajkesh Kumar Lohia & Mr. Vikash Kumar Lohia (iv) (a) Flat bearing no. A-1204 located at Salarpura Sattva Greenage, Impera A Block, administered 1890 Sq. ft. & (b) Flat C-1204 located at Salarpura Sattva Greenage, Impera C Block, administered 1890 Sq. ft., BBMP Katha No. 306/287/244 of Hoagastandra and part of Katha No. 934/919/904 Bommanahalli Village, Begur Hobli, Bangalore South Taluk, Bangalore - 560088, owned by M/s Ambe Auto Sales And Services Limited (v) Residential property bearing No. 504, Fifth Floor, in Tower-2, Chypso Block, Cedarza Apartment, located at Sy. Nos. 48/4D & 48/4E, Katha No. 928/913/918/43/4D & 48/4E, Garbhavipalya, Hoagastandra Village, Begur Hobli, Bangalore South Taluk, Bangalore-560088, administered 1850 sq.ft. owned by Mr. Rajkesh Kumar Lohia Guarantor : Personal Guarantee of Directors namely Mr. Pradeep Kumar Lohia, Mr. Rajkesh Kumar Lohia and Mr. Vikash Kumar Lohia	Repayable On Demand	4,175.00	10.40%	NA	4,313.96	2,373.89
2	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayment period of 84 months with a moratorium period of 6 months	46.00	10.10%	84	2.34	9.42
3	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayment period of 84 months with a moratorium period of 6 months	51.00	10.10%	84	2.90	10.7
4	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayment period of 720 months with a moratorium period of 6 months	228.00	10.50%	120	0.00	109.44
5	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayable in 60 months including moratorium period of 24 months	470.00	9.25%	60	313.40	470
6	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayable within 84 months including moratorium period of 12 months	116.00	10.10%	84	90.33	86.85
7	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayable in 96 months, including moratorium period of 06 months	230.00	10.10%	96	207.51	0
8	Saraswat Co Op Bank Ltd Term Loan	Primary Securities : All Term Loans are primarily secured by Hypothecation of Plant & Machinery, Furniture & Fixtures, Electrification & other movable assets of the company.		Repayable in 60 months	34.50	8.70%	60	31.45	0
Total									4984.49



Computation of Deferred Income Tax

	Particulars	31-Mar-25	31-Mar-24	Difference
A	Book Value of Assets	855.92	611.29	244.63
B	WDV as per IT Act	964.24	733.83	230.41
A-B=C	Difference	(108.32)	(122.54)	14.22
D	Book value of Preliminary exp	-	-	-
E	Income tax value of Preliminary exp	-	-	-
D-E=F	Difference	-	-	-
G	Unabsorbed Dep loss	-	-	-
H	Unabsorbed Business Loss	-	-	-
I	Provision for Leave Encashment	-	-	-
J	Provision for Bonus	-	-	-
K	Provision for Exgratia	-	-	-
L	Provision for gratuity	-	-	-
M	Disallowance u/s 40a	(108.32)	(122.54)	14.22
N	Total timing difference	(27.25)		3.58
	Deferred Tax (Asset)/Liability		(30.83)	

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Amba Auto Sales and Services Limited
(formerly known as *Amba Auto Sales and Services Private Limited*)
CIN: U05010KA2005PLC035690

Note 40.

In the opinion of the Board of Directors, the Current Assets, Loans & Advances are approximately of the value stated if realized in ordinary course of business. Provisions for known liabilities are made & not in excess of the amount reasonably necessary. Moreover Balances of Unsecured Loans, Receivables, Loans & Advances and Current Liabilities are subject to confirmation, reconciliation and adjustments, if any.

Note 41.

Closing stock as on 31st March, 2025 is as taken, valued & certified by the management of the company.

Note 42.

Wherever vouchers are not supported / inadequately supported, we have relied on the declaration by the Management that they are genuine business transactions.

- (n) The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.
- (b) The quarterly returns and statement of current assets filled by the company with Banks are generally in agreement with the books of account.
- (c) The company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (d) The company have not traded or invested in Crypto currency or Virtual Currency during the period/year.
- (e) The company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (i) 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
 - (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (f) The company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:
 - (i) 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
 - (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (g) The company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- (h) The company is not declared as wilful defaulter by any bank or financial Institution or other lender.
- (i) There is no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

Note 43.

The figures of the previous year have been regrouped / recast wherever necessary so as to make them comparable with current year's figures. Figures have been given in the nearest Lakhs.

For S P D R & Associates LLP
Chartered Accountants
Firm Reg. No.: 5200043

Sunil Kumar
Partner
Membership No. 095398
Place: Bengaluru
Date: 08th September, 2025



For and on behalf of the Board of Directors of
Amba Auto Sales & Services Private Limited

Vikas Kumar Lohia
Director and CFO
DIN No. 01884550
Place: Bengaluru
Date: 08th September, 2025

G.H. Solanki
Chotankumar Solanki
Company Secretary
AS1023
Place: Bengaluru
Date: 08th September, 2025

Rakesh Kumar Lohia
Managing Director
DIN No. 01884538
Place: Bengaluru
Date: 08th September, 2025